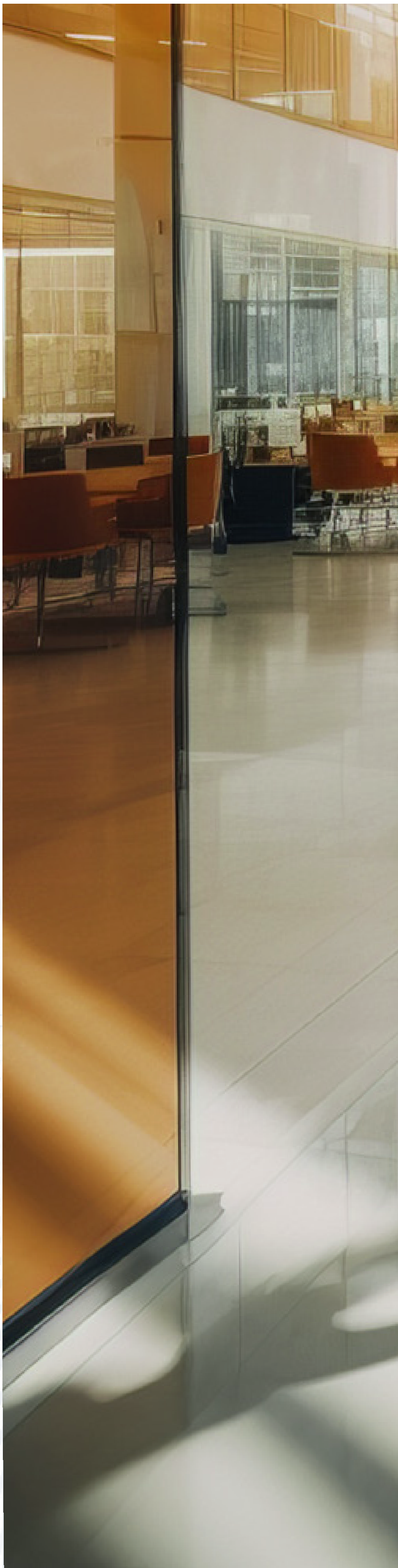
Cuscal

Annual Report
2026

Cuscal Limited ACN 087 822 455

Contents



Acknowledgement of Country

Cuscal acknowledges the Indigenous peoples and Traditional Custodians of the lands, waters and communities across the places in which we live and work.

We pay our respects to Elders past and present and honour the enduring cultures, languages, knowledge and traditions of Aboriginal and Torres Strait Islander peoples and Māori.

As a business operating across Australia and Aotearoa New Zealand, we are committed to listening, learning and walking alongside First Nations and Indigenous peoples in ways that support their continuing connection to Country, culture and community.

The Cuscal Reflect Reconciliation Action Plan (RAP) is one way Cuscal demonstrates our operational performance on human rights, and specifically the rights of First Nations peoples.

Artwork title:
Wugul Mudjin

Meaning:
One Family, One Mob, One Team

Cuscal is a leading Australian provider of payments and regulated data solutions.

Message from the Chairman

Dear Shareholders

*FY26 has been a landmark year in the evolution of Cuscal Limited (**Cuscal** or the **Company**).*

In our first full year as an ASX-listed company, the Board has focused on ensuring that Cuscal not only delivers strong financial and strategic outcomes, but does so in a manner consistent with the governance, accountability and discipline expected of a listed financial services infrastructure business.

This year, we have demonstrated our ability to execute our strategic ambitions while maintaining a strong focus on risk management, operational resilience and long-term value creation. The successful completion of the Indue Ltd (**Indue**) and Paymark Limited (**Paymark**) acquisitions represents a significant milestone for Cuscal and reflects the Board's confidence in the Group's long-term opportunities. These acquisitions increase our scale, diversify our earnings, expand our client reach and strengthen our strategic position in both Australia and New Zealand. The Board carefully assessed each acquisition against rigorous strategic, financial and risk criteria and is confident the acquisitions will create meaningful value over time.

Strengthening Governance for Cuscal's Next Phase of Growth

As Cuscal has grown in scale and complexity, our governance framework has evolved too.

During FY26, the Board continued its work to further mature governance, risk and oversight practices to support the Group's long-term ambitions. It placed particular emphasis on integration oversight, cyber resilience, financial crime, regulatory compliance and strategic capital allocation.

The payments industry is experiencing profound change and will continue to do so. Increasing regulatory expectations, rapidly evolving technology, new forms of digital commerce and increasingly sophisticated financial crime threats continue to reshape the operating environment. The Board believes that robust governance and risk management are not constraints; they are enablers of sustainable growth. Accordingly, we continue to invest in the policies, frameworks and capabilities required to ensure Cuscal remains a trusted partner for clients, regulators, investors, and the broader financial system.

Board and Executive Changes

Board and Executive succession remain important priorities.

As part of our ongoing focus on Board renewal and capability, we continued to assess the composition of the Board and Executive Leadership Team to ensure the skills, experience and diversity of perspectives remain aligned to Cuscal's strategy and future requirements.

Following the completion of the Indue acquisition, we welcomed the appointment of Peter Wright as an additional Independent Non-Executive Director to the Board, further strengthening the breadth of experience and industry knowledge available to guide the Group through our next phase of growth.

The Board was also pleased to announce the appointment of Dr Leila Fourie as an Independent Non-Executive Director, effective 1 August 2026. Dr Fourie brings more than three decades of international experience across payments, banking, capital markets, strategy and governance, including previously serving as Group Chief Executive Officer of the Johannesburg Stock Exchange and Chief Executive

Message from the Chairman

Officer of the Australian Payments Network. Dr Fourie's extensive experience leading organisations through growth and transformation, together with her deep knowledge of payments and financial infrastructure, will further strengthen the Board's capability and support Cuscal's continued growth. She will also join the Board Risk Committee and the Board Remuneration and Nominations Committee.

The Board devoted considerable attention to Executive succession and leadership development during the year. As Cuscal continues to grow in scale and geographic reach, ensuring we have the right leadership structure and capability to execute our strategy remains a key priority.

Looking ahead to FY27, several Executive leadership changes will further strengthen the Group and support the delivery of our strategic objectives. Michael Blomfield will assume leadership of Paymark as Chief Executive Officer, providing dedicated focus on growing Cuscal's New Zealand operations and maximising the value of the Paymark acquisition. Freya Smith will transition to the role of Chief Client Officer, leveraging her deep understanding of the business and stakeholders to further strengthen client relationships and support organic growth. Edward Rasheed will assume the newly created role of Chief Strategy Officer, reflecting the Board's increasing focus on strategic execution, and Manell Saad will take on the role of Chief Legal Officer and Company Secretary.

These Executive leadership changes reflect the depth of talent within Cuscal and will position Cuscal for continued growth while maintaining strong governance, client focus and disciplined execution. The Board remains highly supportive of Craig Kennedy, whose leadership has been instrumental in successfully navigating a period of significant growth, transformation and organisational change.

People and Culture

Our people continue to be one of our greatest strengths.

The addition and integration of new colleagues from Indue and Paymark provide an opportunity to reinforce the values and culture that underpin our success. The Board recognises that sustainable performance is ultimately driven by engaged and capable people operating within a strong culture of accountability, collaboration and client focus.

Throughout FY26, we continued to monitor culture, leadership capability, employee engagement and workforce development as key indicators of long-term organisational health. We are committed to ensuring Cuscal remains an organisation that attracts, develops and retains exceptional talent, particularly as competition for specialised skills across technology, payments, risk and regulatory disciplines continues to intensify.

Looking Ahead

Cuscal enters FY27 from a position of strength.

We are now a larger, more diversified and more capable organisation than ever before. While the immediate focus will be on the successful integration of Indue and the execution of the Paymark strategy, the Board remains equally focused on ensuring that Cuscal continues to invest in the foundations of sustainable long-term success: trusted client relationships, operational resilience, sound governance and financial discipline, and exceptional talent.

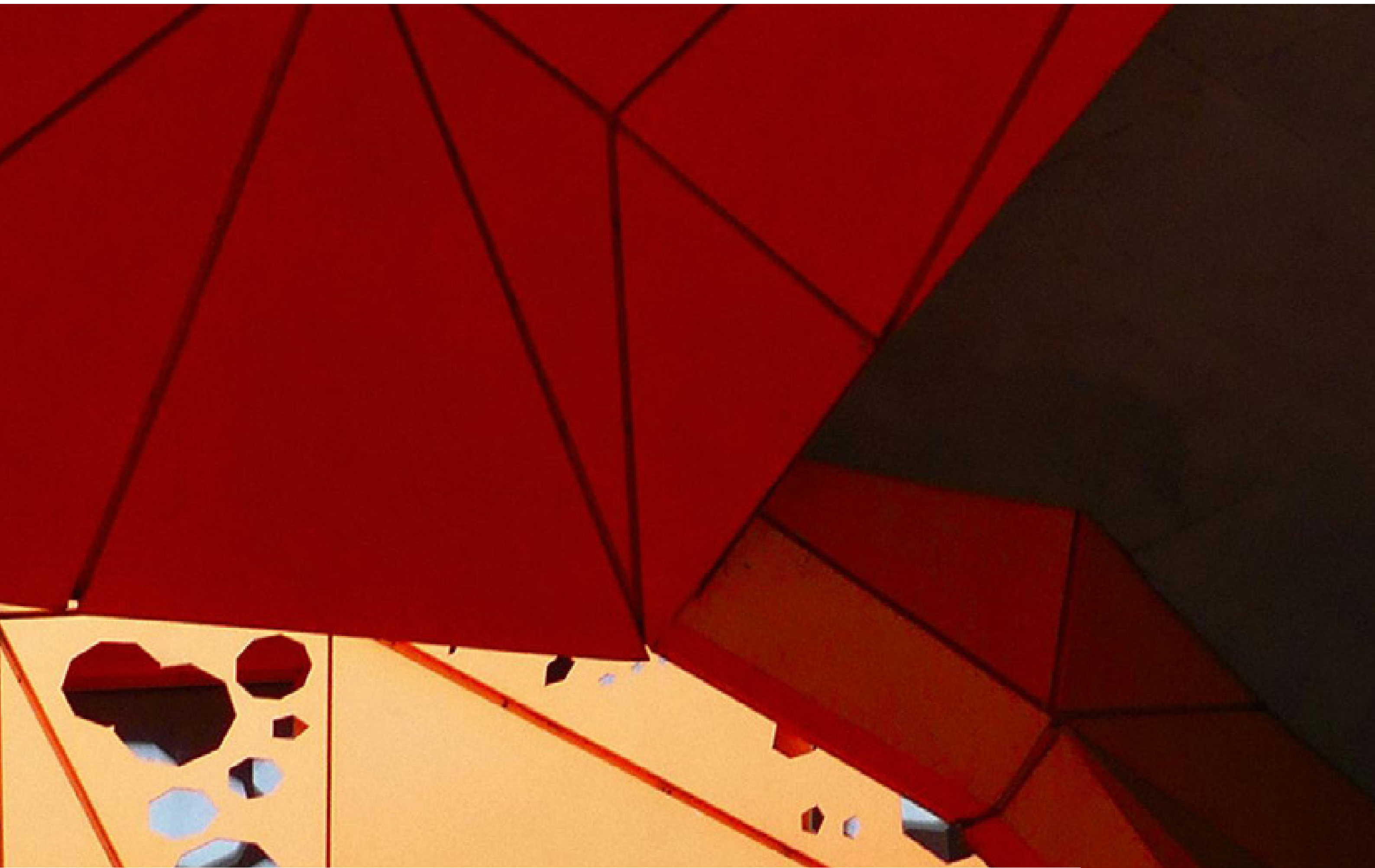
The opportunities ahead for Cuscal are significant. The increasing complexity of the payments ecosystem, growing regulatory obligations and accelerating technological change continue to underscore the importance of trusted providers with the scale, expertise and resilience to support clients through change.

On behalf of the Board, I would like to thank our shareholders for their continued support and confidence; our clients for the trust they place in us; and our people for their commitment, professionalism and dedication throughout a year of considerable achievement and transformation. The Board remains confident in Cuscal's strategy, leadership and prospects, and we look forward to creating long-term value together.

Yours sincerely,

Elizabeth Proust AO
Chairman

20 August 2026



The Board remains confident in Cuscal's strategy, leadership and future prospects, and we look forward to creating long-term value together.

Message from the Managing Director

Dear Shareholders

FY26 marked Cuscal's first full financial year as a listed company, with a focus on strong execution and on translating strategy into real outcomes.

When we listed on the ASX in November 2024, we set out to grow the underlying business, invest in our core payments capabilities, and pursue disciplined inorganic growth opportunities that strengthen our market position. In FY26, we delivered against that commitment by completing the acquisitions of Indue and Paymark while continuing to grow the core business. We end the year with greater scale, broader capability and a more diversified and resilient earnings base.

Cuscal has strengthened its position in a market that is difficult and costly to replicate. We remain one of a small number of organisations in Australia with the licences, connectivity and processing capability, all within a single entity, to support all major payment types. Our independence and neutrality position us as a trusted partner, underpinning stable earnings and long-term client relationships.

Strategic Highlights and Financial Performance

FY26 performance reflects continued growth across the business. We delivered underlying net profit after tax (**NPAT**) of $46.2 million, up 20% from FY25 underlying proforma NPAT, and in line with guidance. Growth was broad-based across issuing, acquiring and payments, driven by 12% increase in transaction volumes, strong client retention and expansion, and contributions from Indue and Paymark. Performance was not reliant on any single client, product or payment type, reinforcing the resilience of our model.

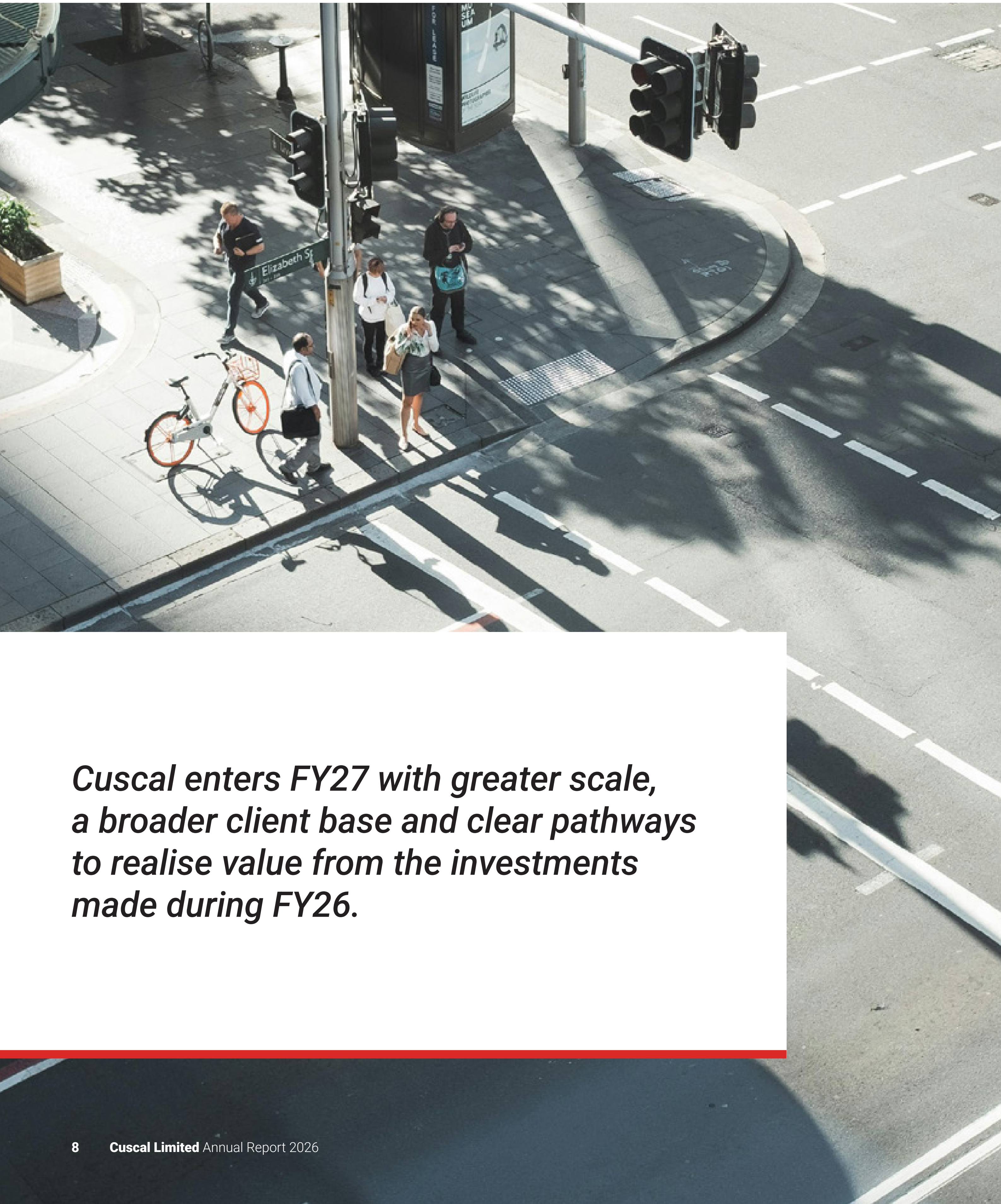
We maintained a strong balance sheet, robust regulatory capital position and investment-grade credit rating, alongside strong investor support, which enabled us to fund acquisitions while continuing to invest in the business.

Serving Our Clients

Our role as a trusted partner remains central. In FY26, we expanded and deepened relationships across banks, fintechs, corporates, and government, reflecting strong demand for scalable, reliable financial infrastructure. Client retention remained strong, supported by service reliability and continued investment in core platforms. We also added new clients and expanded existing relationships, increasing transaction volumes and broadening the support we provide across key client segments.

As we scale, our capacity to invest on behalf of clients increases, particularly in product innovation, resilience and financial crime. This includes stronger fraud and scam protections, continued investment in the reliability of our systems, and quicker delivery of functionality aligned to client needs. Scale enables us to deliver these capabilities more efficiently while maintaining the reliability expected of financial services infrastructure, which allows our clients to focus on their customers.

Message from the Managing Director



Cuscal enters FY27 with greater scale, a broader client base and clear pathways to realise value from the investments made during FY26.

Executing Our Growth Strategy

A defining feature of FY26 was the execution of our growth strategy through the acquisitions of Indue and Paymark.

The acquisition of Indue, which was completed on 1 December 2025, strengthens our position in Australia. It expands our client base, enhances capability and provides access to new segments, including government. Integration is on track, with a key focus on service continuity for clients, disciplined execution and delivery of targeted synergies. Realising these outcomes remains a key priority for FY27 and FY28.

The acquisition of Paymark, completed in May 2026, extends our reach into New Zealand and provides immediate scale in a strategically aligned market. Paymark is a core part of New Zealand's payments infrastructure, with a leading position and deep client relationships. It will continue to operate as a standalone business, ensuring continuity for clients while contributing to Cuscal's broader growth.

Together, these acquisitions broaden our client base, deepen our capabilities and diversify our earnings, while strengthening our capacity to invest in future growth.

Strengthening Capability

Alongside growth, we maintained a strong focus on risk uplift, grounded in the belief that risk excellence is a source of long-term competitive advantage. As regulatory and client requirements continue to evolve, we have strengthened the capabilities that will underpin sustained performance, including enhanced financial crime controls and uplifted data and analytics capability.

As a financial services infrastructure provider, ongoing investment in resilience, security and reliability remains fundamental. We have also invested in our people, building capability, strengthening leadership and welcoming our Indue and Paymark colleagues into the Group.

Looking Ahead to FY27

Cuscal enters FY27 with greater scale, a broader client base and clear pathways to realise value from the investments made during FY26. Our priorities are clear. We are focused on disciplined integration of Indue, progressing targeted synergies and continuing to drive organic growth. We remain equally focused on cost discipline. As we scale, we will continue to simplify how we operate, improve efficiency and increase operating leverage. This is how we consistently translate growth into sustainable returns.

The operating environment continues to evolve, driven by increasing regulatory requirements, rising financial crime risks, changing client needs and technological advancements. Artificial intelligence is moving into practical deployment, creating opportunities to improve productivity and deliver better outcomes for clients. Emerging payment models, including agentic commerce and digital currencies and assets, are also reshaping how payments are initiated and experienced.

These shifts reinforce Cuscal's role as a trusted infrastructure provider. Our priority remains to provide stability, capability and scale so clients can adapt with confidence, while maintaining execution momentum as we navigate integration, regulatory change and continued investment in core platforms to protect and grow returns.

We are confident in the foundations we have built. A strong core business, disciplined capital allocation and a clear strategy ensure that Cuscal is well positioned for our next phase of growth.

The Executive Leadership Team extends its thanks to our people, clients and shareholders for their continued support.

Yours sincerely,

Craig Kennedy
Managing Director

20 August 2026

Financial Highlights **2026**

Statutory Consolidated Profit *(NPAT)*

$42.7m

Up $14.0m (49%) from 2025

Transaction volume

4,798m

Up 521m (12%) from 2025

Underlying NPAT

$46.2m

Up $7.8m (20%) from 2025

Underlying NPAT margin

13.3%

Up 10 bps from 2025

Underlying EBITDA

$81.6m

Up $11.7m (17%) from 2025

Underlying EBITDA margin

23.5%

Down 60 bps from 2025

Underlying Total net operating income

$347.7m

Up $57.3m (20%) from 2025

Underlying Total operating expenses

$282.3m

Up $47.5m (20%) from 2025

Underlying return on equity

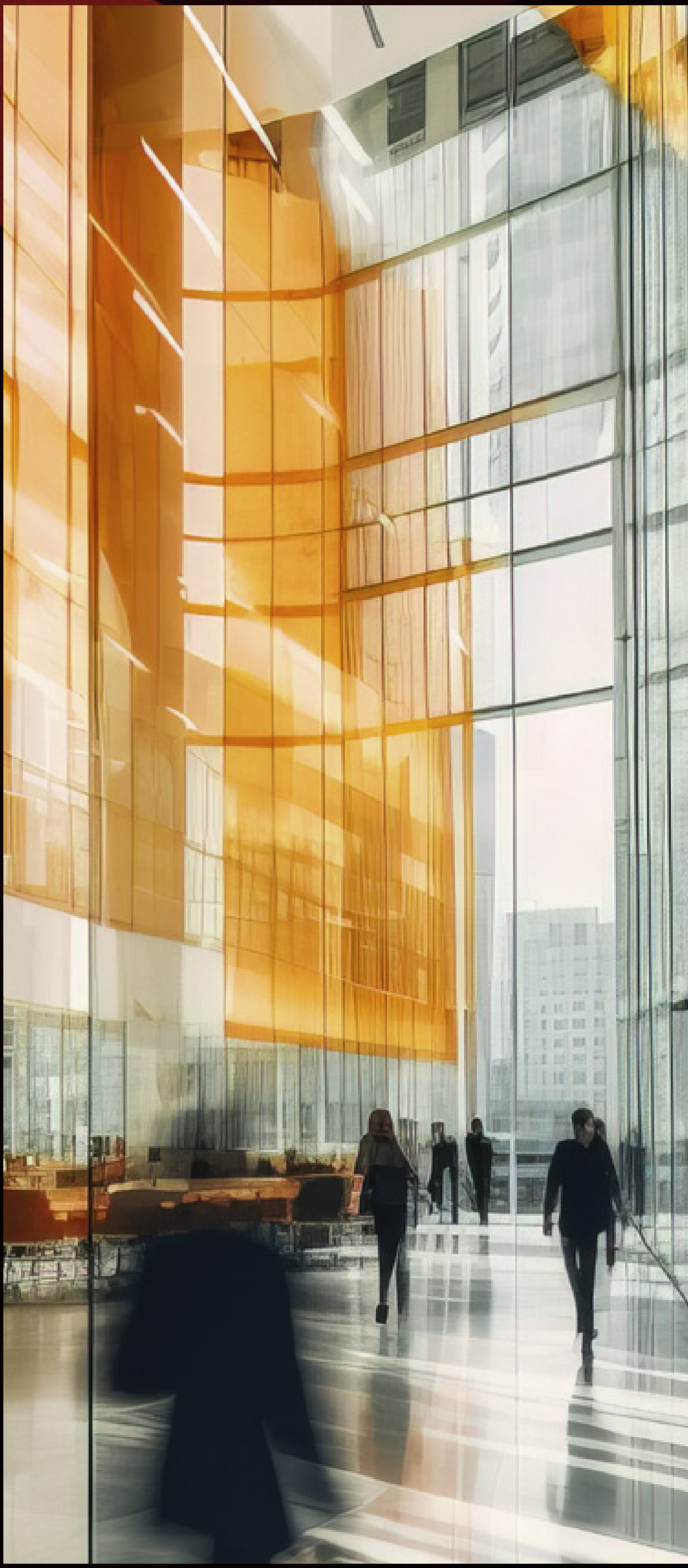
11.7%

Up 120 bps from 2025

Underlying earnings per share

23.9 cps

Up 3.9 cps from 2025



About Cuscal

Moving Payments Forward. Together.

As an Authorised Deposit-taking Institution (**ADI**) purpose-built for the business-to-business market, Cuscal provides the complete ecosystem – licences, connectivity, processing and data services – that banks, fintechs, corporates and government agencies rely on to serve their customers.

Today, Cuscal provides services to 68 Australian banks and 176 fintechs and corporates. More than 4.7 billion transactions go through Cuscal's infrastructure each year. Cuscal processes 15% of all card transactions in Australia on behalf of clients, with 11 million cards in circulation. Its open banking platform provides Consumer Data Right (**CDR**) data to 39% of CDR representatives in Australia, and more than 23 million bank accounts are protected by its fraud and financial crime monitoring services.

This scale is underpinned by more than 60 years of continuous investment and innovation. From launching Australia's first ATM in 1977 to becoming the first certified NPP PayTo Payer and Initiator in 2022, Cuscal has helped define each successive era of payments. That legacy translates directly into depth of capability. Cuscal delivers an end-to-end offering spanning real-time payments, card issuing and acquiring, fraud monitoring, open banking and data enrichment, all within a single, fully licensed organisation.

What distinguishes Cuscal is not only the breadth of what it provides, but how it provides it. As an agnostic partner with no competing interest in its clients' customers, Cuscal integrates seamlessly across the full payments value chain, removing complexity, reducing risk and enabling clients to focus on their own customer experience.

The acquisition of Indue in December 2025 strengthens Cuscal's domestic capability, while expansion into New Zealand through the May 2026 acquisition of Paymark establishes a leading trans-Tasman position. Paymark processes approximately 70% of New Zealand's in-store transactions, across 67,000 merchants and more than 40 issuing banks.

For the businesses redefining payments, Cuscal is the partner built to accelerate their growth.

Cuscal's Strategy

The Company's strategy is anchored in its vision of transforming the future of how money moves and how Australia does business. It is focused on creating long-term value for its shareholders and clients, and strengthening its competitive advantage through disciplined, risk-intelligent allocation of capital and resources.

Our Vision	**Transforming the future of how money moves and how Australia does business** Moving Payments Forward. Together.			
Our Mission	**We partner with forward-thinking businesses to deliver innovative and secure payment solutions that drive growth in the economy**			
Our Values	**We are one team**	**We earn trust**	**We adapt and adopt**	**We think customer**
Our Strategic Objectives	**Secure** material long-term competitive advantage	**Extend** our products to new segments and markets	**Expand** our offerings for existing and new clients	**Drive** transformation for our clients and the economy

Cuscal's strategic objectives have been designed to further strengthen its unique value proposition in the market. These are built on four key pillars.

- **Trusted partner** – Cuscal has a strong track record of building deep relationships through a tailored, consultative approach with a diverse client base, including its long-tenured mutual ADI clients who have helped shape Cuscal into what it is today.
- **Competitive edge** – By using its strong capital base to act as a first mover, Cuscal drives and enables innovation for clients. As a thought leader in Australian payments, Cuscal shares insights, fosters broader ecosystem collaboration and provides a voice for its clients across industry committees.
- **Secure and reliable** – Cuscal is an ADI, with the licences, connectivity and processing capability to support all payment types and regulated data services, removing the cost and complexity for clients of building these capabilities themselves. The Company has a demonstrated commitment to compliance and resilience, and a proven track record in providing reliable payment and data solutions.
- **Converged product offering** – Uniquely positioned as an ADI providing banking, payments and data end-to-end capabilities in one organisation, it supports clients across the value chain.

Looking ahead to FY27, Cuscal is well positioned to build on its unique market position, long-tenured and diversified client base, and strong track record of disciplined investment and innovation. It remains focused on putting clients first and continuing to strengthen its core capabilities. This includes the integration of Indue, the uplift of enterprise risk management, and ongoing investment in resilient, future-ready payments infrastructure. At the same time, Cuscal will support its expansion into New Zealand through Paymark, extending its platform to better support trans-Tasman clients.

Across Australia and New Zealand, Cuscal will continue to expand its product offerings for existing and new clients and extend services into new segments and markets. It will also enhance fraud monitoring and data analytics capabilities to reduce risk, improve insight and support sustainable growth.

About Cuscal

Cuscal's Unique Value Proposition and Key Strengths

Strong competitive advantages

End-to-end capabilities
- Access to core payment rails is difficult/expensive
- Support clients across the value chain

Independent B2B offering
- Do not compete with B2C clients

Fully licensed
- Highly regulated
- Industry-wide connectivity

Well-capitalised
- Strong regulated balance sheet
- Investment grade credit rating

Predictable financial model

Long tenured client base
- Strong base of clients contracted for 2+ years
- High revenue visibility

Disciplined investment history
- $200m+ in tech upgrades and capability uplift FY22–FY26
- Operating leverage emerging after peak investment period

Transaction volume-based business model
- Provides natural resilience through economic cycles

Multiple growth levers

Organic growth
- Transaction volume growth
- New client wins and rollouts
- Continued product innovation

Inorganic growth
- Track record of successful M&A
- Access to new capabilities and markets, and improved positioning

New market opportunities
- First mover advantage in Consumer Data Right products
- Convergence of payments, data, and identity support capabilities

Structural tailwinds

Favourable macro trends
- Continued decline in cash and growth in digital payments
- Transition from batch payments in favour of real-time payments
- Growth of 'subscription-based' consumption
- Growth of embedded payments
- Consolidation of the banking sector providing opportunities

Focus on Clients, People and Risk Management

Clients

Cuscal has focused on building a diversified client base over many years. Some of its clients have been with the Company for more than 40 years, highlighting its ability to build trusted, long-standing client relationships. Cuscal prides itself on delivering relevant solutions and adapting product offerings to suit specific target markets.

The Company's core clients have historically been Australia's mutual ADIs, such as banks and credit unions. This client base has evolved as Cuscal has expanded its core payments capabilities to include non-mutual ADIs, fintechs and corporates. Among its fintech clients are various service providers, including payment service providers that use Cuscal's payment capabilities to offer payment solutions to their own customers. This diversification has resulted in an increased demand for products, allowing Cuscal to tailor payments solutions to meet the needs of each client segment. It has also broadened the Company's exposure to a wider set of payments participants.

We are One Team

We Adapt and Adopt

We earn Trust

We think Customer

People

Cuscal's success relies on its ability to attract and retain qualified and skilled people with significant depth and breadth of experience and specialist skills in payments, technology and financial services (among others).
It benefits from its diverse employee base, which brings broader perspectives and supports creative thinking within its workforce. Cuscal's people are central to the business. Under this philosophy, Cuscal's team is continually working to embody the Company's values.

Risk management

Effective risk management is fundamental to Cuscal's operations as an ADI and Australian Financial Services Licensee, particularly within a dynamic environment of evolving regulatory requirements and industry change. Cuscal manages the risks inherent to its business activities through a robust Risk Management Framework and Strategy (**RMFS**) that supports the identification, assessment and management of both current and emerging risks.

The Company is committed to managing risks in a manner that reflects the interests of its key stakeholders, including shareholders, clients and their customers, and that meets regulators' expectations. The RMFS outlines Cuscal's approach to managing material risks and is underpinned by a Risk Appetite Statement, which defines the level of risk Cuscal is prepared to accept in pursuit of its strategic objectives.

During the year, Cuscal has continued embedding its risk management enhancement program, strengthening governance, accountability, risk culture and risk management practices in alignment with regulatory requirements. These enhancements support the ongoing maturity of the Company's risk management capability and reinforce the alignment between risk management and strategic decision-making.

About Cuscal

Executive Leadership Team

Craig Kennedy

Managing Director

Craig joined Cuscal as its Managing Director in December 2008.

Craig is responsible for the corporate leadership, strategy and direction that has established Cuscal as a leading payments and regulated data services provider in Australia.

Craig has more than 35 years' experience in the financial services sector, with particular expertise in digital banking and payments. Over the past 25 years Craig has been a director of listed and unlisted public companies and been a part of a team that built and operationalised two new retail banks in Australia. Prior to joining Cuscal, Craig was the Managing Director of Espreon Limited. He was also Head of Direct Banking at ING and has held senior positions at Advance Bank Australia, State Bank of New South Wales and Monster Worldwide.

Craig holds an MBA and is a Fellow of the Chartered Institute for Securities & Investment (**CISI**) and a graduate of the Australian Institute of Company Directors. Craig is also a Director of Australian Payments Plus Limited.

Jennifer Brice

Chief Financial Officer

Jennifer is Chief Financial Officer of the Cuscal Group, and she oversees the Group's financial strategy, performance and governance operations. This includes financial planning, reporting and operations, capital and treasury management, tax and investor relations.

Jennifer joined Cuscal in October 2025. She is a highly experienced finance professional with over 35 years' experience in finance and business across complex businesses in Australia and overseas, where she led large, multi disciplinary teams focused on capital and financial management, investor relations, treasury, mergers and acquisitions, governance, and reporting.

Prior to joining Cuscal, Jennifer was the Chief Financial Officer at Australian Payments Plus Limited. She also held several senior finance and business roles at Origin Energy, Commonwealth Bank of Australia Limited and Woolworths Limited.

Jennifer holds a Bachelor of Commerce, a Post graduate Diploma in Financial Management, and a Master of Applied Finance, and is a Fellow of Chartered Accountants in Australia and New Zealand.

Michael Blomfield

CEO Paymark Limited

Michael commenced as CEO of Cuscal Paymark in July 2026. Prior to this he was Cuscal's Chief Client Officer from June 2024, overseeing the client success and strategic growth functions of the business along with strategy, mergers and acquisitions and brand and marketing.

Michael has over 30 years' experience in banking and financial services, having led national and regional organisations in banking, financial markets and technology across New Zealand, Australia, Asia, North America, the UK, Europe and South Africa.

Prior to joining Cuscal, Michael held various senior executive roles including as Chief Commercial Officer of Iress Limited; CEO of Investment Trends; APAC Managing Director of MF Global; as well as a number of senior roles with the Commonwealth Bank of Australia including Head of Equities Division (which included CommSec) and Executive General Manager of Local Business Banking.

Alongside Michael's executive roles, he is a Non-Executive Director of Shanghai Stock Exchange – listed Qilu Bank, based in Shandong Province, China, and has a long history of non-executive director roles in the arts and not-for-profit sectors.

Freya Smith

Chief Client Officer

Freya joined Cuscal in October 2022 and commenced as Chief Client Officer in July 2026, leading the Client Success, Strategic Growth and Brand & Marketing functions. Prior to that, Freya was Cuscal's Chief Legal and People Officer and Company Secretary.

Freya has significant experience leading teams in complex and global organisations across industries including payments, fintech, financial services, insurtech and emerging technologies.

Before joining Cuscal, Freya was the Group General Counsel and Company Secretary for Claim Central Consolidated, a global insurtech business. Prior to that, she was the Chief Legal Officer and Company Secretary for ASX-listed global payments company OFX Group Limited.

Freya holds a Master of Laws (High Distinction), a Bachelor of Commerce and Bachelor of Laws (Hons), and a Graduate Diploma in Applied Corporate Governance from the Australian Governance Institute. She is a member of the Australian Institute of Company Directors, a Fellow of the Governance Institute of Australia, and a member of the Association of Corporate Counsel.

Freya is also a Non-Executive Director of ASX-listed technology company Dataworks Group Limited.

Bronwyn Yam

Chief Product Officer

Bronwyn joined Cuscal in May 2023 as the Chief Product Officer. She is responsible for driving Cuscal's product strategy. She serves on the Board of Paypa Plane and is an elected director on the AusPayNet Board.

Bronwyn has over 25 years' experience in the financial services and consulting industries.

Her previous role was Chief Product Officer of Tyro Payments Limited for approximately six years. Prior to that, she held several senior roles across various divisions within the Commonwealth Bank of Australia.

Before moving to Australia in 2004, Bronwyn had a consulting career with Arthur Andersen Business Consulting in the United States and across Asia, working with clients from a range of industries, from manufacturing to financial services.

Bronwyn holds a Master of Business Administration from the Hong Kong University of Science and Technology and a Bachelor of Arts from the University of California, Los Angeles.

Evan Craig

Chief Information Officer

Evan was appointed Chief Information Officer in March 2022 and is accountable for Cuscal's technology and practice delivery functions. Since joining Cuscal in July 2017, he has held a range of senior leadership roles across enterprise technology services, including Interim Chief Information Officer, Head of Strategy and Governance and Head of Service Delivery.

Evan has more than 25 years' experience in IT services delivery, including for financial institutions and service provider organisations in mission-critical roles. He has extensive experience leading operational and cyber resilience outcomes through strategic uplift programs, with a focus on strengthening technology foundations, service reliability, risk management, service continuity and enterprise readiness in complex, regulated environments.

Evan has continued to invest in executive and leadership development through programs with London Business School, INSEAD and MIT, supporting a contemporary perspective on technology leadership, transformation and organisational performance.

Prior to joining Cuscal, Evan was the National Technology Services Manager at Fuji Film and held senior leadership roles at Suncorp and Promina, building broad experience across enterprise operations, technology services and large-scale service delivery.

About Cuscal

Executive Team

Angela Powell

Chief Risk Officer

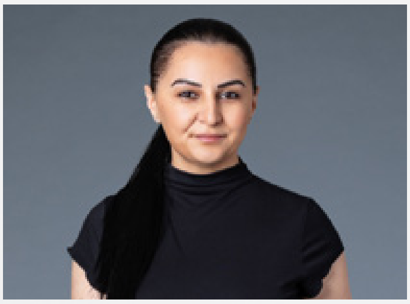
Angela joined Cuscal in February 2024 as Chief Risk Officer, leading the Group Risk and Compliance function with senior executive accountability for risk management and compliance across the Cuscal Group.

Angela is responsible for the risk management strategy and frameworks that foster a strong risk management culture and capability across the enterprise. Working closely with the Board, ELT and business leaders, she provides strategic risk advice, independent oversight and constructive challenge in support of the Group's strategy. Angela has led risk through a period of significant change for Cuscal, including the integration of Indue and leading engagement with regulators while strengthening risk management and resilience in a rapidly changing payments and financial services landscape.

Angela has more than 20 years' experience in banking and financial services across Australia and internationally, with deep expertise in risk management, governance, regulation, operational resilience and large-scale transformation.

Prior to joining Cuscal, she held senior leadership and advisory roles with Promontory, Australian Prudential Regulation Authority (**APRA**), ING Australia and Lloyds International.

Angela holds a Bachelor of Arts and a Postgraduate Diploma in Applied Finance and is a member of the Australian Institute of Company Directors.



Manell Saad

Chief Legal Officer and Company Secretary

Manell was appointed Chief Legal Officer and Company Secretary in July 2026. Manell leads Cuscal's legal and company secretariat functions and has held a number of senior legal roles since joining Cuscal in March 2023, including Head of Legal.

Manell is an experienced legal executive with over 20 years' experience in banking and financial services, deep expertise in corporate, commercial and regulatory matters, and a strong track record of leading complex enterprise-wide projects and initiatives.

Before joining Cuscal, Manell was Deputy General Counsel at ASX-listed finance company FleetPartners Group. Prior to that, Manell was Senior Banking Counsel at ING Bank Australia and held legal roles at St George Bank and Westpac.

Manell holds a Bachelor of Laws (LLB) and a Bachelor of Commerce (BCom) from the University of Wollongong and is admitted to the Supreme Court of NSW and the High Court of Australia. Manell is also a member of the Banking and Financial Services Law Association.

Edward Rasheed

Chief Strategy Officer

Edward was appointed Chief Strategy Officer in July 2026. He leads enterprise strategy, M&A and corporate development initiatives across the Group. He and his team work closely with the Managing Director, Board and Executives to shape Cuscal's long-term direction and priorities.

Since joining Cuscal in May 2025, Ed has played a key role in Cuscal's recent growth, including the acquisitions of Indue and Paymark New Zealand, which have strengthened the Group's scale, capability and regional presence.

Ed brings deep experience in strategy, transformation and corporate development across financial services. Prior to joining Cuscal, he was Group Strategy Lead at Perpetual Limited and Associate Director of Group Strategy at National Australia Bank Limited and MLC. He began his strategy career at Monitor Deloitte, specialising in corporate strategy and transformation, after working in business development at Macquarie Group.

Ed holds a Master of Business Administration from Macquarie Business School.

The Executive Leadership Team (**ELT**) presented on these pages reflects the team's composition as at 1 July 2026. Manell Saad and Edward Rasheed commenced their respective roles after the end of the financial year and did not hold those roles during FY26. Other changes to the ELT since the end of FY26, including those relating to Freya Smith and Michael Blomfield, are noted in their respective biographies.

Directors' Report

Board of Directors

The Directors of Cuscal Limited (**Cuscal** or the **Company**) present their report on the consolidated entity consisting of Cuscal and the entities it controlled at the end of, or during, the year ended 30 June 2026 (the **Consolidated Entity** or the **Group**).

The Directors of the Company during the financial year and up to the date of this report are as follows.

Elizabeth Proust, AO

Independent Chairman and Non-Executive Director

Elizabeth was appointed Chairman of Cuscal on 1 June 2020.

Skills, experience and qualifications

Elizabeth is one of Australia's leading business figures and has had a diverse career holding leadership roles in the public and private sectors for over 30 years. Elizabeth spent eight years at ANZ Group, including four years as Managing Director of Esanda, Managing Director of Metrobanking and Group General Manager, Human Resources, Corporate Affairs and Management Services. Before joining ANZ, Elizabeth was Secretary (CEO) of the Department of Premier and Cabinet (Victoria) and Chief Executive of the City of Melbourne.

Elizabeth was made an Officer of the Order of Australia in 2010 for distinguished service to public administration and to business, through leadership roles in government and private enterprise, as a mentor to women, and to the community through contributions to arts, charitable and educational bodies.

Elizabeth holds a Bachelor of Arts (Hons) from La Trobe University and a Bachelor of Laws from the University of Melbourne. In March 2021, Elizabeth was appointed a Life Fellow of the Australian Institute of Company Directors.

Other current directorships and memberships (including other listed companies for the previous three years)

- Non-Executive Director of Lendlease Group (ASX: LLC) (appointed February 2018)
- Lead Independent Director of GQG Partners (ASX: GQG) (appointed October 2021)
- Non-Executive Director of Indue Ltd (Chairman of the Board)

Board committee memberships

- Chairman of the Board Remuneration and Nominations Committee

Craig Kennedy

Managing Director (Executive Director)

Craig joined Cuscal as its Managing Director on 8 December 2008.

Skills, experience and qualifications

Craig is responsible for the corporate leadership, strategy and direction that has established Cuscal as a leading payments and regulated data services provider in Australia.

Craig has more than 35 years' experience in the financial services sector, with particular expertise in digital banking and payments. Over the past 25 years, Craig has been a director of listed and unlisted public companies and has been part of a team that built and operationalised two new retail banks in Australia. Prior to joining Cuscal, Craig was the Managing Director of Espreon Limited. He was also Head of Direct Banking at ING and has held senior positions at Advance Bank Australia, State Bank of New South Wales and Monster Worldwide.

Craig holds an MBA, is a fellow of the Chartered Institute for Securities & Investment (**CISI**), and is a graduate of the Australian Institute of Company Directors.

Other current directorships and memberships (including other listed companies for the previous three years)

- Director of Australian Payments Plus Limited
- Director of Indue Ltd
- Director of Paymark Limited

Directors' Report

Board of Directors

Belinda Cooney

Independent Non-Executive Director

Belinda was appointed to the Cuscal Board on 18 June 2021.

Skills, experience and qualifications

Belinda is an experienced company director and finance professional. She currently serves as the Chief Financial Officer of Interactive Pty Ltd, one of Australia's largest privately held IT services companies.

Belinda has over 30 years' experience in global financial markets, focused on the telecommunications, media and technology sector, primarily with Macquarie Capital in both principal investments and investment banking advisory. Her experience in working with clients ranges from Fortune 500 companies to early-stage technology ventures and includes working on complex global transactions as well as advising on strategy, business transformation, governance and risk management. She has previously been a Non-Executive Director of 86 400 Holdings Limited.

Belinda holds a Bachelor of Commerce; a Masters of Finance (INSEAD); and a Chartered Financial Analyst designation. She is also a Chartered Accountant, a graduate of the Australian Institute of Company Directors and a Senior Fellow of FINSIA.

Other current directorships and memberships (including other listed companies for the previous three years)

- Non-Executive Director of Indue Ltd (Chairman of the Board Audit Committee)

Board committee memberships

- Chairman of the Board Audit Committee
- Member of the Board Risk Committee

Trudy Vonhoff

Independent Non-Executive Director

Trudy Vonhoff was appointed to the Cuscal Board on 10 April 2019.

Skills, experience and qualifications

Trudy is an experienced Non-Executive Director and previously served as a director on the boards of Ruralco Holdings Ltd, AMP Bank Limited, Cabcharge Australia Limited and Tennis NSW.

Trudy also held senior executive positions with Westpac Banking Corporation and AMP Bank Limited.

Trudy brings to the Board strong financial and governance skills, together with deep experience in financial services. Her career demonstrates strong capabilities in retail and business banking, technology-enabled service delivery, risk management and customer-centric business models.

Trudy holds a Bachelor of Business, a Master of Business Administration and is a Fellow of the Australian Institute of Company Directors and a Senior Fellow of FINSIA.

Other Current Directorships and Memberships (including other listed companies for the previous three years)

- Non-Executive Director of Credit Corp Group Limited (ASX: CCP) (appointed September 2019)
- Non-Executive Director of IRESS Limited (ASX: IRE) (appointed February 2020)
- Non-Executive Director of Australian Cane Farms Limited
- Independent Member, Nominations Committee, Tennis Australia
- Non-Executive Director of Indue Ltd (Chairman of the Board Risk Committee)

Board committee memberships

- Chairman of the Board Risk Committee
- Member of the Board Audit Committee
- Member of the Board Remuneration and Nominations Committee

Claudine Ogilvie

Independent Non-Executive Director

Claudine was appointed to the Cuscal Board on 22 February 2023.[1]

Skills, experience and qualifications

Claudine is an experienced Board Director, CEO and Founder. She has expertise in strategy, technology, AI and data leadership, business transformation, risk and innovation leadership in emerging technologies like AI, quantum computing and cyber security. Claudine was awarded TOP CIO50 in Australia in 2016.

Claudine is currently an Independent Non-Executive Director for Scyne Advisory, the Co-founder and CEO of HivePix (Data and AI) and the Managing Director of O&O Consulting. Previously, Claudine was a Non-Executive Director with Youi Insurance; led the Asia Pacific Digital and Data businesses for Compass Group PLC; was the Chief Information Officer (CIO) for the Jetstar Group of Airlines; and CIO for Ridley Corporation. She also held senior strategy, product management, sales operations and marketing roles for KPMG, International SOS, BP Australia and Unipath France.

Claudine holds a Bachelor of Business from the University of Technology, Sydney and a Diploma of Business Management from the Ecole Supérieur de Commerce Reims, France. She is a graduate of the Australian Institute of Company Directors, and an alumnus of the Australia-ASEAN Emerging Leaders Program Kuala Lumpur and the Asialink Leaders Program (Melbourne University). She also holds qualifications in AI and Quantum Computing from the Massachusetts Institute of Technology (MIT).

Other current directorships and memberships (including other listed companies for the previous three years)

- Non-Executive Director of Scyne Advisory
- Non-Executive Director of Indue Ltd

Board committee memberships

- Member of the Board Risk Committee
- Member of the Board Audit Committee

1 Subsequent to the year ended 30 June 2026, Claudine Ogilvie notified the Board of her intention to resign effective 20 October 2026.

Wayne Stevenson

Non-Executive Director

Wayne was appointed to the Cuscal Board on 28 January 2020.

Skills, experience and qualifications

Wayne brings extensive experience in financial services across a broad range of disciplines. This includes over 15 years in various CFO and strategy roles at ANZ involving the undertaking of significant acquisitions, restructures and divestments across Australia, New Zealand and Asia.

He is an experienced Non-Executive Director and has served on Boards spanning industries such as insurance, banking, SaaS technology, outdoor media and commercial radio.

Wayne holds a Bachelor of Commerce (Accounting), is a Chartered Accountant and is a Fellow of the Australian Institute of Company Directors.

Wayne is not considered an independent director of Cuscal as he serves as a director of Credit Union Australia Ltd (Great Southern Bank), a substantial shareholder of Cuscal.

Other current directorships and memberships (including other listed companies for the previous three years)

- Non-Executive Director of Bigtincan Holdings Ltd (October 2016 – 23 April 2025)
- Chairman of SouthernCrossAI Holdings Ltd (ASX: SCX) (appointed June 2026)
- Director of Credit Union Australia Ltd (Great Southern Bank)
- Non-Executive Director of Indue Ltd

Board committee memberships

- Member of the Board Audit Committee
- Member of the Board Remuneration and Nominations Committee

Peter Wright

Independent Non-Executive Director

Peter was appointed to the Cuscal Board on 1 December 2025.

Skills, experience and qualifications

Peter has over 40 years' experience in the payments, securities and technology sectors, and is currently Managing Director of PHW Consulting. Previously, Peter held the roles of President – Asia Pacific of OmniPay Limited, an Irish domiciled global payments processing company; Managing Director, Senior Vice President, and Executive Director with First Data Corporation's Asia Pacific, and Australia and New Zealand businesses, before being appointed Managing Director of Australia and New Zealand and subsequently an Advisor to the President of First Data International in Europe.

He is an experienced Non-Executive Director and previously served as a director on the boards of Mint Payments, IPG Group (Hong Kong), First Data Asia Pacific and OmniPay (Ireland).

Peter holds a Postgraduate Diploma in Corporate Management, an MBA and is a Member of the Australian Institute of Company Directors.

Other current directorships and memberships (including other listed companies for the previous three years)

- Non-Executive Director of Indue Ltd

Board committee memberships

- Member of the Board Risk Committee

Leila Fourie

Independent Non-Executive Director

Leila was appointed to the Cuscal Board on 1 August 2026.

Skills, experience and qualifications

Leila brings over 30 years' international experience in payments, consulting, investment banking, retail banking and capital markets.

Leila has held director and senior executive positions of global portfolios, and on South African, Australian, UK, EU and US boards, including as the former Group CEO of the Johannesburg Stock Exchange. She was the Managing Director of the Card Division of Standard Bank where she served as Chairman on the board of Diners Club and as a Board Member on Discover's Chicago-based Diners Club International Advisory Board. She also served as the executive responsible for consumer finance at the Commonwealth Bank of Australia; as the New South Wales vice president of the Economic Society of Australia; as a member of the Board Audit Committee of Lifeline Australia; and as CEO of the Australian Payments Network.

Leila holds a PhD in Economic and Financial Sciences and won the Economic Society South Africa Founders' award in 2012 for the best master's economics thesis in the country. She is also a graduate of the Australian Institute of Company Directors.

Other current directorships and memberships (including other listed companies for the previous three years)

- Non-Executive Director of United Nations Global Compact
- Non-Executive Director of Youth Employment Service (YES)
- Non-Executive Director of WWF South Africa
- Independent Member of IFRS / ISSB Advisory Board
- Independent Member of Henley Advisory Board
- Non-Executive Director of Indue Ltd

Board committee memberships

- Member of the Board Risk Committee
- Member of the Board Remuneration and Nominations Committee

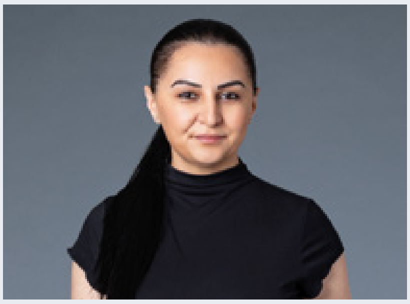
Directors' Report

Ling Hai
Non-Executive Director

Ling Hai resigned from the Cuscal Board effective 31 December 2025. He had been a Non-Executive Director on the Board since 25 September 2019.

Company Secretaries

The Company Secretaries of the Company during the financial year and up to the date of this report are as follows:



Manell Saad
BCom, LLB

Manell Saad was appointed as Company Secretary for Cuscal on 1 July 2026.

Details of her qualifications are set out on page 18.

Freya Smith
BCom, LLB (Hons), LLM, GradDip Applied Corp Gov, MAICD, FGIA, FCG

Freya Smith was appointed as Company Secretary for Cuscal on 4 October 2022, and resigned as Company Secretary effective 1 July 2026.

Sean O'Donoghue
BCom UNSW; CA; MBA Pepperdine University USA, GAICD

Sean O'Donoghue was appointed as Company Secretary for Cuscal on 8 January 2020, and resigned as Company Secretary effective 7 November 2025.

Principal Activities

The Group provides payments, payments infrastructure and regulated data services across Australia and New Zealand. The Group services banks, fintechs, government and corporate clients, enabling them to deliver payment services to their customers.

As a business-to-business provider, the Group operates at the infrastructure layer of the payments ecosystem, connecting clients to domestic payments infrastructure and enabling them to focus on areas where they can create a strategic advantage, such as enhancing user experience and improving how their end customers access their products and services.

The Group's business model focuses on providing three core payments capabilities: issuing, acquiring and payments. These capabilities enable the Group's clients to facilitate various transactions for their end customers, from card-based payments to batch and real-time solutions. These core payment offerings are enhanced by enabling foundations that support the client experience, such as optional fraud monitoring services and back-office operations needed to deliver payments solutions. These enhancements increase the relevance of the Group's payment solutions as a leading payments partner.

During the financial year, the Group further strengthened its capabilities through the acquisition of Indue, an Australian payments provider with a strong heritage in the mutual banking sector. The acquisition expanded the Group's scale, client base and service capabilities while enhancing operational resilience, efficiency and investment capacity.

The Group also completed the acquisition of Paymark, a leading New Zealand payments services provider and a key component of New Zealand's payments infrastructure. Paymark provides payments switching and related infrastructure services, and holds an established position within the New Zealand payments ecosystem. The acquisition expanded the Group's geographic presence across Australia and New Zealand and further broadened its payments infrastructure capabilities. Paymark continues to operate as a standalone business within the Group.

Cuscal, and one of its subsidiaries, Indue, are ADIs regulated by the Australian Prudential Regulation Authority (**APRA**).

Dividends and Distributions

For the half-year ended 31 December 2025, an interim dividend of 4.5 cents per ordinary share was paid on 26 March 2026 to all shareholders on the register at the record date of 4 March 2026. The total amount paid was $8.6 million.

For the year ended 30 June 2026, the Directors have determined that a final dividend of 7.0 cents per ordinary share be paid on 18 September 2026 to all shareholders on the register at the record date of 28 August 2026. The amount to be paid is $14.0 million.

As a result, total dividends paid or declared for the year ended 30 June 2026 are 11.5 cents per share ($22.6 million).

All dividends paid or declared above are fully franked to 100% at the 30% corporate income tax rate.

Review of Operations

The consolidated financial report for the year ended 30 June 2026 has been prepared in accordance with the Australian Accounting Standards Board (**AASB**) Accounting Standards and the *Corporations Act 2001* (Cth) (**Corporations Act**).

An analysis of the Group's operations for the financial year ended 30 June 2026 and the results of those operations are presented in the Operating and Financial Review on page 30.

Remuneration Report

The Remuneration Report has been prepared and audited in accordance with section 300A of the Corporations Act and the C*orporations Regulations 2001* (Cth). The Remuneration Report forms part of the Directors' Report (see page 86).

Directors' Report

State of Affairs

Acquisition of Indue

On 1 December 2025, Cuscal acquired 100% of Indue. The acquisition brings together two culturally aligned organisations with a strong heritage in the mutual banking sector and a deep commitment to advancing the competitive capabilities of clients through innovation and operational excellence. Post integration, the combined business will benefit from material cost synergies, improved capital generation and investment capacity and sustainable, compelling capabilities for clients.

Acquisition of Paymark

On 29 May 2026, Cuscal acquired 100% of Paymark, a leading payments services provider in New Zealand. The Acquisition provides Cuscal with an established, market leading payments infrastructure platform in New Zealand that closely aligns with Cuscal's existing Australian acquiring and switching capabilities. Paymark delivers immediate scale in New Zealand, a familiar payments environment and represents a logical extension of Cuscal's core infrastructure led business model. Importantly, the acquisition supports Cuscal's long term growth profile and addresses existing demand from Cuscal's client base.

Capital raising

The acquisition of Paymark was funded by an equity raise comprising an institutional placement of $30.0 million (7.5 million shares at $4.00 each), and a Share Purchase Plan (**SPP**) of $3.0 million (0.8 million shares at $4.00 each).

The institutional placement offer closed on 15 April 2026, and the SPP offer closed on 6 May 2026.

There were no other significant changes in the Group's state of affairs during the financial year.

Events After Reporting Date

For the financial year ended 30 June 2026, the Directors have determined that a final dividend of 7.0 cents per ordinary share be paid on 18 September 2026 to all shareholders on the register at the record date of 28 August 2026. The final dividend will total $14.0 million. The dividend will be fully franked at the 30% corporate income tax rate.

Dr Leila Fourie was appointed to the Cuscal Board as an independent non-executive Director on 1 August 2026. Leila brings over 30 years' international experience in payments, consulting, investment banking, retail banking and capital markets. Leila's skills, experience and qualifications is presented on page 21.

Subsequent to the year ended 30 June 2026, Claudine Ogilvie notified the Board of her intention to resign effective 20 October 2026.

Other than the above, there has not been any matter or circumstance that has arisen since the end of the financial year that has significantly affected, or may significantly affect, the operations of Cuscal or the Consolidated Entity, the results of those operations, or the state of affairs of Cuscal or the Consolidated Entity in future financial years.

Likely Developments in Operations in Future Financial Years

The Outlook for 2027 is discussed in the Operating and Financial Review on page 45.

Taxation

The Group has prepared additional tax-related disclosures regarding the subsidiaries in the Group, as part of the consolidated entity disclosure statement, in accordance with the requirements of section 295(3A) of the Corporations Act. The consolidated entity disclosure statement is on page 192.

Rounding Off

Cuscal is a company categorised under the Australian Securities and Investments Commission (**ASIC**) Corporations (Rounding in Financial/Directors' Reports) Instrument 2026/183. In accordance with this instrument, figures in this Directors' Report and the Financial Report have been expressed in millions and rounded off to the nearest hundred thousand dollars, unless stated otherwise.

Meetings of Directors

The following table lists the meetings held between 1 July 2025 and 30 June 2026, and the number of meetings each Director and committee member attended.

Directors	Board		Board Audit Committee		Board Risk Committee		Board Remuneration and Nominations Committee	
	A[1]	B	A	B	A	B	A	B
Elizabeth Proust	17	17	–	–	–	–	7	7
Belinda Cooney	17	17	4	4	8	8	–	–
Craig Kennedy	16	16	–	–	–	–	–	–
Ling Hai[2]	9	8	–	–	5	4	–	–
Wayne Stevenson	17	17	4	4	–	–	7	7
Trudy Vonhoff	17	17	4	4	8	8	7	7
Claudine Ogilvie	17	17	4	4	8	8	–	–
Peter Wright[3]	9	9	–	–	4	4	–	–

1 In FY26, Independent Non-Executive Directors and Non-Executive Directors were eligible to attend 17 Board meetings. Executive Directors were eligible to attend 16 Board meetings.

2 Ling Hai resigned from the Board effective 31 December 2025 and was eligible to attend 9 Board meetings.

3 Peter Wright was appointed to the Board effective 1 December 2025 and was eligible to attend 9 Board meetings.

Following Cuscal's acquisition of 100% of the shares in Indue on 1 December 2025, the Board established an Integration Advisory Committee. This committee comprises representatives from Cuscal and Indue and assists the Board by providing oversight of the integration of the business for up to two years following completion.

A = Number of meetings eligible to attend in FY26
B = Number of meetings attended in FY26

Board Committee Composition

Non-Executive Directors	Board Audit Committee	Board Risk Committee	Board Remuneration and Nominations Committee
Elizabeth Proust	–	–	Chair
Belinda Cooney	Chair	Member	–
Ling Hai[1]	–	Member	–
Wayne Stevenson	Member	–	Member
Trudy Vonhoff	Member	Chair	Member
Claudine Ogilvie	Member	Member	–
Peter Wright[2]	–	Member	–
Leila Fourie[3]	–	Member	Member

1 Ling Hai resigned from the Board effective 31 December 2025.

2 Peter Wright was appointed to the Board effective 1 December 2025.

3 Leila Fourie was appointed to the Board effective 1 August 2026.

Directors' Report

Directors' Interests in Equity

The relevant interests of each Director (directly/indirectly) in the Company's equity as at the date of this report are outlined in the following table. All interests are ordinary shares unless stated otherwise.

Director	Type	Balance as at 1 July 2025	Issued	Acquired	Lapsed/ Disposed	Closing Balance
Elizabeth Proust	Ordinary shares	100,000	–	80,346	–	180,346
Belinda Cooney	Ordinary shares	60,000	–	5,346	–	65,346
Ling Hai[1]	–	–	–	–	–	–
Craig Kennedy	Ordinary shares	20,000	–	346	–	20,346
	Performance Rights	207,189	329,831	–	–	537,020
	Share rights	235,442	–	–	–	235,442
Wayne Stevenson	Ordinary shares	50,000	–	40,500	–	90,500
Trudy Vonhoff	Ordinary shares	60,000	–	346	–	60,346
Claudine Ogilvie	Ordinary shares	20,000	–	250	–	20,250
Peter Wright[2]	Ordinary shares	–	–	–	–	–
Leila Fourie[3]	Ordinary shares	–	–	–	–	–

1 Ling Hai resigned from the Board effective 31 December 2025. The Board approved an exemption for Ling Hai from complying with the Company's Non-Executive Director Minimum Shareholding Policy pursuant to the Minimum Shareholding Policy on the basis that compliance would put him in conflict with Mastercard's internal policies related to conflicts of interest.

2 Peter Wright was appointed to the Board effective 1 December 2025.

3 Leila Fourie was appointed to the Board effective 1 August 2026.

Director Tenure[1]

Directors	Last Election/ Re-election at an AGM	Due Date for Next Election/ Re-election at an AGM	Date Appointed
Elizabeth Proust	2024	2027	1 June 2020
Belinda Cooney	2024	2027	18 June 2021
Wayne Stevenson	2024	2027	28 January 2020
Trudy Vonhoff	2025	2028	10 April 2019
Claudine Ogilvie	2023	2026	22 February 2023
Peter Wright[2]	–	2026	1 December 2025
Leila Fourie[3]	–	2026	1 August 2026

1 A Director (except the Managing Director) may not hold office for more than three consecutive years or past the third Annual General Meeting (**AGM**) after their appointment as Director, whichever period is longer, without standing for election or re-election.

2 Peter Wright was appointed to the Board effective 1 December 2025. ASX Listing Rule 14.4: a Director appointed as an addition to the Board must not hold office (without re-election) past the next AGM of the entity.

3 Leila Fourie was appointed to the Board effective 1 August 2026. ASX Listing Rule 14.4: a Director appointed as an addition to the Board must not hold office (without re-election) past the next AGM of the entity.

Performance and Deferred Share Rights

Craig Kennedy holds the following rights to ordinary shares:

- **FY25 Long-Term Incentive (LTI) Plan**

  207,189 Performance Rights were issued under the LTI Plan, with a three-year performance period and an additional one-year vesting period (giving a total vesting period of four years), subject to performance and service conditions.

- **FY26 LTI Plan**

  329,831 Performance Rights were issued under the LTI Plan, with a three-year performance period and an additional one-year vesting period (giving a total vesting period of four years), subject to performance and service conditions.

- **One-off retention grant**

  235,442 Share Rights were issued under the LTI Plan, with a three-year vesting period and 40% of the total grant deferred for four years.

No other Directors have any rights to ordinary shares.

No options over unissued ordinary shares were issued at the start of the financial year, and no options to acquire ordinary shares in the Company were issued during or since the end of the financial year. The Remuneration Report details Key Management Personnel (**KMP**) equity holdings during the financial year.

Corporate Governance Statement

The Board approved Corporate Governance Statement (available on the Company's website at https://www.cuscal.com/investors/) provides an overview of Cuscal's corporate governance structures and practices, including the Board Skills Matrix.

Cuscal's governance arrangements are set by the Board, considering the ASX Corporate Governance Council (**ASX CGC**) Corporate Governance Principles and Recommendations (4th Edition) (**ASX Recommendations**), and Cuscal's obligations under the prudential standards and guidance issued by APRA, including Cuscal's obligations under the Financial Accountability Regime.

The Company's governance practices in FY26 comply with the ASX CGC's ASX Recommendations.

Environmental Reporting

For the financial year ended 30 June 2026, Cuscal is subject to the *Treasury Laws Amendment (Financial Market Infrastructure and Other Measures) Act 2004* (Cth). It amends the Corporations Act to introduce mandatory climate-related financial disclosure requirements for entities that meet certain criteria, including those that prepare annual reports under Chapter 2M of the Corporations Act. As a Group 1 reporting entity, Cuscal is required to prepare a sustainability report in alignment with the Australian Sustainability Reporting Standards for the financial year ended 30 June 2026.

The Sustainability Report is on page 61.

Modern Slavery Reporting

The Group is subject to the *Modern Slavery Act 2018* (Cth) and, as required by this legislation, published its Modern Slavery Statement in December 2025. It sets out Cuscal's actions to identify, assess and address modern slavery risks in its operations and supply chains over the financial year ended 30 June 2025. For further details about the Company's disclosures, refer to: https://modernslaveryregister.gov.au/statements/26471/.

Directors' Report

Insurance and Indemnification of Directors, Officers and Auditors

Cuscal has agreed to indemnify its current Directors, former directors, Company Secretaries and officers of any related body corporate against a liability that may arise from their positions within the Company or related body corporate to the extent permitted by the Corporations Act. The contract of insurance prohibits disclosure of the nature of the liability indemnified.

Cuscal paid Directors' and Officers' liability insurance premiums during the financial year. The insurance contract does not include details of premiums paid for individual officers and prohibits disclosure of the amount paid.

To the extent permitted by law, Cuscal has agreed to indemnify its auditor, Ernst & Young Australia (**EY**), under the terms of its audit engagement agreement against third-party claims arising from the audit (for an unspecified amount). No payment has been made to indemnify EY during or since the financial year.

Cuscal has not indemnified nor agreed to indemnify any officers or auditors of the Company, other than those mentioned above, for any liabilities incurred by such officers or auditors during or since the end of the financial year. Additionally, this extends to any related body corporate.

No Officers Are Former Auditors

No officer of the Consolidated Entity has been a partner or director of an audit firm that is the auditor of the Company and the Consolidated Entity for the financial year.

Auditor Rotation Approvals and Declarations

On 26 June 2025, following endorsement from the Board Audit Committee, the Board approved a one-year extension to the appointment of the Company's lead external audit partner, Andrew Harmer of EY, to 30 June 2026. This is an addition to the limit of five successive years set out in section 324DA(1) of the Corporations Act. In approving this extension, the Board:

- Was satisfied that the approval aligns with maintaining the quality of the external audit for the Company, in light of its listing on the ASX in November 2024;
- Considered that extending the rotation period for one year, ending on 30 June 2026, would ensure stability and continuity, as well as preserve valuable historical knowledge of the Company to maintain the quality of the external audit; and
- Was satisfied that the approval would not give rise to a conflict of interest as defined in section 324CD of the Corporations Act, based on the existing processes to monitor the effectiveness and independence of the Company's auditor, as set out in the Board Audit Committee Charter.

The Company also obtained an exemption from APRA from the auditor rotation requirement in paragraph 77 of Prudential Standard CPS 510 Governance for one additional financial year, ending on 30 June 2026.

The Board have selected a new audit partner, Andrew Gilder of EY, to be the Company's lead external audit partner for the financial year ending 30 June 2027, commencing 1 July 2026.

Declarations by Managing Director and Chief Financial Officer

The Managing Director and the Chief Financial Officer (**CFO**) have provided the required declarations to the Board in accordance with section 295A of the Corporations Act and Recommendation 4.2 of the ASX Recommendations in relation to the financial records and financial statements for the year ended 30 June 2026. The Managing Director and the CFO also provided declarations to the Board, consistent with the declarations under section 295A of the Corporations Act and Recommendation 4.2 of the ASX Recommendations, in relation to the financial statements for the half-year ended 31 December 2025.

Non-Audit Services

EY continues in office as the external auditor in accordance with section 327C of the Corporations Act.

The Board Risk Committee and Board Audit Committee must approve all audit and non-audit services the external auditor provides. The committees are not permitted to approve the engagement of the external auditor for any non-audit services that may impair or appear to impair the external auditor's judgement or independence in respect of the Company.

The Board has considered the non-audit services the external auditor provided during the year and, in accordance with advice from the Board Risk Committee and Board Audit Committee, is satisfied that the provision of those services was compatible with, and did not compromise, the auditor independence requirements under the Corporations Act, for the following reasons:

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

EY confirmed that no contraventions of the auditor independence requirements under the Corporations Act and no contraventions of any applicable code of professional conduct have occurred in relation to its audit.

Note 10 to the financial statements details the amounts paid or payable to EY for audit and non-audit services provided during the year.

Signing of Directors' Report

Signed in accordance with a resolution of the Directors made pursuant to section 298(2) of the Corporations Act 2001.

On behalf of the Directors.

Elizabeth Proust AO
Chairman

20 August 2026

Craig Kennedy
Managing Director

20 August 2026

Operating and Financial Review

Overview – statutory financial results

Cuscal Limited (**Cuscal** or **the Company**) and its consolidated entities (the **Consolidated Entity** or **the Group**) have prepared the following information to accompany the annual financial report disclosures for the year ended 30 June 2026 (**June 2026**) and compared to the year ended 30 June 2025 (**June 2025**).

References in the Review of Operations are presented in line with the accompanying statutory financial statements.

	June 2026	June 2025		Year-on-year growth ($m)	Year-on-year growth (%)
Total net operating income ($m)	347.4	290.4	▲	57.0	20%
Total operating expenses ($m)	(292.8)	(248.7)	▲	(44.1)	18%
Profit before tax ($m)	54.6	41.7	▲	12.9	31%
Profit after tax (NPAT) ($m)	**42.7**	**28.7**	▲	**14.0**	**49%**
Earnings per share (c/share) - Basic	22.1	15.5	▲	6.6	43%
Dividends per share (c/share)	11.5	10.0	▲	1.5	15%

Total net operating income (**NOI**) increased $57.0m (20%) to $347.4m for June 2026, compared to $290.4m for June 2025.

Total operating expenses increased $44.1m (18%) to $292.8m for June 2026 compared to $248.7m for June 2025. Total operating expenses includes $10.5m of costs associated with the acquisitions of Indue Ltd (**Indue**) on 1 December 2025 and Paymark Limited (**Paymark**) on 29 May 2026, as well the program of work to integrate the Indue business into Cuscal Limited. In the prior year, NPAT included $13.4m of 'Offer costs' and other costs incurred directly from activities associated with Cuscal's listing on the Australian Securities Exchange (**ASX**) in November 2024.

Statutory Profit before tax increased $12.9m (31%) to $54.6m for June 2026 compared to $41.7m for June 2025.

Statutory NPAT increased $14.0m (49%) to $42.7m for June 2026 compared to $28.7m for June 2025. The current period benefited from the recognition of $5.5m of tax losses associated with the 2023 acquisition of the Braavos Group.

Earnings per share increased 6.6 cents per share (43%) to 22.1 cents per share for June 2026 compared to 15.5 cents per share for June 2025.

Dividends per share increased 1.5 cents per share (15%) to 11.5 cents per share for June 2026 compared to 10.0 cents per share for June 2025.

Underlying financial results

In addition to statutory results, management consider underlying results as a reflection of operational performance.

The underlying results are non-IFRS measures that differ from the statutory results by the following one-time adjustments:

- In the current year, non-recurring costs associated with acquisition and integration of Indue and Paymark, the recognition of tax losses associated with the acquisition of the Braavos Group in 2023, and fair value adjustments on Cuscal's equity investments;
- In the prior year, 'Offer costs' and other costs incurred directly from activities associated with Cuscal's listing on the ASX; and
- The associated tax impacts of the above.

Reconciliation of statutory NPAT to underlying NPAT

The table below shows the adjustments to statutory NPAT for June 2026 and June 2025, to arrive at an underlying NPAT.

$m	June 2026	June 2025	Movement
Statutory NPAT	**42.7**	**28.7**	**14.0**
Acquisition and integration costs(1)	10.5	–	10.5
Braavos Group tax losses(2)	(5.5)	–	(5.5)
Fair value adjustments of equity investments	0.3	–	0.3
Offer costs(4)	–	13.4	(13.4)
Share-based payments(5)	–	1.2	(1.2)
Incremental listed public company costs(6)	–	(0.7)	0.7
Tax impact of the adjustments(7)	(1.8)	(4.2)	2.4
Underlying NPAT	**46.2**	**38.4**	**7.8**
Year-on-year growth – Underlying NPAT			20%

(1) **Acquisition and integration costs** represent $4.8 million one-time costs associated with the acquisitions of Indue Ltd by Cuscal on 1 December 2025 and Paymark Limited on 29 May 2026, as well as $5.7 million in non-recurring costs associated with integrating the Indue business into Cuscal. Acquisition costs are included in 'Other Expenses'. Integration costs are included throughout operating expenses depending on the nature of the cost.

(2) **Braavos Group tax losses** represent a one-time benefit to income tax expense arising from the utilisation of tax losses associated with the 2023 acquisition of the Braavos Group.

(3) **Fair value adjustments of equity investments** represents the movement in the fair value of Cuscal Limited's equity investment in Paypa Plane as at 30 June 2026. This amount is included in 'Other income'.

(4) **Offer costs** represent non-recurring costs incurred directly from activities associated with Cuscal's listing on the ASX. These costs are included in Statutory results for June 2025 in 'Other expenses'.

(5) **Share-based payments** represent non-recurring expenditure related to retention grants and the granting of shares issued pursuant to the Tax-Exempt Employee Share Plan (**ESOP**) for the period from listing to 30 June 2025. These costs are included in 'Employee benefits expense'.

(6) **Incremental listed public company costs** relate to additional estimated costs that would have been incurred if Cuscal had been a listed company for the full comparable period. The underlying comparative for June 2025 included $0.7 million of listed company costs that would otherwise have been incurred for the period from 1 July 2024 to the date of listing on 25 November 2024. In relation to these costs, $0.1 million has been deducted from Employee benefits expense for June 2025 and $0.6 million has been deducted from Other expenses for June 2025. Note, these costs were not actually incurred, and the results include listed company costs referable to the period from listing on 25 November 2024 to 30 June 2025.

(7) **Tax impact** of the adjustments represents the income tax impact associated with the underlying adjustments outlined above, excluding the impact of the Braavos tax losses disclosed separately.

Operating and Financial Review

Reconciliation of the statutory income statements to underlying income statements

Below is a reconciliation of the statutory income statements to the underlying income statements for the year ended June 2026 and the year ended June 2025.

$m	Statutory June 2026	Underlying Adjustments[1]	Underlying June 2026[1]	Statutory June 2025	Underlying Adjustments[1]	Underlying June 2025[1]
Net fee and commission revenue	306.7	–	306.7	259.3	–	259.3
Net interest income	39.4	–	39.4	31.1	–	31.1
Other income	1.3	0.3	1.6	–	–	–
Total net operating income	**347.4**	**0.3**	**347.7**	**290.4**	**–**	**290.4**
Employee benefits expense[1]	(160.2)	2.2	(158.0)	(123.5)	1.1	(122.4)
Depreciation and amortisation[2]	(16.2)	–	(16.2)	(14.3)	–	(14.3)
Non-salary technology expenses[1]	(84.4)	3.4	(81.0)	(65.8)	–	(65.8)
Other expenses[1][2]	(32.0)	4.9	(27.1)	(45.1)	12.8	(32.3)
Total operating expenses	**(292.8)**	**10.5**	**(282.3)**	**(248.7)**	**13.9**	**(234.8)**
Profit before income tax	**54.6**	**10.8**	**65.4**	**41.7**	**13.9**	**55.6**
Income tax expense[1]	(11.9)	(7.3)	(19.2)	(13.0)	(4.2)	(17.2)
Profit after tax (NPAT)	**42.7**	**3.5**	**46.2**	**28.7**	**9.7**	**38.4**

(1) Underlying adjustments relate to the items set out in notes 1-7 in 'Reconciliation of the statutory NPAT to underlying NPAT' on the prior page.

(2) Comparative reclassification - $4.7m previously included as Occupancy expenses in the 2025 Annual Report has been reclassified to Depreciation and amortisation ($4.2m) and Other expenses ($0.5m).

Key Operating Metrics (underlying)

Below are Cuscal's key operating metrics derived from its underlying income statements and other relevant unaudited accounting records, as applicable.

	June 2026	June 2025		Year-on-year growth	Year-on-year growth (%)
Underlying Total net operating income ($m)	347.7	290.4	▲	57.3	20%
Underlying Net profit after tax (Underlying NPAT) ($m)	**46.2**	**38.4**	▲	**7.8**	**20%**
Underlying NPAT margin[1](%)	13.3%	13.2%	▲	10 bpts	1%
Underlying EBITDA ($m)[2]	81.6	69.9	▲	11.7	17%
Underlying EBITDA margin[3](%)	23.5%	24.1%	▼	(60 bpts)	(2%)
Underlying Earnings per share[4](c/share) - Basic	23.9	20.0	▲	3.9	20%
Underlying Return on equity (**ROE**)[5](%)	11.7%	10.5%	▲	120 bpts	11%
Transaction volume[6](m)	4,798	4,277	▲	521	12%

(1) **Underlying NPAT margin** is underlying NPAT divided by underlying Total net operating income.

(2) **Underlying EBITDA** is a Non-IFRS, non-audited measure, defined as 'Underlying Profit before income tax' adjusted for depreciation and amortisation (D&A).

(3) **Underlying EBITDA margin** is underlying EBITDA divided by underlying Total net operating income.

(4) **Underlying Earnings per share (EPS)** - Basic is a non-IFRS, non-audited measure and is derived by dividing the underlying NPAT by the weighted average number of shares on issue during the period (June 2026: 193,204,083; June 2025: 191,562,253).

(5) **Underlying ROE** represents underlying NPAT divided by average equity.

(6) **Transaction volumes** represent the aggregation of the specific volumes for each core capability (that is, Issuing, Acquiring, Payments and Paymark) that Cuscal considers a key driver of revenue.

Highlights of **2026** results

Completed two strategic acquisitions during the year, Indue and Paymark, which collectively contributed $39.9m of Net Operating Income

Increase in underlying Total net operating income

20%

Increase in underlying NPAT

20%

10 bpts increase in underlying NPAT margin

Delivered

$2.1m

post-tax synergies related to integration of Indue

Continue to maintain a well-capitalised Balance Sheet and investment grade credit rating

Consolidated Result

Net Profit after Tax (NPAT)

$42.7 million

▲ $14.0 million; ▲ 49%

Underlying $46.2 million

▲ $7.8 million; ▲ 20%

Statutory NPAT increased by $14.0m (49%) to $42.7m for June 2026 compared to $28.7m for June 2025.

The current year includes the following non-recurring impacts:

- $10.5m of acquisition and integration costs following the acquisition of Indue on 1 December 2025 and Paymark on 29 May 2026;
- $5.5m of tax losses were recognised associated with the 2023 acquisition of the Braavos Group;
- $0.3m of fair value adjustments of Cuscal's equity investments; and
- the tax impact of the items above.

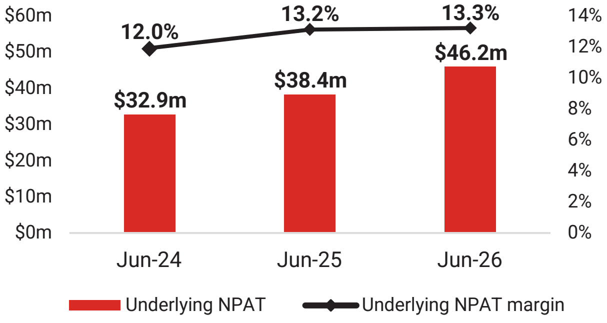
In the prior year, NPAT included $13.4m of 'Offer costs' ($9.4m after tax) and other costs incurred directly from activities associated with Cuscal's listing on the ASX in November 2024.

Underlying NPAT, which adjusts for these non-recurring impacts, increased by $7.8m (20%) to $46.2m for June 2026 compared to $38.4m for June 2025.

Underlying NPAT margin increased by 10bpts to 13.3% at June 2026, compared to 13.2% at June 2025.

From acquisition on 29 May 2026, Paymark contributed $0.7m to Underlying NPAT for the year ended 30 June 2026.

Underlying NPAT and NPAT margin



Shareholder Returns

Earnings Per Share (EPS)

22.1 cents per share

▲ 6.6 c/share; ▲ 43%

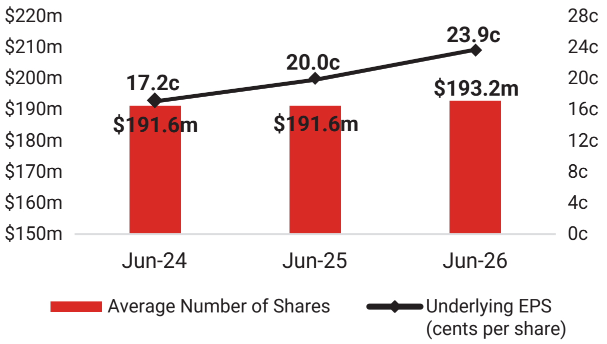
Underlying 23.9 cents per share

▲ 3.9 c/share; ▲ 20%

Statutory EPS increased 6.6 cents per share (43%) to 22.1 cents per share for June 2026, compared to 15.5 cents per share for June 2025.

Underlying EPS increased 3.9 cents per share (20%) to 23.9 cents per share for June 2026, compared to 20.0 cents per share for June 2025. This reflects the 20% increase in underlying NPAT, against a marginally higher weighted average number of shares on issue at June 2026 of 193.2 million (June 2025: 191.6 million). The June 2026 year included the impact of shares issued across April and May 2026 to support the Paymark acquisition (refer Note 26 for detail on the capital raised).

Underlying Earnings Per Share



Operating and Financial Review

Dividends and Dividends per share (DPS)

11.5 cents per share

▲ $4.2m total dividend paid; ▲ 22%

The Board of Directors have declared a final dividend of 7.0 cents per share for the year ended 30 June 2026. This dividend will be fully franked, payable to eligible shareholders on record at 28 August 2026 and paid on 18 September 2026.

The amount to be paid is $14.0 million.

In addition to the interim dividend of 4.5 cents per share / $8.6 million paid in April 2026, this brings total dividends for the year ended 30 June 2026 to 11.5 cents per share / $22.6 million, compared to 10.0 cents per share / $18.4 million for the year ended 30 June 2025.

	Payment ($m)		Cents per share	
Dividends	**June 2026**	**June 2025**	**June 2026**	**June 2025**
Interim dividend	8.6	–	4.5	–
Pre-IPO dividend	–	7.9	–	4.5
Final dividend	14.0	10.5	7.0	5.5
Total dividends declared	**22.6**	**18.4**	**11.5**	**10.0**

Return on equity (ROE)

10.8%

▲ 260 bpts; ▲ 32%

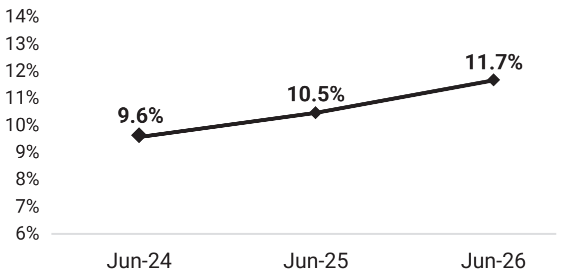
Underlying 11.7%

▲ 120 bpts; ▲ 11%

ROE increased 260 bpts to 10.8% for June 2026, compared to 8.2% for June 2025.

Underlying ROE adjusts for one-time impacts outlined on Page 31. Underlying ROE for June 2026 was 11.7%, compared to 10.5% from June 2025. The increase in underlying ROE was lower than the increase in underlying NPAT due to the impact of the capital raise over April and May 2026 to support the Paymark transaction, which increased average equity on prior periods.

Underlying Return on Equity



Other information

Net Operating Income (NOI)

$347.4 million

▲ $57.0 million; ▲ 20%

Underlying $347.7 million

▲ $57.3 million; ▲ 20%

NOI increased $57.0m (20%) to $347.4m for June 2026, while Underlying NOI increased $57.3m (20%) to $347.7m for June 2026, both compared to $290.4m for June 2025.

Underlying NOI adjusts for a $0.3m fair value adjustment of Cuscal's equity investments, within Central.

Set out below is the composition of the underlying NOI contribution by capability.

Underlying NOI by capability	June 2026	June 2025	Year-on-year growth (%)
Issuing	204.2	167.3	22%
Acquiring	30.1	30.1	0%
Payments	82.2	71.3	15%
Financial Crimes	22.5	15.9	41%
Data Services	5.7	5.5	4%
Central	(2.2)	0.3	(>100%)
Paymark	5.2	–	–
Underlying NOI[1]	**347.7**	**290.4**	**20%**

(1) Underlying NOI includes the contribution of $34.8m relating to Indue from acquisition on 1 December 2025 to 30 June 2026, across the Consolidated Entity's Issuing, Payments and Financial Crimes capabilities.

Unless otherwise specified, all references below to Net Operating Income in the following analysis represents both statutory and underlying Net Operating Income.

Issuing core capability (Issuing)

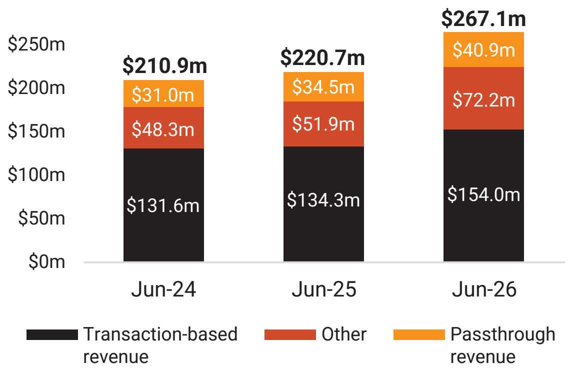
Issuing NOI increased $36.9m (22%) to $204.2m for June 2026, compared to $167.3m for June 2025.

Issuing contributed 59% of Underlying NOI for June 2026 (June 2025: 58%). Below is a summary of the Issuing NOI components.

$m	June 2026	June 2025	Year-on-year growth (%)
Gross fee and commission revenue	267.1	220.7	21%
Direct fee and commission expense	(84.7)	(66.7)	27%
Net fee and commission revenue	**182.4**	**154.0**	**18%**
Net interest and other operating income	**21.8**	**13.3**	**64%**
Issuing net operating income	**204.2**	**167.3**	**22%**
Year-on-year growth	22%	5%	

Gross fee and commission revenue

The graph below sets out the composition of Issuing gross fee and commission revenue.



Operating and Financial Review

Other information (continued)

Net Operating Income (NOI) (continued)

Gross fee and commission revenue increased $46.4m (21%) to $267.1m for June 2026 compared to $220.7m for June 2025.

Transaction-based revenue increased $19.7m (15%) to $154.0m for June 2026 compared to $134.3m for June 2025. The increase primarily reflects transaction volume-based growth, which includes an uplift from the acquisition of Indue from 1 December 2025.

Both Issuing transaction volumes and transaction value increased by 9% for June 2026.

Passthrough revenue is primarily transactional related scheme fees that are passed directly to clients typically at nil margin. Passthrough revenue increased $6.4m (19%) to $40.9m for June 2026 compared to $34.5m for June 2025. This reflects increased transactional volume growth and includes an uplift attributable to Indue.

Other fee and commission revenue increased $20.3m (39%) to $72.2m for June 2026 compared to $51.9m for June 2025. This growth is largely driven by the impact of Indue, as well as an increase in delivery-based revenue.

Direct fee and commission expense

Direct fee and commission expense increased $18.0m (27%) to $84.7m for June 2026 compared to $66.7m for June 2025. The uplift is primarily due to the addition of Indue and an increase in volume related passthrough fees.

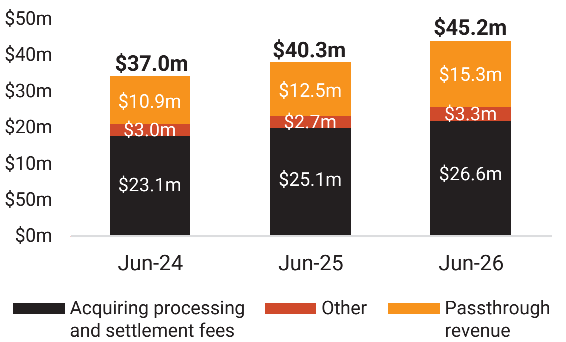
Acquiring core capability (Acquiring)

Acquiring NOI was unchanged at $30.1m for June 2026.

Acquiring contributed 9% of Underlying NOI for June 2026 (June 2025: 10%). Below is a summary of the Acquiring NOI components.

$m	June 2026	June 2025	Year-on-year growth (%)
Gross fee and commission revenue	45.2	40.3	12%
Direct fee and commission expense	(18.1)	(13.0)	39%
Net fee and commission revenue	**27.2**	**27.3**	**(1%)**
Net interest and other operating income	**2.9**	**2.8**	**4%**
Acquiring net operating income	**30.1**	**30.1**	**–**
Year-on-year growth	–	11%	

The graph below sets out the composition of Acquiring gross fee and commission revenue.



Gross fee and commission revenue increased $4.9m (12%) to $45.2m for June 2026 compared to $40.3m for June 2025.

Processing and settlement fees increased $1.5m (6%) to $26.6m for June 2026 compared to $25.1m for June 2025. This increase primarily reflects growth in transaction volumes.

Acquiring transaction volumes increased 11% for June 2026.

Other revenue increased $0.6m (22%) driven by higher client project delivery revenue and the contribution from Indue post acquisition on 1 December 2025.

Passthrough revenue increased $2.8m (22%) to $15.3m for June 2026 compared to $12.5m for June 2025. This reflects increased scheme fees charged to Cuscal, driven by higher scheme-related transaction processing volumes.

Direct fee and commission expense

Direct fee and commission expense (which includes both passthrough expenses correlated with passthrough revenue and other direct fee and commission expenses incurred from third parties) increased $5.1m (39%) to $18.1m for June 2026 compared to $13.0m for June 2025. The increase reflects higher scheme related costs which are largely recovered through passthrough revenue, and non-recurring commercial payments.

Payments core capability (Payments)

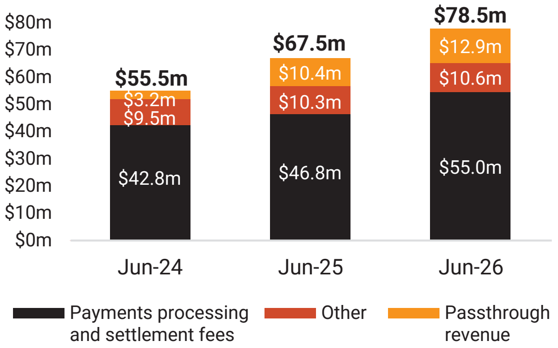
Payments NOI increased $10.9m (15%) to $82.2m for June 2026.

Payments contributed 24% of Total Underlying NOI for June 2026 (June 2025: 25%). Below is a summary of the Payments NOI components.

$m	June 2026	June 2025	Year-on-year growth (%)
Gross fee and commission revenue	78.5	67.5	16%
Direct fee and commission expense	(14.7)	(11.5)	28%
Net fee and commission revenue	**63.8**	**56.0**	**14%**
Net interest and other operating income	**18.4**	**15.3**	**20%**
Payments net operating income	**82.2**	**71.3**	**15%**
Year-on-year growth	15%	6%	

Gross fee and commission revenue

The graph below sets out the composition of Payments gross fee and commission revenue.



Gross fee and commission revenue increased $11.0m (16%) to $78.5m for June 2026 compared to $67.5m for June 2025.

Processing and settlement fees increased $8.2m (18%) to $55.0m for June 2026 compared to $46.8m for June 2025. This primarily reflects transaction volume growth in the New Payments Platform (**NPP**), as well as Batch processing and settlement fees. This transactional volume growth includes an uplift from the acquisition of Indue from 1 December 2025.

NPP transaction-based processing and settlement fees increased 29% for June 2026. Growth was driven by core ADI clients, alongside the contribution from new revenue streams such as Confirmation of Payee. Batch transaction-based processing and settlement fees increased 8% year on year.

Payments transaction volumes increased 10% for June 2026. NPP and Batch transaction volumes increased 10% and 9% respectively, including Indue contributions.

Passthrough revenue increased $2.5m (24%) to $12.9m for June 2026 compared to $10.4m for June 2025. This reflects a change in scheme related access fees relating to NPP.

Other revenue increased $0.3m (2%) to $10.6m for June 2026 compared to $10.3m for June 2025.

Operating and Financial Review

Other information (continued)

Net Operating Income (NOI) (continued)

Direct fee and commission expense

Direct fee and commission expense increased $3.2m (28%) to $14.7m for June 2026 compared to $11.5m for June 2025. The increase is mainly driven by the uplift in scheme fees, the majority of which are recovered as passthrough revenue within Gross fee and commission revenue.

Financial Crimes enabling foundation (Financial Crimes)

Financial Crimes NOI increased $6.6m (41%) to $22.5m for June 2026.

Financial Crimes contributed 6% of Total Underlying NOI at June 2026 (June 2025: 5%). Below is a summary of the Financial Crimes NOI components.

$m	June 2026	June 2025	Year-on-year growth (%)
Gross fee and commission revenue	26.3	18.8	40%
Direct fee and commission expense	(3.8)	(2.9)	33%
Net fee and commission revenue	**22.5**	**15.9**	**41%**
Financial crimes net operating income	**22.5**	**15.9**	**41%**
Year-on-year growth	41%	6%	

Gross fee and commission revenue

Gross fee and commission revenue increased $7.5m (40%) to $26.3m for June 2026 compared to $18.8m for June 2025;

Growth was primarily driven by higher transaction volumes across Issuing and real-time processing (NPP), the impact of new clients, as well as increased utilisation of fraud monitoring services, and an uplift in revenue from the acquisition of Indue.

Direct fee and commission expenses

Direct fee and commission expenses increased $0.9m (33%) to $3.8m for June 2026 compared to $2.9m for June 2025. This is largely attributable to Indue.

Data Services reinforcing adjacency (Data Services)

Data Services NOI increased $0.2m (4%) to $5.7m for June 2026.

Data Services contributed 2% of Underlying NOI at June 2026 (June 2025: 2%). Below is a summary of the Data Services NOI components.

$m	June 2026	June 2025	Year-on-year growth (%)
Net fee and commission revenue	**5.8**	**5.5**	**7%**
Net interest and other operating income	**(0.1)**	**–**	**–**
Regulated Data Services net operating income	**5.7**	**5.5**	**4%**
Year-on-year growth	4%	10%	

Net fee and commission revenue

Net fee and commission revenue increased $0.3m (7%) to $5.8m for June 2026 compared to $5.5m for June 2025. Growth was driven by volume uplift across existing clients, and new business.

Central

Central NOI includes interest expense on lease liabilities and foreign exchange gains or losses. The table below summarises the Central Underlying NOI components.

$m	June 2026	June 2025	Year-on-year growth (%)
Net fee and commission revenue	(0.1)	0.5	(>100%)
Net interest and other operating income	(2.1)	(0.2)	>100%
Central net operating income	(2.2)	0.3	(>100%)

The decrease is due to higher interest expense on the lease liabilities associated with Cuscal and Indue's premises, as well as foreign exchange gains and losses.

Paymark

Cuscal acquired Paymark on 29 May 2026. Post acquisition, Paymark contributed $5.2m to NOI. The table below summarises the Paymark NOI components.

$m	June 2026	June 2025	Year-on-year growth (%)
Net fee and commission revenue	5.1	–	n/a
Net interest and other operating income	0.1	–	n/a
Paymark net operating income	5.2	–	n/a

Total Operating Expenses

$292.8 million

▲ $44.1 million; ▲ 18%

Underlying $282.3 million

▲ $47.5 million; ▲ 20%

Total operating expenses increased $44.1m (18%) to $292.8m for June 2026 compared to $248.7m for June 2025.

Total operating expenses for June 2026 includes $10.5m related to the acquisition of Indue and Paymark as well as costs associated with the program of work to integrate Indue into Cuscal.

In the prior year, operating expenses included $13.4m of 'Offer costs' and other costs incurred directly from activities associated with Cuscal's listing on the Australian Securities Exchange (**ASX**) in November 2024.

Excluding the impacts, underlying Total operating expenses increased $47.5m (20%) to $282.3m for June 2026 compared to $234.8m for June 2025.

The following table provides a breakdown of underlying Total operating expenses.

$m	June 2026	June 2025	Year-on-year growth (%)
Employee benefits expense[2]	158.0	122.4	29%
Depreciation and amortisation (D&A)[3]	16.2	14.3	13%
Non-salary technology expenses	81.0	65.8	23%
Other expenses[2][3]	27.1	32.3	(16%)
Underlying Total operating expenses [1]	**282.3**	**234.8**	**20%**

(1) Underlying total operating expenses is a Non-IFRS, non-audited measure, derived by adjusting for amounts noted in (2) below;

Operating and Financial Review

Other information (continued)

Total Operating Expenses (continued)

(2) In the current year, certain non-recurring costs relating to the Indue and Paymark acquisitions, as well as subsequent integration costs, are excluded from other expenses. In the prior period, certain non-recurring costs associated with Cuscal's listing on the ASX on 25 November 2024 are excluded from Operating expenses (i.e. Employee benefits expense excludes costs related to the establishment of an Employee Share Scheme and certain management retentions granted as part of the IPO ($1.2m), and Other expenses associated with the listing ($13.4m)). Other Expenses does include estimated incremental 'listed company' costs that would otherwise have been incurred for the period 1 July 2024 to the date of listing on 25 November 2024 ($0.7m). Note these incremental costs were not actually incurred.

(3) Comparative reclassification - $4.7m previously included as Occupancy expenses in the 2025 Annual Report has been reclassified to Depreciation and amortisation ($4.2m) and Other expenses ($0.5m).

Employee benefits expense

Underlying employee benefits expense increased $35.6m (29%) to $158.0m for June 2026 compared to $122.4m for June 2025. The uplift was primarily due to the addition of Indue and Paymark, as well as wage and on-cost increases, and share based payments.

Total employee benefits costs increased $36.4m 29% to $161.7m for June 2026 compared to $125.3m for June 2025.

$m	June 2026	June 2025	Year-on-year growth (%)
Employee benefits expense	(158.0)	(122.4)	29%
Employee benefits capitalised	(3.7)	(2.9)	28%
Total Employee benefits costs	**(161.7)**	**(125.3)**	**29%**

Total Full Time Equivalent (FTE) employees for June 2026 of 1,087.7 increased by 404.3 from 683.4 as at June 2025. Average FTE for June 2026 of 830.0 increased 172.4 from 657.6 at June 2025. The increase in total FTE and average FTE primarily reflects the addition of 213 Indue employees from acquisition on 1 December 2025 and the addition of 182 Paymark employees from acquisition on 29 May 2026.

Total FTE	1,087.7	683.4	59%
Average FTE	830.0	657.6	26%

Depreciation and amortisation

Depreciation and amortisation increased $1.9m (13%) to $16.2m for June 2026 compared to $14.3m for June 2025. The increase reflects the addition of Indue and Paymark depreciation and amortisation following their acquisition.

Additional growth reflected the commencement of recently completed investments, including a Card Management System and Core Banking System. One-off R&D benefits and completion of amortisation on the NPP initial investment moderated the increase during the period.

Non-salary technology expenses

Underlying non-salary technology expenses increased $15.2m (23%) to $81.0m for June 2026 compared to $65.8m for June 2025. The increase was primarily driven by the addition of Indue and Paymark technology expenses following their acquisition.

Further increases reflected higher software licensing costs and continued investment in core technology and risk capabilities, including Finance and HR transformation and targeted cyber security and critical service provider risk enhancements.

Other expenses

Underlying other expenses decreased $5.2m (16%) to $27.1m for June 2026 compared to $32.3m for June 2025. The decrease primarily reflects lower third party consulting costs and marketing expense.

Investment and capital expenditure

The table below sets out a breakdown of expenditure and capitalisation profile for key initiatives.

Investment ($m)	June 2026	June 2025
Expensed	23.4	24.0
Capitalised	8.8	7.9
Total	**32.2**	**31.9**

Total investment increased $0.3 million to $32.2 million in June 2026, compared with $31.9 million in June 2025.

The increase was driven by a $0.9 million rise in capitalised investment to $8.8 million, reflecting continued investment in critical technology infrastructure renewal, customer portal enhancements, Financial Crimes capability, and the addition of Indue product platform lifecycle investments.

Expensed investment decreased $0.6 million (3%) to $23.4 million and is included in operating expenses within the Statement of Profit and Loss. The reduction primarily reflects the completion of several major programs in June 2025, including the Card Management System upgrade and Core Banking System replacement.

Investment activity during the period also included the commencement of a new integrated HR and Finance platform and the addition of Indue investment focused on regulatory compliance and enterprise technology upgrades.

Regulatory Capital

Capital Adequacy Ratio

19.1%

▼ 820 bpts; ▼ 30%

Cuscal, and Indue, within the Consolidated Group, are authorised deposit-taking institutions (**ADIs**) regulated by the Australian Prudential Regulation Authority (**APRA**). The Consolidated Group is a Level 2 reporting group under APRA's reporting framework.

As determined by APRA's Prudential standards, regulatory capital can be held in the form of Common Equity Tier 1 (**CET1**) capital, Additional Tier 1 capital or Tier 2 capital. APRA requires that each reporting entity maintain a minimum ratio of capital to risk-weighted assets determined based on an assessment of whether a licensee has enough regulatory capital relative to the risks in its business activities. APRA has classified Cuscal as a 'non significant financial institution'. This designation provides the Company with a simplified bespoke methodology for calculating operational risk under APS 115 Capital Adequacy.

Cuscal aims to maintain a target operating range in its Level 2 capital ratio of 18-19%, which balances investment supporting future business growth and strategic initiatives and dividend outcomes.

The Group's Total capital ratio remains strong and meaningfully above minimum prudential requirements. The Total capital ratio at June 2026 was 19.1%, down 820 bpts compared to 27.3% at June 2025.

Capital adequacy – Level 2	June 2026	June 2025
Common Equity Tier 1 Capital	259.2	259.8
Tier 2 capital	-	-
Total capital	**259.2**	**259.8**
Total risk-weighted assets (RWA)	**1,357.8**	**951.9**
Total capital ratio (%)	**19.1%**	**27.3%**

At June 2026, there was an <1% decrease in regulatory capital compared to June 2025 and a 43% increase in risk-weighted assets. Both Total capital and risk-weighted assets include the impact of Indue and Paymark acquisitions, as their Balance Sheets and Operational Risk are now part of the Level 2 Group. Total capital at June 2026 includes capital raising activities to support the Paymark acquisition in May 2026.

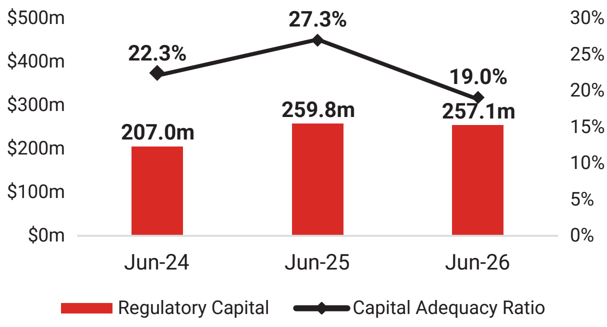
Operating and Financial Review

Other information (continued)

Regulatory Capital (continued)

The capital ratio at June 2025 was elevated and significantly above prudential and management limits to support the acquisition of Indue in the first half of the 2026 year.

Regulatory Capital and Capital Adequacy Ratio



Outlook

On an Underlying basis, which excludes significant non-recurring items such as acquisition and integration costs, Cuscal expects to deliver strong profit growth in the financial year ending 30 June 2027, supported by resilient transaction volumes, recent acquisitions, and disciplined cost management.

Cuscal expects transaction volume growth and Underlying Net profit after tax growth to be in the mid-twenties (%).

This includes expected synergies associated with the integration of Indue.

Beyond FY27, the acquisition of Indue is anticipated to generate $15-20 million post tax in annual run rate cost synergies, fully realised by financial year ending 30 June 2029.

Non-recurring costs to execute the integration program are projected to total $25-30 million post tax over three years, with the majority recognised in the first two years following completion of the acquisition on 1 December 2025.

Operating and Financial Review

5 Year Financial Summary

	2026(i)	2025	2024	2023	2022
Headline result					
Consolidated Profit attributable to the owners of Cuscal	**42.7**	28.7	31.6	26.1	23.4
Financial performance – normalised					
Underlying net operating income(i)(iii) ($m)	**347.7**	290.4	273.3	243.6	185.5
Underlying net operating income (**NOI**) annual growth	**20%**	6%	12%	31%	13%
Underlying operating expenses(i)(ii)(iv) ($m)	**(282.3)**	(234.8)	(240.1)	(212.5)	(159.5)
Underlying operating expenses annual movement(i)	**20%**	(2%)	13%	33%	18%
Underlying profit after tax from continuing operations(i) ($m)	**46.2**	38.4	31.4	19.7	16.9
Underlying Consolidated Profit attributable to the owners of Cuscal(i)(ii) ($m)	**46.2**	38.4	32.9	21.1	17.9
Financial position					
Regulatory capital ($m)	**259.2**	259.8	207.0	173.6	218.4
Risk-weighted assets ($m)	**1,357.8**	951.9	927.1	823.4	1,030.2
Prudential capital ratio	**19.1%**	27.3%	22.3%	21.1%	21.2%
Shareholder return					
Average shares on issue (millions)	**193.2**	185.0	175.4	175.4	180.1
Earnings per share (**EPS**) (cents)	**22.1**	15.5	18.0	14.9	13.0
Underlying EPS(i)(ii) (cents)	**23.9**	20.0	17.2	11.0	9.3
Fully franked dividend (cents per share)	**11.5**	10.0	8.5	7.5	6.0
Total dividends paid ($m)	**22.6**	18.4	14.9	13.1	10.6
Return on equity (**ROE**)	**10.8%**	8.2%	10.1%	8.8%	7.4%
Underlying ROE(i)(ii)	**11.7%**	10.5%	9.6%	6.4%	5.6%

(i) Normalised results for periods 2022 - 2025 are unchanged from those previously reported in the 5 Year Financial Summary in Cuscal's 2025 Annual Report. Current definitions and assessment of certain normalised key metrics may differ from those applied in prior periods. In the current period only, any numbers previously calculated on a 'pro forma' basis are now calculated on an 'underlying' basis.

(ii) Underlying results are non-IFRS measures and are derived from the statutory financial statements and adjusted for the impact of the non-recurring 'Offer costs' and other costs incurred as a direct result of activities associated with the listing of Cuscal on the Australian Stock Exchange (**ASX**) on 25 November 2024, one-time acquisition and integration costs as a result of the Indue Acquisition on 1 December 2025, one-time acquisition costs as a result of the Paymark acquisition on 29 May 2026, a one-time benefit to income tax expense arising from the utilisation of tax losses associated with the Braavos Group and fair value adjustments on Cuscal's equity investments. A reconciliation for June 2026 and June 2025 is provided in the Operating and Financial Review on Page 32.

(iii) 2024 includes a positive net fair value adjustment related to the option liability instruments (net $11.2 million), recorded in other operating income ($12.5 million) and net interest income ($1.3 million expense).

(iv) 2024 includes a $14.3 million amortisation charge related to the reassessment of useful life of intangible assets.

Risk Management

Overview

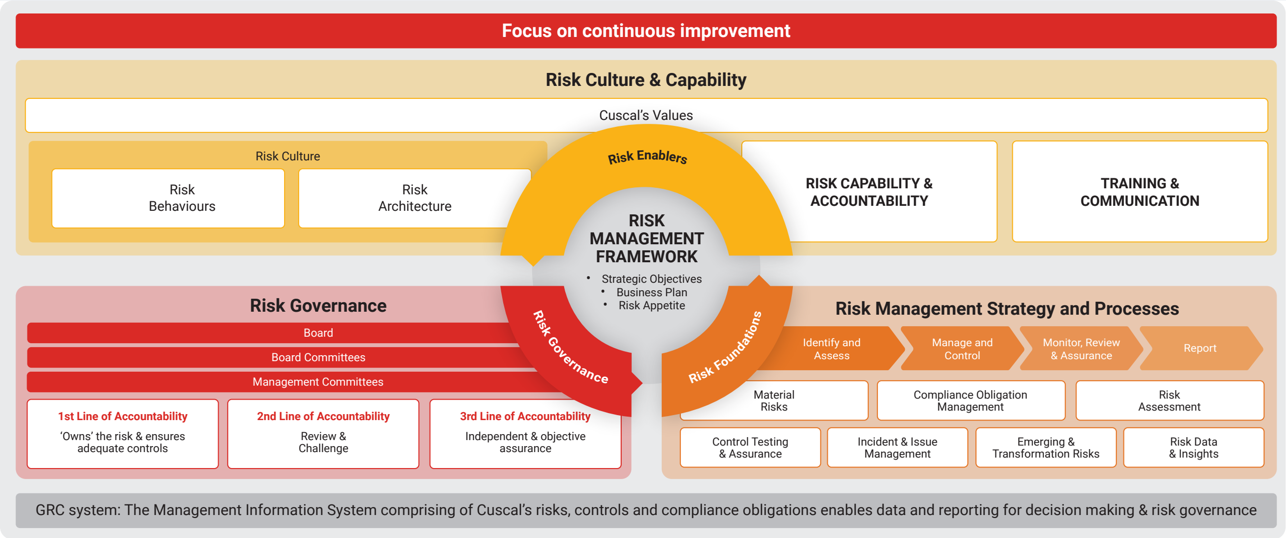
Cuscal operates in a highly regulated environment. Effective risk management enables the Company to serve its clients and deliver for its shareholders. Conversely, poor risk management can result in financial losses, regulatory sanctions and penalties, negative impacts on clients and damage to Cuscal's reputation. These may adversely affect the Company's ability to execute its strategy.

Robust risk management fosters a resilient business that readily anticipates and proactively adjusts to emerging and strategic risks. At Cuscal, recognising and managing risk is a key strategic objective, and every employee must embrace their responsibility to manage risk effectively.

Cuscal adapts to the evolving landscape of threats and opportunities by employing risk-informed decision-making. The Company prioritises client outcomes, resilience, security and safety. Its Board approved Risk Management Framework and Strategy (**RMFS**), together with a strong risk culture and the Code of Conduct, empowers the team to confidently identify, assess, manage and report on material risks and opportunities.

Cuscal's risk management philosophy is to:

- Understand material risks, including emerging risks and their potential consequences, and have appropriate mitigants and actions in place;
- Ensure risk reporting is relevant, reliable and timely, so that information flows effectively to support informed decision-making; and
- Align the returns generated on shareholder capital with the Company's strategy and risk appetite.



Risk Management

Risk Culture

Cuscal recognises that its proactive risk culture is a core enabler of its vision, mission, strategy and RMFS, including its Risk Appetite Statement (**RAS**). In this context, risk culture at Cuscal refers to the mindset, behaviours and practices the Company applies in managing risks. It is an integral part of the organisational culture and is anchored in the Company's values and Code of Conduct.

The Board sets the Risk Culture Framework based on the Company's values and Code of Conduct. Two mutually reinforcing sets of dimensions underpin this framework.

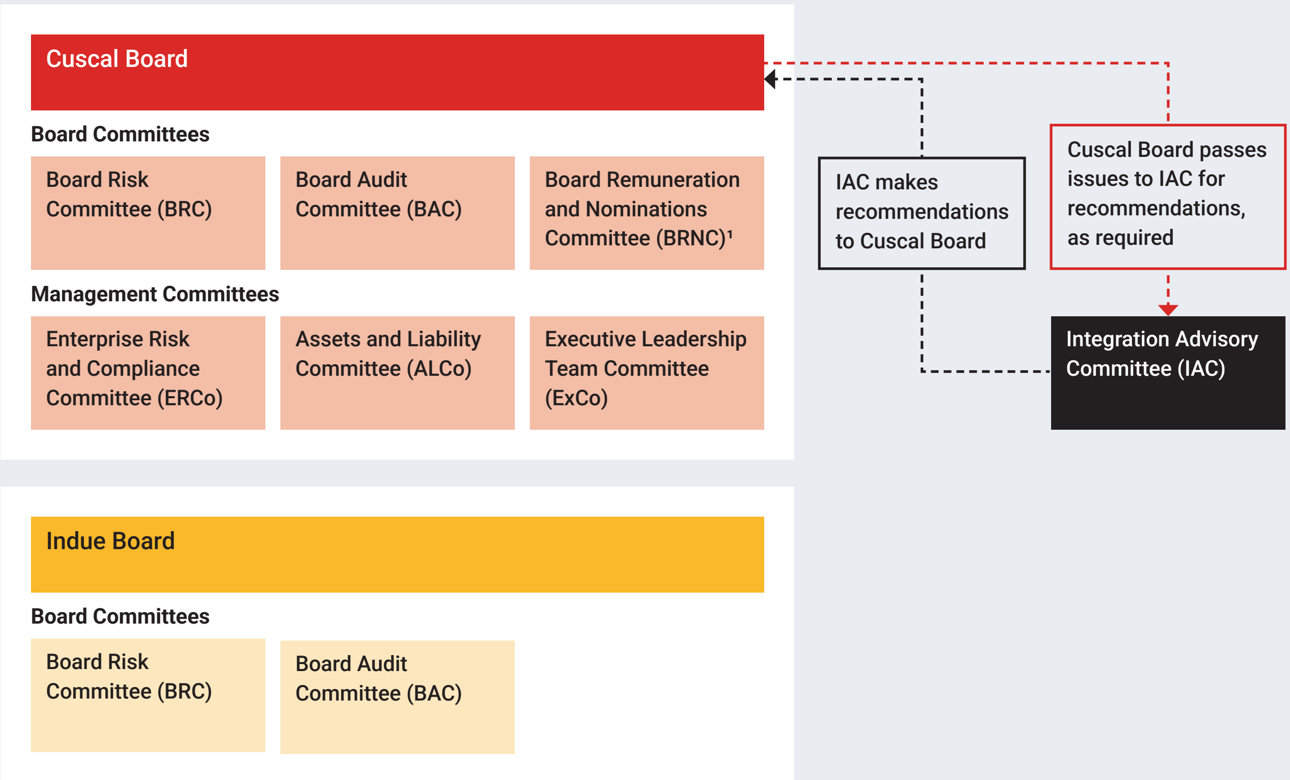
- **Risk Behavioural Dimensions**: These reflect individual and group mindsets, as well as observable behaviours and actions.
- **Risk Processes Dimensions**: These reflect the governance, policies, processes, systems and capability development that have been formalised to enable risk management.

The Board's expectations regarding risk culture are clearly outlined in Cuscal's Risk Culture Target States, which specify the desired outcomes for each Risk Culture Dimension. The RAS and the policies and practices that make up the RMFS facilitate the integration of the Company's Risk Culture Target States.

As Cuscal continues to innovate and pursue growth, it expects its culture and target states to evolve to adapt to the dynamic risk environment. The Company regularly assesses its culture to ensure alignment with its target mindset, behaviours and risk management practices. It uses insights gathered from survey results, organisational and risk metrics, employee interviews, focus groups and desktop reviews of risk materials to monitor the progress of culture impact initiatives. The Board and the Board Risk Committee monitor and report on Cuscal's risk culture.

Risk Governance

Risk governance refers to the formal structure that supports risk-based decision-making and oversight across all Cuscal operations. Cuscal's Board Governance Policy formalises the risk governance relationship between the Board of Directors and the Board and management committees, as presented in the following diagram.



The Board is ultimately responsible for the RMFS and oversees its operation by management.

The BRC, BAC and BRNC have delegated responsibilities in accordance with their respective charters. These committees are structured to assist the Board in making decisions and overseeing the Company with respect to audit, governance, remuneration and risk matters.

Management committees comprise members of the Executive Leadership Team who have been delegated responsibilities by Board committees to embed the RMFS and practices into the business while monitoring and managing the accepted risk and compliance exposure set out in the RAS.

Lines of Accountability

Cuscal adopts a three lines of accountability model for effective governance and internal control. Risk Stewards, who are subject matter experts on material risk, support this model.

Line of Accountability	Role	Accountability
Line 1 **Business functions**	This comprises the business functions that own risk and compliance obligations. They are responsible for day-to-day risk management decision-making, which involves identifying, assessing, monitoring and managing risks. Line 1 is responsible for promoting a strong risk culture and for managing and monitoring risks against the RAS. Additionally, they must take appropriate actions to remediate any risks that fall outside of the established risk appetite.	Ownership of risks and business outcomes, and responsible for managing compliance obligations, risks and controls
Line 2 **Group Risk and Compliance**	This is a designated risk management function, comprising operationally independent risk and compliance specialists, who are responsible for: • Promoting a strong risk culture by facilitating training programs and risk awareness activities; • Developing risk and compliance frameworks and policies; • Providing independent oversight and challenging business practices; • Performing assurance activities and providing an independent opinion on the control environment's risk profiles and effectiveness; and • Providing an independent opinion to the Board and its committees on the enterprise risk profile and control environment.	Design and effective implementation of the RMFS
Line 3 **Internal Audit** **External Audit**	This is made up of Internal Audit and External Audit functions, which provide independent assurance on the RMFS's adequacy and effectiveness. Line 3 is responsible for executing the Board Audit Committee–approved assurance program.	Execution of the audit plan Execution in line with legislative requirements (external audit only)
Risk Stewards	These are subject matter experts with responsibility for: • Supporting the development and implementation of specified material risk frameworks in line with the overall RMFS; • Supporting a strategic approach to managing common obligations, risks and controls across the Company; and • Monitoring and reporting on the relevant material risks across the Company. The custodian of the related policies and frameworks is either Group Risk and Compliance or the Risk Steward, depending on where the Financial Accountability Regime accountability or expertise resides.	Design and implementation of specific material risk frameworks

Risk Management

Emerging risks

Cuscal scans for emerging and evolving risks that could prevent the Company from achieving its strategic objectives or may impact its enterprise risk profile. Emerging risks, including those arising from projects, are monitored and managed using existing policies and processes, with oversight by Management committees, the Enterprise Risk and Compliance Committee and the Board Risk Committee. Risk in change protocols is used to manage projects, initiatives and regulatory change.

Material risks

Material risks are those that could have a material impact – financial or non-financial (strategic and operational risks) – on Cuscal or the interests of its clients and stakeholders.

Cuscal's material risks are categorised into the following three risk types.

Strategic risks

Strategic risks arise from flawed business strategies, poor planning or execution, or changes in the internal or external operating environment, including emerging technologies, shifts in macroeconomic conditions, regulatory or political changes, and societal expectations. Strategic risks also include environmental, social and governance (ESG) risks.

Operational risks

Operational risks arise from an inability to maintain operational resilience, inadequate or failed internal processes or systems, people's actions or inactions, or external drivers and events.

Financial risks

Financial risks arise from credit defaults, poor investment decisions, fluctuations in financial markets, or the inability to meet Cuscal's financial obligations when they fall due.

The following table summarises the Company's approach to managing each strategic and operational risk. As Cuscal's business landscape evolves in pursuit of growth opportunities, the Company's business model, operations and complexity will change. The foundational approach to managing material risks will evolve and mature over time.

Cuscal's approach to managing its financial risks is set out in Note 35 on page 170.

Material Risk Categories	Material Risks
Strategic Risk	Strategic
	Environmental, Social & Governance
Operational Risk	Compliance
	Fraud and Scams
	People and Conduct
	Processing and Execution
	Service Provider
	Technology
	Data
	Cyber
	Business Continuity
Financial Risk	Credit
	Market
	Capital Adequacy
	Liquidity

Material Risk	Approach to Manage Risk
Strategic The risk of being unable to pursue, execute and achieve Cuscal's strategic and business objectives	Strategic risk may arise due to internal or external environmental factors, including shifts in consumer behaviour or the competitor environment, disruptive technology or broader economic conditions. Cuscal's strategy and objectives require the Company to take considered strategic risks including investing in new products, clients and partnerships. These investments are managed in line with the Company's risk frameworks and governed by disciplined project and change management methodologies. Cuscal's strategic planning process provides the overarching framework for developing and managing the Company's strategy. It supports identifying and assessing emerging and strategic risks, continuously monitoring changes in the external and internal environment, and prioritising and allocating resources to deliver strategic objectives.
ESG The risk of ESG factors causing reputational or financial damage	Cuscal's approach to ESG is evolving to meet community and regulatory expectations, such as operating more sustainably. Its Sustainability Policy documents the Company's overall approach to sustainability and how it: • Manages ESG structures, risks and opportunities; • Integrates sustainable practices into its operations; • Assesses and manages material topics; and • Sets indicators, targets and actions. See the 'Sustainability' section for more information. Cuscal's Diversity, Equity and Inclusion (**DEI**) Strategy, supported by the DEI Policy, underpins the Company's approach to social sustainability by fostering an inclusive culture and supporting the attraction, engagement and retention of a diverse workforce. Cuscal's Constitution supports the governance component of ESG. It sets out the rules and principles governing the Company's management, including decision-making structures, shareholder rights and compliance with applicable laws.
Compliance The risk of non-compliance with laws, regulatory requirements or industry standards	Cuscal is subject to a broad range of legal, regulatory and industry requirements, including prudential, participation and sponsorship obligations with regulators and payments industry bodies such as the Reserve Bank of Australia, Australian Prudential Regulation Authority, Australian Securities and Investments Commission, Australian Transaction Reports and Analysis Centre, Australian Payments Network, Australian Payments Plus (including BPAY, EFTPOS and NPPA), Mastercard, Visa and UnionPay International. The Board-approved Compliance Policy sets out the Company's approach to fulfilling its compliance obligations and mitigating any risks. Several compliance arrangements and practices, including ongoing monitoring and periodic review, control testing, assurance activities and escalation through established governance forums, support this approach.

Risk Management

Material Risk	Approach to Manage Risk
Fraud and Scams The risk of loss from intentional fraudulent transactions or scams from external parties, excluding cyber events	A dedicated specialist Financial Crime function manages fraud and scams by overseeing the system, monitoring and reporting on transactions, and promptly investigating and remediating incidents when they arise. Key mitigants include using fraud detection and prevention techniques, Cuscal's 24/7 fraud monitoring service, transaction-level controls such as payment holds and authentication measures, and adhering to the Australian Banking Association Scam-Safe Accord, as applicable to the Company's activities. Management and the Board risk governance forums regularly review fraud and scam risk metrics and reporting.
Technology The risk of adverse business and client impacts due to technology solutions that are ineffective, unavailable or irrecoverable in meeting Cuscal's business objectives and/or client commitments	Cuscal maintains an effective technology control environment through a governed technology risk management framework that includes appropriate monitoring and oversight. Key elements of the framework include Technology, Governance, Asset Management, Change Management, Backup and Recovery, and Problem and Incident Management. Vendor and third-party technology risks are managed through due diligence, contractual controls and ongoing monitoring. Cuscal's Artificial Intelligence (AI) governance framework has been uplifted to ensure AI adoption is supported by clear accountability, lifecycle controls and risk based oversight, consistent with emerging regulatory expectations.
Cyber The risk of security incidents by a malicious insider or external threat actors, which disrupt technology services and/or compromise the confidentiality, integrity or availability of Cuscal's data and technology solutions	Cuscal adopts a multi-layered, risk-based approach to managing cybersecurity risks, to meet regulatory requirements and safeguard against potential vulnerabilities. Cuscal's Cybersecurity Strategy, which is designed to respond to an evolving threat landscape, outlines its approach to addressing cyber risks. The strategy prioritises operational resilience, compliance with applicable regulatory obligations and industry requirements, and alignment with industry best-practice frameworks, including those established by the National Institute of Standards and Technology and the Australian Institute of Company Directors. Cuscal's approach to managing cyber risk includes initiatives to strengthen security governance; enhance detection, response and recovery capabilities; protect digital platforms; improve data protection and digital trust; and deliver ongoing cyber risk and control training and awareness programs.

Material Risk	Approach to Manage Risk
0110 1001 1010 **Data** The risk of Cuscal failing to appropriately manage or use client, employee, third-party, external and/or proprietary data to meet business objectives and legal/ compliance regulations	Cuscal manages data risk by using a data risk management framework, including its Data Risk Management Policy and Data Retention and Disposal Policy, which sets out requirements throughout the data lifecycle. The framework is regularly reviewed and updated to ensure it remains appropriate for the size, nature and complexity of the Company's operations. Key elements of this integrated approach are data governance, data lifecycle and vendor data risk management, and ongoing training and awareness activities to uplift and embed data risk literacy across the organisation.
Business Continuity The risk of events disrupting critical or support business operations	The Business Continuity Management (**BCM**) framework governs business continuity risk. It covers key processes and activities, including business impact assessments, business continuity planning, IT service continuity planning and crisis management planning. A systematic BCM testing program covers testing for all critical operations, enabling and supporting business functions, and includes enterprise-level crisis testing exercises. BCM metrics and testing outcomes are reported to the management committees and the Board Risk Committee.
Service Provider The risk of financial loss or reputational damage due to service provider failures, including breaches of intra-group agreements	Cuscal relies on material service providers to support the delivery of key business processes and critical operations. The Service Provider Management Policy, and supporting standards and assessments, govern the Company's service provider risk management. Risk assessments are conducted for all new or renewed service provider arrangements, with further detailed assessments undertaken where required, including for technology, cyber, data and privacy risks. Enhanced due diligence activities are performed for material service providers. Control assessments are designed to identify, assess and recommend mitigations to manage risks associated with these arrangements. The service owner and Procurement & Vendor Management Office function monitor adherence to service-level agreements, while the service owner remains responsible for overseeing exceptions. Service provider risk includes risks arising from both service providers and intra group arrangements that support critical operations.

Risk Management

Material Risk	Approach to Manage Risk
People and Conduct The risk of loss or harm due to failures in employment practices or the work environment, and unethical or improper behaviour, including internal fraud	Cuscal manages people and conduct risk by maintaining and implementing frameworks and policies that align with legislative and industry practices. While conduct may be bound by regulatory standards, conduct risk also includes broader behavioural, ethical and cultural issues that extend beyond mere regulatory compliance. The Company's Code of Conduct underpins the policies for managing these types of risks. Cuscal has established policies to manage risks associated with workplace activities and employment practices, such as recruitment; remuneration; work health and safety; and anti-bullying, harassment and discrimination. All employees are subject to conduct, risk and compliance measures as part of their annual performance reviews. Consequence management and whistleblowing processes are in place to facilitate the reporting, escalation and appropriate handling of misconduct. All employees receive mandatory training to raise awareness and ensure compliance with these obligations.
Processing and Execution The risk of loss or poor customer or business outcomes due to failures in designing and executing business processes, projects and/or initiatives	Processing and execution risk may arise from inadequate transaction or business processing and execution, inappropriate or ineffective use of AI models, and failures in managing transformations and projects. These risks are managed in accordance with the Non-Financial Risk Management Policy and enabling standards to ensure adequate identification across all business functions, with controls to mitigate risk drivers and outcomes. All business functions are responsible for ensuring appropriate policies, procedures, systems and resources are in place to manage processing and execution risk, including for both business-as-usual activities and transformation initiatives. Project governance ensures disciplined tracking and monitoring of project status and risks throughout the lifecycle, and the reporting and escalation of key issues to the Enterprise Risk and Compliance Committee and the Board Risk Committee.

Sustainability

Cuscal's Commitment

Cuscal is committed to integrating ESG principles and practices into its business operations. Its goal is to create long-term value for its stakeholders by promoting sustainable practices, fostering a diverse and inclusive workplace, and ensuring robust governance. The Company acknowledges its responsibility to manage its environmental and social impacts as it pursues its vision of Enabling the Future. It also recognises it has an opportunity to create positive outcomes. Cuscal's Sustainability Framework, which aligns with the United Nations Sustainable Development Goals (**UNSDGs**) and outlines its approach to managing ESG risks and opportunities, reinforces this commitment.

The Company remains dedicated to investing in sustainability initiatives. It engages with independent sustainability experts to support continuous improvement and drive innovation in these areas. These engagements ensure that the Company's impact and ESG practices align with industry standards. To promote transparency, Cuscal will continue to publish its targets and progress in its Annual Report.

Sustainability Disclosures

Further details on Cuscal's sustainability approach, governance, risks, metrics and targets are provided in the Sustainability Disclosures section of this Annual Report, prepared in accordance with AASB S2 *Climate-related Disclosures*, on page 61.

Risk Management

Strategic Pillars

Cuscal has structured its sustainability approach to reflect and support the broader global goals set by the UNSDGs, which aim to address major global challenges such as poverty, inequality, climate change, environmental degradation, peace and justice.

Strategic Pillars Mapped to Material Topics and UNSDGs	Priorities
Environmental Impact	• Minimising negative impact and creating positive environmental outcomes through operations, services, supply chain, and partnerships with clients and shareholders. • Identifying, assessing and managing ESG and climate-related risks and opportunities to enhance resilience and long-term environmental performance.
Employee Engagement and Wellbeing	• Supporting employees' physical and mental wellbeing, and fostering a supportive, diverse and values-led culture in a safe, equitable and welcoming workplace. • Encouraging a culture of speaking up without fear of reprisal. • Maintaining high levels of employee engagement and supporting employees in developing growth-focused skills.
Value Chain Improvement and Innovation	• Supporting positive change through innovation and empowering our customers to achieve their goals. • Maintaining an effective technology and digital enablement strategy to meet stakeholder expectations and scalability objectives. • Helping our stakeholders navigate increasing fraud, cyber and privacy threats. • Driving efficiency through simplified workflows and reduced workloads.
Trust and Transparency	• Building and maintaining trust with stakeholders and the communities in which Cuscal operates by upholding the highest policy and framework standards while maintaining transparency and integrity in Cuscal's operations. • Cuscal's values guide everything we do to achieve its purpose, ambition and sustainability strategy.
Community and Stakeholder Impact	• Supporting the communities in which Cuscal operates by applying purposeful business practices and good corporate citizenship. • Ensuring Cuscal upholds high standards across its value chain, including in relation to the environment, human rights, and anti-bribery and corruption. • Creating value for shareholders by driving financial and strategic growth and supporting the economy by enabling a robust and resilient payments ecosystem – making payments easy, accessible and secure.

Diversity, equity and inclusion

Cuscal's DEI Strategy documents the Company's commitment to fostering a diverse and inclusive culture, and the actions needed to achieve this. The strategy is integrated into the Company's broader Sustainability Framework, reflecting the current environment and aligning with Cuscal's strategic priorities.

The DEI Strategy is grounded in three key commitments:

- Create a culture of inclusion;
- Build a diverse workforce; and
- Focus on reconciliation.

Each commitment has its own initiatives that reflect the experiences and vision of Cuscal's people regarding DEI.

Creating a culture of inclusion

Cuscal's DEI resource group, the DEI Advocates, has organised events and communications to celebrate and represent the diverse views and experiences of the Company's people, including for International Women's Day, Diwali and Wear It Purple Day. Cuscal has also introduced mandatory Unconscious Bias and Respect at Work training for all employees.

Building a diverse workforce

Cuscal has made meaningful progress against its diversity targets. The Board is a testament to the Company's commitment to gender diversity, with 57.1% female representation. The Executive Leadership Team comprises 42.9% male and 57.1% female members, reflecting Cuscal's dedication to gender balance at the highest levels of leadership. The Company has also made significant progress in gender pay equity, improving from -0.3% in September 2023 to 0.7% in September 2025, ensuring equitable remuneration regardless of gender across similar roles. Cuscal's annual report to the Workplace Gender Equality Agency **(WGEA)** can be found at https://www.cuscal.com/investors/esg/.

Effective April 2026, Cuscal has implemented the following targets, in line with the requirements of the WGEA.

- Cuscal will increase female representation in the Senior Manager group (WGEA classification) by 1% by 2029.
- Work will continue in enhancing the Company's Flexible Working Policy, covering:
  - Flexible hours (including flexible start and finish times);
  - Reduced hours or part-time work;
  - Job-sharing arrangements;
  - Purchased leave;
  - Time in lieu;
  - Remote work;
  - Management training on flexible working and remote and hybrid teams;
  - Employee training on flexible working and remote and hybrid teams; and
  - The option to join all team meetings virtually or online.
- Cuscal will take the following actions to improve its Parental Leave Policy and better support all parents and carers. It will:
  - implement superannuation contributions for employees on unpaid parental leave;
  - implement funded parental leave in respect of stillbirths, surrogacy and adoptions; and
  - remove the minimum service period requirement to receive funded parental leave entitlements.

These changes reflect Cuscal's strategic priorities and its belief that having an inclusive leadership team and supportive workplace policies are essential for long-term success. Cuscal is committed to tracking its progress and reporting transparently on outcomes, in line with the WGEA's expectations.

Risk Management

Focusing on reconciliation

Cuscal continues to advance its Reflect Reconciliation Action Plan **(RAP)** under Reconciliation Australia's RAP framework, progressing initiatives that support reconciliation and strengthen relationships with Aboriginal and Torres Strait Islander peoples.

In creating the RAP, Cuscal worked closely with a national Indigenous consulting organisation and actively engaged senior leaders throughout the business.

The Company's new office design intentionally incorporates Aboriginal and Torres Strait Islander cultures and histories, reflecting the long and rich history of living in diverse landscapes. Throughout the office, various artworks, textiles and prints created by First Nations artists and designers, including Jimmy Pike and Willie West, are on display.

Hybrid ways of working

Cuscal has adopted a hybrid working model that offers employees flexibility while maintaining productivity and collaboration. This approach has been well received by employees and has enhanced their work-life balance. The Company's new office space is designed to support and promote a flexible workforce, featuring meeting rooms that ensure an equitable experience regardless of location. There are also collaboration and innovation spaces, quiet rooms for focused work and an inclusive breakout area that can accommodate hundreds. People leaders have been upskilled in hybrid leadership. Building on strategies Cuscal put in place in FY25, employee wellbeing will remain a focus area in FY27.

Employee value proposition

In FY25, Cuscal conducted a three-month research project into the current and future employee experience at the Company. That work defined Cuscal's employee value proposition (**EVP**), which is encapsulated in the phrase 'Forward with Cuscal'. This EVP is designed to highlight the transformative, evolving nature of work and the opportunities for career growth and development. Three main pillars bring the EVP to life.

For interesting work that's transforming	For a winning team that's evolving	For an accomplished career that's growing
This pillar emphasises the dynamic and impactful nature of Cuscal's work, which is fundamental to the payments ecosystem. It highlights the Company's innovative and deliberately disruptive spirit.	This pillar focuses on Cuscal's collaborative and supportive culture, where employees are encouraged to grow and develop their skills. It underscores the importance of teamwork and the continuous evolution of the Company's workforce.	This pillar highlights the career development opportunities available at Cuscal. It emphasises the Company's commitment to helping employees build careers through a combination of stability, innovation and a strong reputation in the sector.

Sustainable Solutions

Cuscal's products have been designed with sustainability in mind.

Suppress paper PIN mailers and encourage customers to use in-app PIN-change services, reducing paper waste and associated costs.

Sustainable plastics

Our cards are produced from eco-friendly materials, including 100% recycled and degradable PVC.

Card destruction/shredders

Customers can return their cards for recycling.

Digital Card Issuance Plus (DCI+)

DCI+ allows a digital-only card with 'opt in' capability for a cardholder to order a physical card later if required.

Sustainable card collateral

Choose to ensure that all mailed customer documents are made from recycled materials.

Return-to-sender

Manage undelivered and returned mail with ease.

Sustainable plastics

The Visa Single Network Debit Card (**SNDC**) product allows clients to simplify their debit portfolio by reducing operational and compliance overheads driven by managing multiple schemes and processes.

Risk Management

Sustainability Targets

Cuscal has established a range of sustainability targets, as outlined in the following figure. These targets continue to support the delivery of Cuscal's sustainability commitments and priorities. Following the acquisitions of Indue and Paymark, management is reviewing its broader Group sustainability strategy and will consider developing future Group-wide climate and environmental targets that reflect the expanded organisation. Existing sustainability targets remain unchanged during the reporting period. The Sustainability Disclosure Report contains further information on the Company's climate-related targets.

Environmental	Community & Stakeholder	People	Value Chain	Governance & Reporting
ESG Commitments for the Year Ahead				
Group targets to be set	Progress RAP Implementation	Maintain or improve target of 40:40:20 for Board & ELT	Continuous improvement to supply chain processes including ESG due diligence	Embed, monitor and continuously improve capabilities to support ongoing compliance with Australian Sustainability Reporting Standards
	Increase % of employees self-identifying as Aboriginal &/or Torres Strait Islander	Target of 40:40:20 for Senior Leadership Group		
		Enhanced flexible working policy		
		Improved parental leave policy		
		Increase number of employees that self-identify DEI data		

Supporting our clients to meet their ESG commitments:

- Client level emissions report
- Disclosure of ESG risks, opportunities and initiatives
- Incorporation of ESG in customer engagement and attestations

Sustainability Report 2026

Sustainability Report

Director's Declaration

20th August 2026

In the opinion of the Directors of Cuscal Limited (**Cuscal** or **the Company**), I state that the Company has taken reasonable steps to ensure that the substantive provisions of the Sustainability Report of the Company and its subsidiaries (collectively **the Group**) for the year ended 30 June 2026, as presented on pages 61 to 85, are in accordance with the *Corporations Act 2001* (Cth) (**Corporations Act**). This includes:

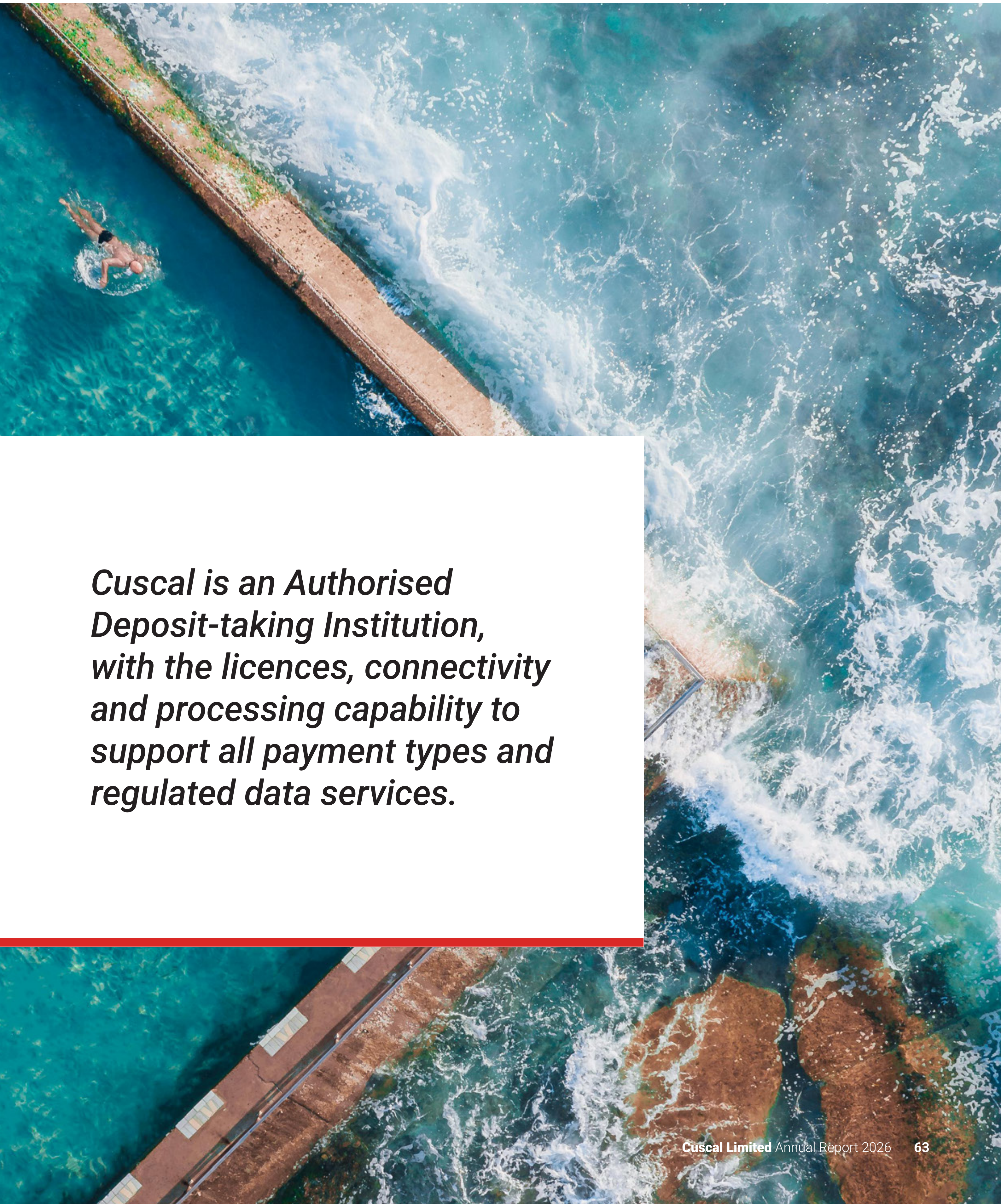
1. Compliance with Australian Sustainability Reporting Standard AASB S2 *Climate-related Disclosures* and any further requirements determined under section 296C(2) of the Corporations Act; and
2. Inclusion of the climate statement disclosures required by section 296D of the Corporations Act.

Made in accordance with a resolution of the Directors of the Company pursuant to section 296A(6) of the Corporations Act, as modified by section 1707C(2) of the Act.

On behalf of the Board

Elizabeth Proust AO
Chairman

20 August 2026



Cuscal is an Authorised Deposit-taking Institution, with the licences, connectivity and processing capability to support all payment types and regulated data services.

1. About This Report

1.1 Basis of Preparation

Reporting entity

This report presents Cuscal's climate-related financial disclosures for the year ended 30 June 2026. These disclosures have been prepared for Cuscal Limited (**Cuscal**) and its consolidated subsidiaries (**the Group**).

Cuscal acquired Indue Ltd on 1 December 2025 and Paymark Limited, a New Zealand entity, on 29 May 2026; both entities are included within the Group for the purposes of these disclosures.

The climate-related disclosures relate to the same reporting entity and reporting period as the Group's consolidated financial statements.

Statement of compliance

These climate-related financial disclosures have been prepared in accordance with AASB S2 *Climate-related Disclosures*, issued by the Australian Accounting Standards Board (**AASB**), and the Corporations Act.

This report presents information about the Group's governance, strategy, risk management processes, and metrics and targets relating to climate-related risks and opportunities.

Transition reliefs

Where applicable, Cuscal has applied the following transition relief provisions available under the Australian Sustainability Reporting Standards framework during the reporting period:

- Relief from the requirement to disclose comparative information in the first annual reporting period; and
- Exclusion of Scope 3 greenhouse gas (**GHG**) emissions measurements from the first report, including additional information on financed emissions.

Connectivity with financial statements

This report should be read together with the information contained in the rest of the 2026 Annual Report.

Where relevant, climate-related information in this report has been prepared using methodologies, assumptions and estimation techniques consistent with those used in the Group's financial statements. The disclosures are intended to provide a cohesive view of how climate-related risks and opportunities could affect the Group's financial position, performance and cash flows over the short, medium and long term.

Events after the reporting period

No transactions, events or conditions have arisen since the end of the reporting period, and up to the date these climate-related financial disclosures were authorised for issue, that have materially affected, or may materially affect, the climate-related risks, opportunities, metrics or targets presented in this report.

1.2 Company Overview

Pages 12 to 18 of this report provide an overview of Cuscal's business operations, organisational structure, strategic activities, operational footprint and value chain.

1.3 Judgements, Uncertainties and Errors

The preparation of these climate-related disclosures requires Cuscal to apply management judgement, assumptions and estimates when identifying, assessing and reporting climate-related risks, opportunities and associated metrics.

Key judgements include identifying the climate-related risks and opportunities that could reasonably be expected to affect Cuscal's financial prospects. This includes determining the scope of the value chain considered to assess these climate-related risks and opportunities, as well as which climate-related information is material to include in the disclosures.

These disclosures also include forward-looking information, including the assessment of climate-related risks and opportunities and their potential impacts over the short, medium and long term. Forward-looking information is inherently uncertain and is based on assumptions regarding future climate conditions, regulatory developments, market responses and technological change. Actual outcomes may differ materially from those expressed or implied due to factors outside Cuscal's control.

Key sources of uncertainty include the timing and severity of climate-related risks, limitations in available climate data and modelling, evolving regulatory and policy settings, and changes in methodologies and market practices over time.

Further information on the methodologies and assumptions used to prepare these disclosures is provided in the 'Metrics and Targets' section of this report and supporting documentation.

As this represents the Group's first reporting period under AASB S2, there are no prior-period disclosures to which error disclosures would apply.

2. Governance

2.1 Governance Oversight

The Board of Directors has ultimate oversight and responsibility for climate-related risks and opportunities, supported by its delegated committees, including the Board Risk Committee (**BRC**) and the Board Audit Committee (**BAC**), which oversee financial reporting, controls and assurance relevant to risk management.

Oversight of climate-related risks and opportunities is integrated in Cuscal's existing governance and risk management structures. Responsibilities relevant to climate-related matters are reflected in Board and committee charters and, as referenced below, in the Risk Management Framework and Strategy (**RMFS**) and associated policies.

The following table outlines Cuscal's governance structure in relation to climate-related risks and opportunities.

	Board
Cuscal Board	• Sets Cuscal's strategy, risk appetite and values, and provides overall oversight of financial and non financial risk management. • Oversees the effectiveness of governance, risk management and control frameworks, including environmental, social and governance (**ESG**); conduct; and climate related risks and opportunities. • Delegates specific oversight responsibilities to Board committees while retaining ultimate accountability.
BAC	• Oversees the integrity of financial reporting, internal controls and external disclosures. • Provides independent oversight of internal and external audits, whistleblowing and regulatory reporting. • Oversees aspects of the risk management framework relating to financial reporting, in coordination with the BRC.
BRC	• Oversees the implementation and effectiveness of Cuscal's risk management framework, including its risk appetite and material risk profile. • Provides oversight of non financial risks, including operational, conduct, ESG, sustainability, and climate related risks and opportunities. • Oversees risk culture, compliance and governance practices, and monitors emerging risks.
Board Remuneration and Nominations Committee (BRNC)	• Oversees Board composition, capability, succession planning and performance evaluation. • Provides oversight of governance arrangements, including fit for purpose structures and policies. • Oversees alignment between performance, remuneration and risk outcomes, where delegated by the Board.

	Management Committees
Executive Leadership Team (ELT)	• Implements Board approved strategy and risk frameworks, including ESG and climate initiatives. • Ensures material risks are identified, managed and escalated in line with risk appetite and governance expectations, including climate-related risks and opportunities. • Takes accountability for operational performance, control effectiveness and regulatory compliance.
Senior Leadership Team	• Owns and manages day to day risks, controls and issues within its respective business areas. • Embeds risk management, ESG and diversity, equity and inclusion (**DEI**) expectations into business operations and decision making. • Escalates material issues, incidents and emerging risks through established governance forums.
ESG/DEI Council (Management-level)*	• Champions and guides the implementation of ESG and DEI strategies across Cuscal. • Supports the identification, prioritisation and tracking of ESG and DEI initiatives, metrics and targets. • Provides insights and reporting to management and governance forums, without replacing formal risk ownership.
Line 2 Group Risk and Compliance Team	• Designs and maintains risk frameworks, policies and standards, including ESG and climate-related risk and opportunity components. • Provides independent oversight by challenging and advising Line 1 on risk identification, assessment and control effectiveness. • Aggregates and reports risk insights to Executive committees and the Board to support informed decision making.

* The council was formed on 30 April 2026.

Governance structure and roles

The Board is responsible for overseeing Cuscal's approach to managing risks, including climate-related risks and opportunities, as part of its broader oversight of strategy, risk management and financial performance. The Board is supported by the BRC, which assists the Board in overseeing Cuscal's risk profile and the effectiveness of the enterprise RMFS, and the BAC, which oversees financial reporting, controls and assurance.

Management is responsible for identifying, assessing and managing climate-related risks and opportunities within the established three lines of accountability model. Climate related risks are embedded within the Group's enterprise risk management processes and evaluated alongside other material enterprise risks through established risk ownership, assessment, escalation, reporting and governance arrangements. The ELT and the Board met five times during the financial year to consider material risks, including climate-related risks and opportunities, and to oversee management actions and risk responses.

2. Governance

2.1 Governance Oversight continued

Integration with strategy, risk management and decision-making

The Board and its committees consider climate-related risks and opportunities as part of their oversight of Cuscal's strategy, risk management and capital-allocation decisions. Climate-related considerations are integrated into:

- Enterprise RMFS and associated risk management practices;
- Annual strategy and business planning processes; and
- Due diligence for significant investments, outsourcing arrangements and major change initiatives, where relevant.

Where climate-related risks or transition considerations are identified as material, they are integrated into the broader risk register. Risks and opportunities on the register are reviewed annually across their strategic, financial, operational and regulatory dimensions to inform decision-making. Climate-related risks are managed through this same process, which considers potential impacts on operational resilience, cost, regulatory compliance and long-term sustainability, as well as trade-offs between competing objectives.

Governance bodies use climate-related information to support their understanding of climate-related risks and opportunities, and to inform oversight, decision-making and prioritisation across the organisation. The Board and management use climate-related information to:

- Understand risk exposures, set the risk appetite and prioritise risk management activities;
- Support oversight of critical operations and key dependencies, including third-party and service provider arrangements; and
- Guide decisions on investment, transformation initiatives and operational resilience planning.

This approach integrates climate-related risks and opportunities into Cuscal's overall governance framework, supporting consistent oversight and informed decision-making.

2.2 Skills and Competencies

Consistent with its charters, the BRC oversees ESG matters, including climate-related risks and opportunities, and the BRNC supports the Board by assessing whether the necessary skills and expertise are available to discharge its oversight responsibilities.

Climate related skills and knowledge are incorporated into the Board's skills matrix, ensuring that relevant experience and competencies are captured as part of its overall capability assessment.

The Board assesses whether it has the appropriate skills, experience and competencies to oversee climate related risks and opportunities, as part of its existing approach to Board composition, performance evaluation and ongoing development. This is described in Cuscal's Corporate Governance Statement, which has been approved by the Board and is available on the Company's website at: https://www.cuscal.com/investors/.

Informed by the outcomes of the Board skills assessment, the Board of Directors maintain oversight capability for climate related risks and opportunities through established processes for ongoing capability development, including access to targeted briefings, training and external expertise relevant to Cuscal's operating environment. Areas of improvement identified through this process are addressed through a combination of professional development, engagement of external advisers, and consideration within Board succession and appointment processes. This approach aligns with Cuscal's governance framework and is tailored to the Company's size, complexity and risk profile.

2.3 Remuneration and Climate-related Targets

No Group climate-related targets were established during the reporting period. The Board will consider the development of Group climate-related targets as the Company's approach to managing climate-related risks and opportunities matures. More details are provided in the 'Metrics and Targets' section.

Executive remuneration is governed through Cuscal's established remuneration framework and overseen by the Board and the BRNC, in accordance with the Board charters, the Cuscal Constitution and the Corporate Governance Statement. As Cuscal's approach to managing climate-related risks and opportunities continues to evolve, the Board will consistently consider how remuneration outcomes align with these risks and opportunities in future financial years. Any such consideration would be subject to Board oversight and will align with Cuscal's overall governance, risk management and remuneration frameworks.

2.4 Management's Role

Management is responsible for the identification, assessment and management of climate-related risks and opportunities as part of Cuscal's existing enterprise risk management and governance practices.

Primary responsibility for managing climate-related risks rests with Senior Management or the ELT (Line 1), who act as risk owners within their respective business and operational areas. Climate-related risks are identified and assessed using Cuscal's established risk management processes and are considered alongside other material risks, including strategic, operational and regulatory risks. Cuscal's principal control for managing climate-related risks is its multiple lines of accountability. Risk owners are assigned to each risk in Cuscal's risk management system and are accountable for reviewing their risks and controls annually. The Group Risk and Compliance function (Line 2) oversees, guides and challenges management and the Board to ensure climate-related risks are appropriately assessed, documented and integrated into the enterprise RMFS. This includes supporting consistency of risk assessment, escalation and reporting across the organisation.

Climate-related risks and opportunities identified through these processes are incorporated into management reporting and, if risks or issues arise, escalated through established governance channels. This includes escalation to the ELT and, where appropriate, to the BRC as part of broader risk reporting and oversight.

3. Strategy

3.1 Identifying Climate Risks and Opportunities

Cuscal conducted a climate risk and opportunities assessment for the Group to identify climate-related risks and opportunities that could reasonably be expected to impact Cuscal's strategy, business model and prospects.

Time horizons

The time horizons used for climate risk assessment have been defined and aligned with reliable data sources for scenario analysis.

Short term (from now to 3 to 5 years)

The short-term horizon reflects Cuscal's current operating environment and near-term planning cycle and is intended to represent present-day conditions. This horizon captures the short-term impacts of climate-related regulatory developments, evolving stakeholder expectations, and early-stage transition actions by clients, partners and service providers. Risks and opportunities assessed over this horizon are those that could reasonably be expected to affect Cuscal's operations, service delivery, compliance obligations and financial performance within existing strategic and investment planning timeframes. Cuscal's financial forecasting aligns with the lower end of the range presented in this time horizon.

Medium term (from 5 years to 10 to 15 years)

The medium-term horizon reflects the period during which Australia's interim climate commitments and transition policies are expected to materially influence regulatory frameworks, market behaviour and technology adoption. This horizon aligns with Australia's Nationally Determined Contribution trajectory and interim emissions reduction targets towards 2035, a period during which climate-related transition pressures on the financial sector are expected to intensify. For Cuscal, this timeframe captures the period during which client transition pathways, regulatory requirements, infrastructure modernisation and market restructuring are likely to have material implications for business strategy, operating models and financial outcomes.

Long term (up to 25 years)

The long-term horizon aligns with the global objective of achieving net zero emissions by 2050 under the Paris-aligned pathway and reflects the period during which structural changes in the economy, financial system, technology and climate are expected to be most pronounced. This horizon is used to assess the resilience of Cuscal's business model and strategic positioning under sustained climate transition and longer-term physical climate impacts. It captures potential structural shifts in regulation, market dynamics, client expectations and service delivery models that could materially influence Cuscal's long-term viability, competitiveness and financial sustainability.

The following table summarises the climate-related risks and opportunities that could reasonably be expected to affect Cuscal's financial position, financial performance and cash flows over the short, medium and long term.

Type	Risk/ Opportunity	Description of Impact	Where the Impact Occurs	Time Horizon
Physical risk	Critical infrastructure Disruption from acute weather events	Acute weather events such as heavy rainfall, flooding, storms and extreme heat may disrupt critical infrastructure and essential service providers, affecting system availability, operational continuity and service delivery.	• Upstream • Operations • Downstream	Short to medium term
Physical risk	Climate-related disruption to transaction volumes	Severe weather events or broader climate-related disruptions affecting economic activity may reduce transaction volumes across sectors and regions, reducing demand for payment-processing services.	• Operations • Downstream	Medium to long term
Opportunity	Resource efficiency	Increased efficiency in energy and water use across Cuscal's facilities and infrastructure is expected to modestly reduce operating costs over the medium to long term.	• Upstream • Operations	Medium to long term

Cuscal assessed a range of potential climate-related transition risks through its climate risk assessment and associated scenario analysis, including regulatory compliance risk, greenwashing risk, climate policy change risk, climate reputation risk, supplier climate and contractual alignment risk, client and sector transition market risk, and technology obsolescence and transition investment risk. While these risks were considered relevant to the Company's operating environment, none were disclosed as climate-related transition risks that could reasonably be expected to affect Cuscal's prospects over the short, medium or long term, based on current materiality assessments that considered both quantitative and qualitative factors.

This conclusion reflects a significant management judgement that considered Cuscal's service-based, asset-light business model, its limited exposure to emissions-intensive assets and energy costs in its direct operations, and its indirect exposure through its reliance on third-party technology, cloud, telecommunications and infrastructure providers. Particular consideration was given to transition impacts that may arise indirectly through data centres and other critical service providers, including increased energy costs, evolving decarbonisation expectations and changing client requirements. While these factors may influence supplier operating models over time, the assessment concluded that Cuscal's exposure remains limited and not material.

Notwithstanding this conclusion, the scenario analysis performed by the Group and disclosed in this report indicated that several transition risks – particularly those relating to regulatory compliance, policy developments, stakeholder expectations, supplier alignment and client transition requirements – may increase over time as climate-related regulation, obligations and markets continue to evolve. Consequently, Cuscal will continue to monitor these emerging and existing matters through its annual climate risk assessment, scenario analysis, supplier activities and enterprise risk management processes, and will reassess its judgements on its exposure to transition risks in future reporting periods.

Paymark was acquired on 29 May 2026, after the completion of Cuscal's climate scenario analysis that underpins this assessment. Paymark operates within a broadly similar operating and risk environment. Cuscal will conduct a review of the climate risk assessment in the next financial year, incorporating any changes to the Group's climate-related risk exposure, including those arising from Paymark.

3. Strategy

3.2 Business Model, Value Chain and Strategy

Climate-related risks and opportunities influence Cuscal's business model, value chain and strategic decision-making primarily through their potential impact on service resilience, technology dependencies, operating costs and regulatory expectations. The Company's exposure to climate-related impacts arises predominantly from its reliance on third-party and intragroup arrangements and from changes in client demand and regulatory expectations.

Climate related impacts may arise across Cuscal's value chain, including upstream service providers, its own operations and downstream client interactions. The following analysis focuses primarily on domestic operations, with indirect consideration of key service providers.

Area	Where the Impact Occurs	Business Implication	Strategic Response
Upstream	Technology, data processing, hosting, telecommunications and other service providers (including material service providers supporting critical operations)	Exposure to service disruption, concentration risks and environmental risks associated with third party operations	Service provider governance, due diligence and ongoing monitoring, including assessment of fourth party dependencies, resilience and ESG risk factors
Operations	Cuscal's own technology usage, transaction processing and operational scale	Changes in operating costs, energy consumption and resilience requirements	Integration of climate considerations into enterprise risk management, operational resilience planning and technology decision making
Downstream	Client transaction volumes, demand patterns and regulatory expectations	Indirect impacts on operational scale, infrastructure demand and compliance expectations	Ongoing monitoring of client demand trends and regulatory developments to support service continuity and adaptive capacity

In assessing climate related risks and opportunities, Cuscal considers its own operations and relevant upstream and downstream value chain activities that may influence the delivery, resilience or continuity of its regulated payment and data services. This includes a focus on dependencies on material service providers, fourth party arrangements, geographic exposures (including offshoring) and the resilience of service providers supporting critical operations.

Cuscal does not currently maintain a standalone climate transition plan. The Company manages its climate related actions through its existing risk management, procurement, service provider governance and operational planning frameworks. It funds activities through existing operational budgets and monitors progress through established risk reporting and governance processes. Over time, Cuscal expects to enhance the quality and consistency of climate related information across its value chain through deeper engagement with service providers, contractual mechanisms, and ongoing improvements to internal data and risk management practices.

3.3 Current and Anticipated Financial Effects

During the reporting period, climate related risks and opportunities did not have a material impact on Cuscal's financial position, financial performance or cash flows. This assessment reflects the nature of the Company's operations as a payments infrastructure provider, where its primary exposure lies within the value chain. Cuscal has not experienced material cost increases or operational disruptions attributable to physical climate risks, including extreme weather events. This reflects the nature of the Company's operations and the effectiveness of its existing resilience and risk management measures, including geographically distributed data centre infrastructure, third-party critical infrastructure monitoring arrangements, business continuity and disaster recovery plans, and contractual resilience requirements with key service providers.

In the short to medium term, the financial impact of critical infrastructure disruption from acute weather events has not been quantitatively assessed due to high measurement uncertainty and limited availability of reliable data.

The resilience measures described earlier are assessed as sufficient to manage current exposure and support service delivery continuity. Over the medium to long term, the potential for climate-related disruption to transaction volumes, arising from severe weather events or broader climate-related impacts on economic activity, represents a more diffuse and uncertain financial exposure. The magnitude of this exposure will depend on the pace and geographic distribution of physical climate change and its flow-through effects on economic activity across the sectors and regions in which Cuscal's clients operate. Over the medium to long term, the financial effects cannot be reliably estimated due to high measurement uncertainty, so any resulting quantitative information would not be useful.

Increased efficiency in energy and water use across Cuscal's facilities and infrastructure is expected to modestly reduce operating costs over the medium to long term. The anticipated financial effect is assessed as positive but not quantifiable at this stage, given the level of measurement uncertainty.

3.4 Scenario Analysis

Cuscal undertook climate related scenario analysis during the reporting period to explore how climate related risks and opportunities may evolve over time and how these may affect the business. The analysis considers a range of plausible future conditions rather than predicting a single outcome, supporting a forward looking understanding of how risk exposure and potential responses may change.

The Company selected two contrasting climate scenarios for its analysis, consistent with recognised frameworks of the Network of Central Banks and Supervisors for Greening the Financial System (**NGFS**) and the Intergovernmental Panel on Climate Change (**IPCC**). These comprise a low-warming, orderly transition scenario aligned to 1.5°C (NGFS Net Zero 2050/SSP1-1.9/RCP 1.9) and a high-warming 'current policies' scenario aligned to 3.3–4.0°C (NGFS Current Policies/SSP5-8.5/RCP 8.5). These scenarios were selected to capture a range of plausible transition and physical risk outcomes relevant to Cuscal's service-based operating model and role within the payments and regulated data ecosystem.

The orderly transition scenario assumes early and coordinated global climate action, including progressively tightening climate related regulation and disclosure and third party risk management expectations, accelerated technology adoption, and rising client and stakeholder expectations. These assumptions result in higher near term transition pressures but lower long-term physical climate impacts. By contrast, the current policies scenario assumes delayed and fragmented climate action, with weaker short-term transition pressures but escalating medium- to long-term physical climate risks, leading to more reactive and disruptive regulatory and market responses.

In applying these scenarios, Cuscal assumed that climate related impacts would arise predominantly through indirect channels, reflecting its service-based, asset-light operating model. Transition risks were therefore assessed primarily through regulatory change, client and partner expectations, and broader economic conditions, while physical climate risks were assessed based on the resilience of critical infrastructure and key service providers. The analysis focused mainly on domestic operations, where most of Cuscal's business activities and service delivery occur, with indirect consideration of broader value chain exposures.

The scenario analysis considered short-, medium- and long-term time horizons, focusing on areas where climate impacts could reasonably influence Cuscal's operations and broader business environment. This included the resilience of critical infrastructure and service providers, transaction volumes linked to economic activity, operating costs, and evolving client and regulatory expectations.

3. Strategy

3.4 Scenario Analysis continued

A structured, qualitative process was used to assess how identified climate related risks and opportunities may evolve under each scenario. Climate-related risks and opportunities were identified through a review of prior climate risk assessments and relevant internal and external climate-related information. The identified risks were then mapped to the relevant scenario drivers and assessed across short-, medium- and long-term time horizons, to understand how risk exposure may change under each climate pathway. Climate risks were assessed by considering changes in likelihood and potential impact under each scenario, using Cuscal's existing enterprise risk management methodology.

Risks and opportunities were reasonably expected to affect prospects where they received a risk rating of 'Medium' or higher, consistent with Cuscal's RMFS and the materiality concept under AASB S2, reflecting the potential to influence the decisions of primary users of Cuscal's financial statements. The results were reviewed and refined to ensure alignment with the Company's operational context and indirect exposure to many climate impacts.

Scenario analysis outcomes were used to inform Cuscal's understanding of relative risk exposure and resilience rather than to produce precise financial forecasts. The analysis indicated that Cuscal's overall climate-related risk exposure is currently low, reflecting its asset-light business model and reliance on distributed digital infrastructure. Physical risks, particularly those associated with acute weather events affecting critical infrastructure and broader economic activity, are expected to intensify over time under the higher-warming scenario, while transition risks become more pronounced under the orderly transition scenario as regulatory, market and stakeholder expectations intensify.

The outcomes of the scenario analysis have been used to support the assessment of climate-related risks and opportunities, including evaluating how identified risks may evolve across different climate scenarios and time horizons. This informed the risk ranking, supported enterprise-level climate risk assessment, shaped monitoring metrics and tolerance thresholds for material risks, and guided the integration of climate considerations into existing risk management, resilience and business continuity processes. Cuscal expects to revisit and refine its scenario analysis as climate science, regulatory requirements and internal data maturity continue to evolve.

3.5 Climate Adaptation and Resilience

Cuscal has considered the outcomes of its climate-related scenario analysis to assess the resilience of its strategy and business model under a range of plausible future conditions. Based on this assessment and the assumptions used, Cuscal expects its strategy and business model to remain resilient to the identified climate-related risks and opportunities across the assessed scenarios.

Cuscal's climate related risk exposure is predominantly indirect and arises primarily through dependencies within the value chain, including critical infrastructure providers, service partners and broader economic conditions, rather than through direct ownership of climate exposed physical assets.

In undertaking this assessment, the Company considered the following existing characteristics of its operating model:

- An asset light, technology enabled structure, which limits reliance on physical assets;
- Established business continuity, failover and incident response arrangements aligned with Australian Prudential Regulation Authority Prudential Standard CPS 230 requirements;
- Existing governance and enterprise risk management frameworks through which climate related risks can be identified and managed; and
- Ongoing monitoring of regulatory developments and client expectations.

Overall, the scenario analysis indicates that Cuscal's strategy and operating model currently exhibit limited direct exposure to climate related risks. Where such exposures have been identified, existing risk management and control frameworks are considered appropriate to support adaptation and mitigation, noting that actual outcomes may differ as external conditions, regulatory requirements and climate related impacts evolve over time.

4. Risk Management

4.1 Risk Management Process

Cuscal identifies, assesses, prioritises and monitors climate-related risks through its RMFS, which governs the management of all material risks across the Company. Climate-related opportunities are managed through Cuscal's business strategy and planning processes.

The management of climate-related risks is integrated into Cuscal's broader non-financial risk management framework and is documented and assessed using the same risk assessment methodology applied to all material risks.

The end to end process for identifying, assessing, prioritising and monitoring climate risks is embedded within Cuscal's standard risk management lifecycle.

Identify and assess

As this is Cuscal's first comprehensive climate risk assessment, a dedicated climate risk identification process was undertaken, drawing on prior climate risk assessments to identify and assess climate-related risks and opportunities across different time horizons and climate pathways.

Generally, climate-related risks and opportunities are identified through the Company's established risk identification processes and supporting standards, ensuring a consistent approach with all other enterprise risks. For the initial identification, Cuscal engaged an external sustainability specialist in FY26 to support the process. This process involved risk identification and validation in collaboration with Line 1 business risk owners and incorporated a broad range of internal and external inputs, including strategic and business planning; regulatory and industry horizon scanning; risk in change assessments, issues and incidents; and internal data such as financial performance, prior risk assessments, and key customer exposures and dependencies. External data sources, including industry scenarios and climate risk datasets, were also considered to benchmark and validate identified risks against emerging industry practices. Line 2 Group Risk and Compliance conducted reviews and challenges to ensure a robust process and outcomes.

Climate related risks and opportunities are assessed using Cuscal's established enterprise risk assessment methodology, consistent with the RMFS. Each risk or opportunity is evaluated by considering its:

- Likelihood – the probability of occurrence, assessed on a five point scale (Rare to Almost Certain); and
- Impact – the potential impact across Cuscal's standard consequence categories, including financial system stability, clients and end customers, financial loss, people, regulatory/compliance, legal, reputation and environmental impacts.

Climate related risks are classified as either physical or transition risks and assessed based on whether impacts arise directly from Cuscal's operations or indirectly through its value chain, including suppliers, service providers and counterparties.

Climate-related opportunities are identified through Cuscal's climate risk assessment process and evaluated based on their potential to deliver operational, strategic or commercial benefits. Identified opportunities are recorded within the climate-related risks and opportunities register to support consistent governance, monitoring and reporting.

4. Risk Management

4.1 Risk Management Process continued

Manage and control

Risks are recorded and maintained in Cuscal's risk management system, while opportunities are managed through its business strategy processes.

Where required, risk treatment actions are defined and implemented to ensure risks are managed within Cuscal's risk appetite. Climate-related risks are assessed and escalated to the enterprise risk register, and managed alongside other enterprise risks, with no separate assessment or control framework applied.

Monitor, review and assurance

Cuscal continuously monitors and reviews climate-related risks and opportunities as part of its ongoing risk monitoring and review processes. Risks are tracked in Cuscal's risk management system, using defined risk metrics to monitor changes in risk exposure and emerging trends. Risk owners are responsible for monitoring changes in risk exposure and control effectiveness, while Line 2 Risk and Compliance provides oversight and independent assessment.

Risk assessments are reviewed periodically, at least annually, or earlier as prompted by a material change in the Company's risk profile, operating environment or control effectiveness. Independent assurance over the effectiveness of the risk management framework, including the management of climate-related risks and opportunities, is provided through Cuscal's three lines of accountability and internal audit activities.

Report

Climate-related risks and opportunities are recorded in the appropriate systems and registers. They are monitored, reviewed and reported through Cuscal's established risk management, reporting and governance arrangements, in accordance with the RMFS and the Sustainability Policy.

Formal reviews of climate-related risk assessments, including likelihood and impact ratings, are conducted at least annually as part of Cuscal's standard risk assessment processes. Reviews consider changes in internal and external conditions, such as updates to climate data, regulatory developments, industry guidance, market dynamics and broader trends, to determine whether risk ratings, controls and management responses remain appropriate. Where a material change in Cuscal's climate-related risk profile is identified outside the regular review cycle, an interim reassessment is undertaken and escalated through the established risk governance process.

4.2 Changes from the Previous Reporting Period

This is the first period in which Cuscal has prepared climate-related risks and opportunities under AASB S2. Therefore, there is no prior reporting period against which to report changes to the risk management process.

5. Metrics and Targets

5.1 Greenhouse Gas Emissions

Scope 1 and 2 emissions

In line with AASB S2 requirements, Cuscal measures GHG emissions in accordance with the Greenhouse Gas Protocol: A Corporate Accounting and Reporting Standard (2004) (**GHG Protocol**). The FY26 GHG inventory has been measured in accordance with this methodology, with emission factors derived from the Australian National Greenhouse Accounts Factors 2025 released by the Australian Government Department of Climate Change, Energy, the Environment and Water (**DCCEW**).

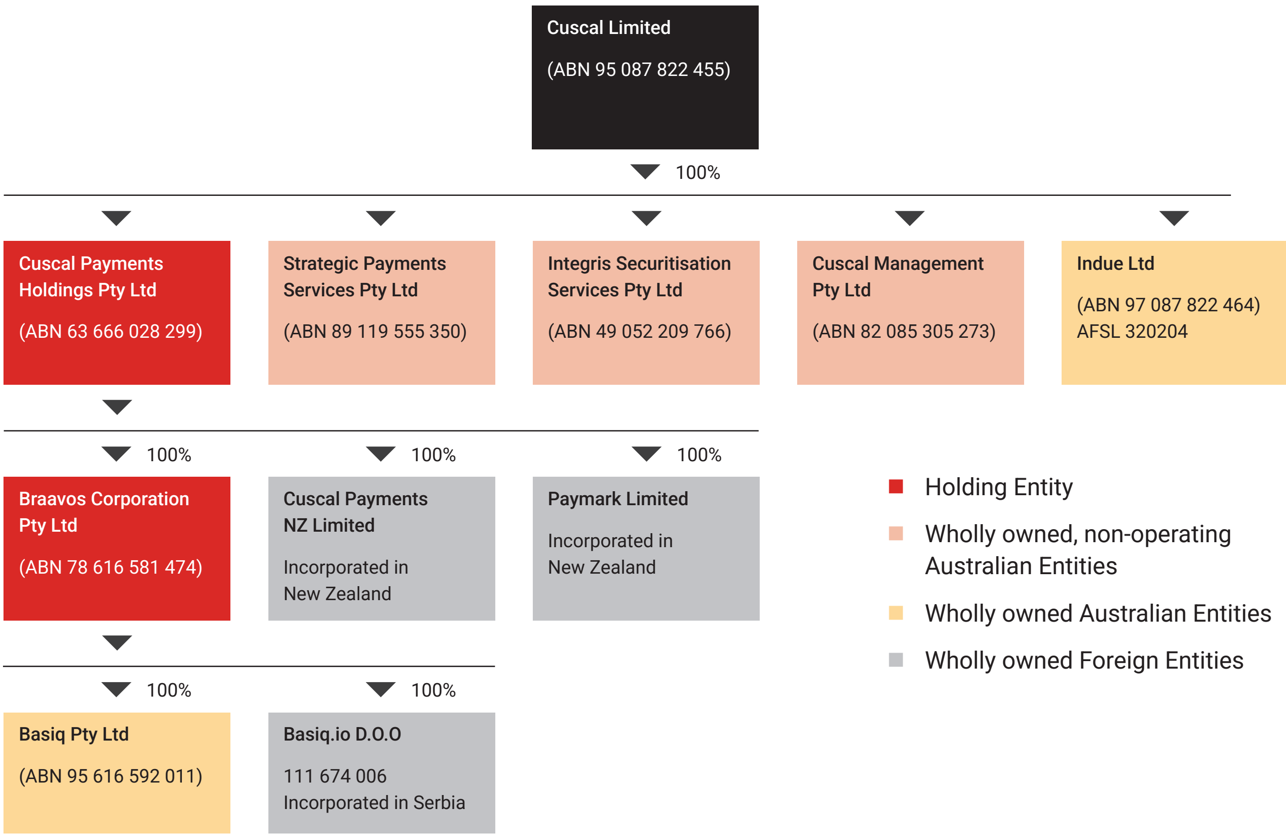
Scope 1 emissions represent direct emissions from owned or controlled sources, while Scope 2 emissions are indirect emissions from purchased energy consumed in Cuscal's operations. Scope 3 emissions, representing indirect value chain emissions, are not included in Cuscal's FY26 reporting.

Emissions are disclosed on a gross basis, without offsets, and are reported in metric tonnes of carbon dioxide equivalent (tCO_2e).

Cuscal notes that variations in third-party methodologies and assumptions may limit the comparability of its reported emissions data with that of other entities.

Organisational boundary

Cuscal established its FY26 organisational boundary in accordance with the GHG Protocol using the operational control approach. During FY26, the Company acquired Indue Ltd on 1 December 2025 and Paymark Limited on 29 May 2026. The relevant Scope 1 and Scope 2 emissions attributable to Indue Ltd and Paymark Limited have been apportioned based on the period in FY26 during which Cuscal had operational control over each subsidiary. For the other subsidiaries, Cuscal maintained full operational control throughout the whole reporting period. During this time, the Company did not hold any investments that warranted inclusion within the defined boundary.



5. Metrics and Targets

5.1 Greenhouse Gas Emissions continued

Scope 1 and 2 GHG emissions

Scope	FY2026 Emissions (tCO_2e)
Scope 1	0.03
Scope 2 (location based)	235.38
Scope 2 (market based)[1]	15.90
Total (Scope 1 and 2 – location based)	235.41
Total (Scope 1 and 2 – market based)[2]	15.93

1 Belgrade location-based emissions are included in this figure as the residual emissions factor for Serbia is not publicly available.

2 ibid.

Scope 1 and 2 calculation methodologies

Scope 1 emissions

Scope 1 emissions represent direct GHG emissions from activities under Cuscal's operational control. This includes emissions from sources owned or controlled by Cuscal across its operated assets. In FY26, the Company's Scope 1 emissions were due to fugitive emissions from refrigerant leakage from Cuscal-owned refrigeration units.

Emissions are calculated using activity data and source-specific methodologies, applying emissions factors consistent with the GHG Protocol and the Australian National Greenhouse Accounts (**NGA**) Factors 2025 released by the DCCEEW. For fugitive emissions (i.e., refrigerants), emissions are estimated by applying assumed leakage rates from DCCEEW's Cold Hard Facts 2022 to the total refrigerant charge, using the global warming potentials (**GWPs**) listed in the IPCC Sixth Assessment Report (AR6, 2023). For refrigerants not listed in the IPCC AR6 (i.e. R600a and R290), GWPs have been sourced from Climatiq, the world's largest database of carbon impact data, and the North American Sustainable Refrigeration Council.

The calculation boundary includes 100% of Scope 1 emissions from activities where Cuscal has operational control and covers all relevant GHGs, including carbon dioxide (CO_2), methane (CH_4), nitrous oxide (N_2O), and hydrofluorocarbons (HFCs). Other gases such as sulphur hexafluoride (SF_6), nitrogen trifluoride (NF_3) and perfluorocarbons (PFCs) do not apply to Cuscal's operations and are not emitted. No Scope 1 emissions have been excluded from the FY26 GHG inventory.

Scope 2 emissions

Scope 2 emissions represent indirect GHG emissions from the generation of purchased electricity consumed in activities under Cuscal's operational control. This includes electricity supplied to all operated assets.

Emissions are calculated using electricity consumption data, with emission factors derived from the NGA Factors. Both location-based and market-based methods are applied. The location-based method reflects average grid emissions factors for relevant geographic locations, while the market-based method reflects emissions associated with specific electricity purchasing decisions, where applicable.

At its Australian locations, Cuscal has ensured that its electricity contracts for its corporate head office on Sussex Street in Sydney include 100% GreenPower from 1 October 2025. For the period 1 July 2025 to 30 September 2025, Cuscal purchased and retired 88 large-scale generation certificates to account for its electricity consumption and support the management of its net zero Scope 2 emissions.

For Australian entities, location-based and market-based emissions factors have been sourced from the NGA Factors.

For New Zealand entities, location-based emissions factors have been sourced from New Zealand's Ministry for the Environment, while market-based emissions factors have been sourced from BraveTrace, an independent provider of renewable energy certification services in New Zealand.

For Serbian entities, location-based emissions factors have been sourced from the International Energy Agency's Electricity Emission Factors 2025, while market-based emissions factors have not been applied because no publicly available information was found. Where primary data is unavailable, emissions are estimated using reasonable assumptions. For example, for operations in Serbia, electricity usage has been estimated based on prior-year consumption, as current-year data was unavailable and there were no material changes to operations or headcount. No Scope 2 emissions have been excluded from the FY26 GHG inventory.

5. Metrics and Targets

5.1 Greenhouse Gas Emissions continued

Scope	Emissions Source	Data Source/ Methodology	Key Assumptions	Estimation Uncertainty
General	Acquired entities (Indue and Paymark)	Emissions were consolidated from the date Cuscal obtained operational control of each entity. Scope 1 and Scope 2 emissions were apportioned to reflect the period under Cuscal ownership during FY26.	Operational control commenced on 1 December 2025 for Indue and 29 May 2026 for Paymark.	Low – based on known acquisition and operational control dates
Scope 1	Refrigerants – Indue- and Paymark-owned fridges	Refrigerant type and charge amounts were obtained from the unit/publicly available information. Leakage rates were obtained from the DCCEEW's Cold Hard Facts 2022.	Refrigerant type, charge capacity and default leakage rates are representative of actual refrigerant losses during the reporting period.	Moderate – emissions were estimated using available equipment information and default leakage rates, rather than actual refrigerant top-up or maintenance records. Given the immaterial nature of these emissions, obtaining actual refrigerant top-up or maintenance records is not considered proportionate and would require undue effort.
Scope 2	Purchased electricity – Cuscal offices	Electricity consumption obtained from supplier invoices and meter data, where available. Emissions were calculated using electricity consumption (kWh) multiplied by the relevant location-based emission factors.	Electricity usage is representative of actual office occupancy and operations during the reporting period.	Low – electricity emissions are obtained directly from electricity invoices that state electricity usage.
Scope 2	Purchased electricity – Indue offices	Where electricity invoices were unavailable, electricity consumption was estimated using industry benchmarks or was extrapolated from available usage data for comparable periods.	Office energy intensity and historical consumption patterns are representative of actual usage.	Moderate – Indue has two offices; one estimates its electricity usage based on office size, while the other relies on benchmark data and extrapolated partial-year information.
Scope 2	Purchased electricity – Paymark office	Electricity consumption for periods not covered by invoices at the reporting date was estimated using historical electricity consumption and average daily usage patterns.	Historical consumption trends are representative of the reporting period.	Low – electricity usage for the period that Cuscal had operational control was estimated based on the historical 11 months of data.
Scope 2	Purchased electricity – Belgrade office	Electricity consumption was estimated using the most recent full-year equivalent consumption data as electricity records for the reporting period were unavailable.	Office operations, occupancy levels and energy consumption remained broadly consistent with prior periods.	Moderate – estimate based on prior-period consumption.

Changes from the previous reporting period

Notable changes in Cuscal's FY26 reporting include the acquisition of Indue Ltd and Paymark Limited, which were finalised on 1 December 2025 and 29 May 2026, respectively.

Scope 3 emissions

As this is Cuscal's first year of reporting under AASB S2, it has applied transition relief to omit comparative information and exclude Scope 3 emissions, with the intention to include Scope 3 emissions in future reporting periods.

5.2 Other Climate-related Metrics

Climate-related risk and opportunity vulnerabilities

The following table summarises the amounts and percentages of Cuscal's assets and business activities that are vulnerable to climate-related risks and aligned with climate-related opportunities.

Risk Type/Opportunity	Amount and Percentage of Assets or Activities
Physical risks	As outlined in section 3.1, Cuscal's physical climate-related risks primarily relate to transaction volumes, which comprise a proportion of the Company's revenue, and arise predominantly through disruption to third party assets and supply chain dependencies rather than Cuscal's owned infrastructure. Physical risks relate to transaction processing revenue, which currently comprise approximately 97% (~$418 million) of Gross fee and commission revenue). Cuscal does not currently anticipate a material financial impact.
Transition risks	Consistent with the outcomes of the climate risk assessment, no transition risks were identified that are reasonably expected to affect Cuscal's prospects over the short, medium and long term at the reporting date. Accordingly, zero revenue or no assets have been identified as vulnerable to transition-related impacts.
Opportunities	The principal climate-related opportunity identified involves consolidating recently acquired entities, including optimising physical locations and data centre infrastructure. This presents an opportunity to enhance operational efficiency and increase efficiency in energy and resource use through the rationalisation of the Group's footprint. This may modestly reduce operating costs over the medium to long term. Cuscal has already realised premises-related cost efficiencies of approximately 12% (~$0.7 million) through optimisation of its physical footprint and office utilisation. The Group continues to evaluate further opportunities, which may deliver an additional 2% (~$0.2 million) reduction in premises-related costs, subject to implementation.

5. Metrics and Targets

5.1 Greenhouse Gas Emissions continued

Capital deployment

During the year ended 30 June 2026, Cuscal deployed $nil in capital expenditure specifically attributed to climate-related risks and opportunities. However, the Group incurred climate-related operating expenditure associated with sustainability and climate initiatives, including activities to support readiness for mandatory climate-related disclosures and compliance with AASB S2 reporting requirements.

Internal carbon pricing

Cuscal does not currently apply an internal carbon price in its decision-making processes.

Executive remuneration

Cuscal does not currently link Executive remuneration to climate-related performance metrics. As disclosed in 'Governance', the Board will assess whether to incorporate climate-related considerations into remuneration structures in the future.

The percentage of Executive management remuneration linked to climate-related considerations in the current reporting period is therefore nil.

5.3 Climate-related Targets

Greenhouse gas reduction targets

As outlined in the 'Governance' section, the Board will consider developing Group-wide climate-related targets and a decarbonisation plan as the Company's approach to identifying, assessing and managing climate-related risks and opportunities continues to mature. During the reporting period, Cuscal had not established any Group-wide climate-related targets, including GHG emissions reduction targets.

Independent Auditor's Review Report

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Independent auditor's review report to the members of Cuscal Limited

Conclusion

We have conducted a review of the following information in the Sustainability Report of Cuscal Limited (the Company) and its subsidiaries (collectively the Group) for the year ended 30th June 2026 (the 'selective sustainability information') as required by Australian Standard on Sustainability Assurance ASSA 5010 Timeline for Audits and Reviews of Information in Sustainability Reports under the Corporations Act 2001 issued by the Auditing and Assurance Standards Board (AUASB):

Selective sustainability information	Criteria: Reporting requirement of AASB S2 Climate-related Disclosures (AASB S2) (including related general disclosures required by Appendix D)	Location in Sustainability Report
Governance	Paragraph 6	Section 2 on pages 66 to 69
Strategy (risk and opportunities)	Subparagraphs 9(a), 10(a) and 10(b)	Table on page 71
Scope 1 and 2 emissions	Subparagraphs 29(a)(i)(1) to (2) and 29(a)(ii) to (v)	Section 5, Metrics and Targets pages 77 to

The requirements of AASB S2 identified in the table above form the criteria relevant to the selective sustainability information and apply under Division 1 of Part 2M.3 of the *Corporations Act 2001* (the Act).

We have not become aware of any matter in the course of our review that makes us believe that the selective sustainability information specified in the table above does not comply with Division 1 of Part 2M.3 of the *Corporations Act 2001*.

Basis for conclusion

Our review has been conducted in accordance with Australian Standard on Sustainability Assurance ASSA 5000 General Requirements for Sustainability Assurance Engagements (ASSA 5000) issued by the AUASB. Our review includes obtaining limited assurance about whether the selective sustainability information is free from material misstatement.

In applying the relevant criteria, we note that subsection 296C(1) of the Act includes a requirement to comply with AASB S2.

Our conclusion is based on the procedures we have performed and the evidence we have obtained in accordance with ASSA 5000. The procedures in a review vary in nature and timing from, and are less in extent than for, an audit. Consequently, the level of assurance obtained in a review is substantially lower than the assurance that would have been obtained had an audit been performed. See the *Summary of the Work performed* section of our report.

Our responsibilities under ASSA 5000 are further described in the *Auditor's responsibilities* section of our report.

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Independent Auditor's Review Report

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We are independent of the Company in accordance with the auditor independence requirements of the Act and the ethical requirements of *APES 110 Code of Ethics for Professional Accountants (including Independence Standards)* issued by the Accounting Professional & Ethical Standards Board Limited (November 2018 incorporating all amendments to June 2024) (the Code) that are relevant to reviews of the selective sustainability information of public interest entities in Australia. We have also fulfilled our other ethical responsibilities in accordance with these requirements and the Code.

Our firm applies Australian Standard on Quality Management ASQM 1 *Quality Management for Firms that Perform Audits or Reviews of Financial Reports and Other Financial Information or Other Assurance or Related Services Engagements*, which requires the firm to design, implement and operate a system of quality management, including policies and procedures regarding compliance with ethical requirements, professional standards, and applicable legal and regulatory requirements.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion.

Other information

The directors of the Company are responsible for the other information. The other information comprises the Company's Annual Report, including the Financial Report and the Sustainability Report, but does not include the selective sustainability information and our review report thereon.

Our conclusion on the selective sustainability information does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our review of the selective sustainability information, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the selective sustainability information, or our knowledge obtained when conducting the review, or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities for the selective sustainability information

The directors of the Company are responsible for:

- The preparation of the selective sustainability information in accordance with the Act; and
- Designing, implementing and maintaining such internal control necessary to enable the preparation of the selective sustainability information, in accordance with the Act that is free from material misstatement, whether due to fraud or error.

Inherent limitations

As discussed on page 65 of the Report, climate-related risk management is an emerging area, and often uses data and methodologies that are developing and uncertain. The Report contains forward looking statements, including climate-related scenarios, targets, assumptions, climate projections, forecasts, statements of future intentions and estimates and judgements that have not yet occurred and may never occur. We do not provide assurance on the achievability of this prospective information.

Greenhouse gas emissions quantification is subject to significant measurement uncertainty, which arises because of incomplete scientific knowledge used to determine emissions factors and the values needed to combine emissions of different gases. The comparability of sustainability information between entities and over time may be affected by inconsistencies in the methods to estimate or measure those emissions, due to different, but acceptable, methods applied.

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Auditor's responsibilities

Our objectives are to plan and perform the review to obtain limited assurance about whether the selective sustainability information, defined in the Conclusion section of our report, is free from material misstatement, whether due to fraud or error, and to issue a review report that includes our conclusion. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence decisions of users taken on the basis of the selective sustainability information.

As part of a review in accordance with ASSA 5000, we exercise professional judgement and maintain professional scepticism throughout the engagement. We also:

- Perform risk assessment procedures, including obtaining an understanding of internal control relevant to the engagement, to identify and assess the risks of material misstatements, whether due to fraud or error, at the disclosure level but not for the purpose of providing a conclusion on the effectiveness of the entity's internal control.
- Design and perform procedures responsive to assessed risks of material misstatement at the disclosure level. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

Summary of the work performed

A review is a limited assurance engagement and involves performing procedures to obtain evidence about the selective sustainability information. The nature, timing and extent of procedures selected depend on professional judgement, including the assessed risks of material misstatement at the disclosure level, whether due to fraud or error.

In conducting our review, the procedures we performed included, but were not limited to:

- Considered the completeness of Cuscal Limited's assessment of climate-related risks and opportunities
- Conducted interviews with key personnel to understand the process for collecting, collating and reporting the selective sustainability information during the reporting period
- Read minutes of relevant committees to understand matters discussed and decisions made with respect to climate-related disclosures
- Assessed the appropriateness of the reporting boundaries applied
- Undertook analytical review procedures to support the reasonableness of the selective sustainability information
- Evaluated the appropriateness of emission factors applied in the greenhouse gas emission processes
- Agreed the selective sustainability information disclosures made in the report with the underlying records
- Evaluated the presentation and disclosure of the selective sustainability information against the requirements of AASB S2

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Andrew Harmer
Partner
Sydney

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Remuneration Report

Message from the Chairman of the Board Remuneration and Nominations Committee

Dear Shareholders

On behalf of the Board Remuneration and Nominations Committee (**BRNC**), I am pleased to present Cuscal's FY26 Remuneration Report.

FY26 was another strong year for Cuscal, with the Group delivering solid financial and operational performance while continuing to execute our long-term growth strategy. During the year, Cuscal continued to strengthen its position by delivering growth across our core businesses, maintaining a strong risk and control environment, and progressing key strategic initiatives. This included the acquisitions of Indue Ltd (**Indue**) and Paymark Limited (**Paymark**).

Cuscal's Remuneration Philosophy

The Board's approach to Executive remuneration is designed to support the creation of sustainable long-term shareholder value while ensuring alignment with prudent risk management, client outcomes and the delivery of Cuscal's strategic objectives.

As a recently listed company, the Board has continued its program of progressively rebalancing Executive remuneration towards performance-based remuneration. We believe a greater proportion of remuneration should be contingent on the achieving of challenging financial, strategic and risk outcomes and, importantly, the creation of long-term shareholder value.

In FY26, the BRNC continued to rebalance the remuneration framework towards a greater emphasis on variable remuneration, particularly long-term incentive (**LTI**). This approach better aligns Executive reward with shareholders' interests and reflects evolving market practice among comparable ASX-listed financial services and technology organisations.

FY26 Remuneration Outcomes

In determining FY26 remuneration outcomes, the Board considered the Group's strong overall performance.

Following consideration of market benchmarking and recognising the increasing scale, complexity and responsibilities associated with leading Cuscal as a listed company, the Board approved a market and CPI-aligned increase in Total Fixed Remuneration (**TFR**) for the Managing Director and Executive Leadership Team (**ELT**) in FY26. The BRNC considers these adjustments to be modest, market-based increases that support the retention of Executives while maintaining a disciplined approach to fixed remuneration.

To ensure appropriate outcomes, the Board considered performance against the agreed Objectives and Key Results (**OKRs**) and the broader performance of the Group and each individual Executive. In FY26, achievement against Group performance metrics was 78% of maximum. Reflecting strong group and individual performance, the Managing Director's aggregate individual outcome was 87% of maximum opportunity. Average Executive outcome was 75% of maximum opportunity.

This outcome is reflective of the Managing Director's significant contribution to, and leadership of, the

Group, as it has matured and grown in the first full year since listing to being a stable and sustainable >$1B market capital company.

The BRNC is satisfied that FY26 remuneration outcomes appropriately reflect Group and individual performance; are aligned with shareholder interests; and support the attraction and retention of the leadership capability required to deliver Cuscal's long-term strategy.

LTI awards were granted to the ELT during FY26. These awards are designed to align Executive interests with long-term shareholder value creation, and are subject to performance and service conditions over a multi-year period. No LTI awards were available to be tested and accordingly none have vested as at 30 June 2026.

Governance, Accountability and Remuneration

During FY26, the BRNC continued to oversee the evolution of Cuscal's remuneration framework to ensure alignment with the requirements and intent of both the Financial Accountability Regime (**FAR**) and APRA Prudential Standard CPS 511 Remuneration as a non-significant financial institution (**non-SFI**).

The BRNC considers strong accountability and prudent remuneration governance to be fundamental elements of Cuscal's risk management framework and risk culture. As Cuscal continues to grow in scale and complexity, the Board remains committed to ensuring remuneration structures promote prudent decision-making, support regulatory compliance, and reinforce a culture of accountability consistent with the expectations of shareholders, regulators and clients.

Executive Remuneration Changes in FY27 – Strengthening Long-Term Alignment

The Board approved a market and CPI-aligned increase in TFR for FY27 for the Managing Director and ELT. Looking ahead, any TFR increases for the ELT will reflect role changes or market positioning rather than annual CPI adjustment, reflecting the Board's commitment to remuneration discipline and its belief that future remuneration growth should primarily be delivered through variable remuneration linked to performance outcomes.

Consistent with the Board's focus on strengthening alignment between ELT reward and shareholder outcomes, the Board has approved changes to the size of LTI opportunity for FY27 as follows:

- The Managing Director's LTI opportunity will be 100% of TFR; and
- Other ELT members' LTI opportunity will be 70% of TFR.

Importantly, these changes increase the proportion of remuneration that is at risk and dependent upon achievement of long-term performance conditions aligned with sustained shareholder value creation. This approach reflects both contemporary listed company practice and the Board's view that a larger proportion of Executive reward should be earned through the creation of sustainable long-term value.

Looking Ahead

As Cuscal enters FY27 with increased scale, broader capabilities and expanded geographic reach, the Board remains focused on ensuring remuneration arrangements continue to support the long-term success of the Group.

Our priorities remain clear: maintaining remuneration discipline; driving accountability; meeting evolving regulatory expectations; and continuing the transition towards a remuneration framework with a greater weighting towards long-term outcomes.

We believe this approach appropriately aligns the interests of the Executive Leadership Team, shareholders, clients and regulators, and supports sustainable value creation over the long term.

Yours sincerely

Elizabeth Proust

Elizabeth Proust, AO
Chairman
Board Remuneration and Nominations Committee

Remuneration Report

Section 1. Introduction to the Remuneration Report

This Remuneration Report is for the financial year ended 30 June 2026. It has been prepared and audited in accordance with section 300A of the *Corporations Act 2001* (Cth) (**Corporations Act**) and the Corporations Regulations 2001 (Cth). The Remuneration Report forms part of the Directors' Report.

The Remuneration Report sets out the remuneration arrangements for Key Management Personnel (**KMP**). KMP are the people who are responsible for directly or indirectly planning, directing and controlling the Group's activities. This includes Non-Executive Directors and Executive KMP.

During the financial year ended 30 June 2026, the following changes occurred in relation to KMP:

- Jennifer Brice commenced as Chief Financial Officer (**CFO**) on 27 October 2025.
- Sean O'Donoghue, former CFO, retired on 7 November 2025.
- Peter Wright commenced as a Non-Executive Director on 1 December 2025.
- Ling Hai resigned as a Non-Executive Director on 31 December 2025.

Since the end of the reporting period, Dr Leila Fourie was appointed as an Independent Non-Executive Director, with effect from 1 August 2026.

The following Non-Executive Directors and Executive KMP are covered in this Remuneration Report.

Table 1. Non-Executive Directors and Key Management Personnel

Name	Position	Term
Non-Executive Directors		
Elizabeth Proust	Chairman and Non-Executive Director	Full year
Belinda Cooney	Non-Executive Director	Full year
Ling Hai[1]	Non-Executive Director	Part year
Claudine Ogilvie	Non-Executive Director	Full year
Wayne Stevenson	Non-Executive Director	Full year
Trudy Vonhoff	Non-Executive Director	Full year
Peter Wright[2]	Non-Executive Director	Part year
Executives		
Craig Kennedy	Managing Director	Full year
Sean O'Donoghue[3]	CFO	Part year
Jennifer Brice[4]	CFO	Part year

1 Ling Hai resigned from the Board effective 31 December 2025.
2 Peter Wright was appointed to the Board effective 1 December 2025.
3 Sean O'Donoghue retired effective 7 November 2025.
4 Jennifer Brice was appointed effective 27 October 2025.

Section 2. Remuneration Framework

Cuscal's remuneration framework aligns with its business plan, strategic objectives and risk management framework. It promotes and supports effective management of financial and non-financial risks, aligns the ELT with the shareholder experience, and promotes long-term sustainability and decision-making.

2.1 Overview of Cuscal's Remuneration Framework

Figure 1. Cuscal's Remuneration Framework

Our vision

Transform the future of how money moves and how Australia does business

Moving Payments Forward. Together.

Our mission

We partner with forward-thinking businesses to deliver innovative and secure payment solutions that drive growth in the economy

Our values

We are one team	We earn trust	We adapt and adopt	We think customer

Remuneration Principles and Objectives

Strategy and performance led	Competitive	Balanced	Transparent and simple	Embedded risk management
Reward performance that supports execution of Cuscal's strategy and aligns Executive and shareholder interest	Attract, retain and motivate appropriately qualified and experienced people who will contribute positively to Cuscal's financial and operational performance	Designed to motivate prudent financial management, deliver financial and non-financial priorities, and generate shareholder returns balancing short and long-term outcomes	Transparent and simple measures to increase impact and effectiveness	Strong incorporation of risk management via various levers, including risk measures, Risk and Conduct Gateway, and a consequence management framework

Cuscal's remuneration framework is designed to support Cuscal's business plan, strategic objectives and risk management framework, and to prevent and mitigate conduct risk.

2.2. Remuneration Framework Elements

Cuscal's remuneration framework for KMP and non-KMP Executives consists of a TFR component, a Short-Term Incentive (**STI**) component and an LTI component as set out below.

Remuneration Report

Cuscal incentivises KMP and non-KMP Executives to drive performance, and holds them accountable for risk and conduct outcomes. Risk is a significant component of the remuneration framework, reflecting the importance of effective risk management to Cuscal's performance and sustainability.

Cuscal's remuneration framework has been reviewed to ensure it aligns with the FAR and APRA's CPS 511 requirements for Cuscal as a non-SFI.

Table 2. Cuscal's Remuneration Framework Elements

Total Fixed Remuneration	
Purpose: Provides market-competitive remuneration to attract and retain high-quality talent while reflecting the role as well as skills and experience. Benchmarking external comparator companies of a similar size, complexity and performance outlook. Set with reference to the size of the role, individual responsibilities, experience, performance and criticality to delivering Cuscal's strategy.	**Composition:** Base salary, superannuation and any benefits are reviewed annually. **Metrics:** Accountabilities that support the execution of the business strategy, subject to the Risk and Conduct Gateway. Eligibility for remuneration review is subject to the Risk and Conduct Gateway.

Variable Remuneration	
Short-Term Incentive	**Long-Term Incentive**
Purpose: Annual 'at risk' remuneration incentive awarded for overall achievement of designated Group and individual performance, measured over a 12-month period. Discretionary and determined by the Board based on Group and individual performance, measured against performance conditions. **Composition:** Target of 50% of TFR and maximum of 75% of TFR for the Managing Director and Target of 50% of TFR and maximum of 75% of TFR for the Chief Financial Officer. Based on a balanced scorecard designed to include a mix of financial and non-financial performance targets representing key strategic priorities for delivering the Group strategy and shareholder returns, subject to the Risk and Conduct Gateway. To the extent the performance conditions are met and the KMP remains employed, 100% of the STI award will be delivered in cash with no deferral. FAR deferral is managed via LTI.	**Purpose:** Reward that aligns with longer-term Group performance and shareholder outcomes. **Composition:** Award made under the LTI Plan in Performance Rights with a three-year performance period and additional one-year vesting period (total vesting period of four years), subject to performance and service conditions. Each Performance Right entitles the participant to acquire one share on vesting, subject to the satisfaction of performance conditions and vesting conditions. FY26 LTI grants are subject to three performance measures: • **Tranche 1** (35%): Relative total shareholder return (**TSR**) – with a three-year performance period commencing 1 July 2025 and ending 30 June 2028 plus a one-year service period ending 30 June 2029 (aligned with FAR); • **Tranche 2** (35%): Absolute earnings per share (**EPS**) compound annual growth rate (**CAGR**) – with a three-year performance period commencing 1 July 2025 and ending 30 June 2028 plus a one-year service period ending 30 June 2029 (aligned with FAR); and

Variable Remuneration

Short-Term Incentive

Metrics for FY26:

- Group performance conditions weighted 60%
- Individual performance conditions weighted 40%

Threshold/Target/Stretch levels for each performance condition.

Participants can earn up to a maximum of 150% of Target STI opportunity for outperformance.

Group metrics (60% of total opportunity):

- Net profit after tax (**NPAT**) (25%)
- Operational efficiency (15%)
- Client engagement and experience (10%)
- Risk and capability (10%)

Managing Director and Chief Financial Officer individual metrics (40% of total opportunity):

- Adjusted net operating income (**NOI**) (10%)
- Operating expenses (**OPEX**) (10%)
- Risk (10%)
- Leadership (5%)
- Environmental, social and governance (**ESG**) (Cyber training) (5%)

Long-Term Incentive

- **Tranche 3** (30%): Delivery of synergies for the Indue acquisition at a minimum 30% overachievement of the synergy target with no increase to cost ratio – with a three-year performance period commencing 1 December 2025 plus a one-year service period ending 30 November 2029 (aligned with FAR).

Relative TSR:

35% of a participant's FY26 Performance Rights will be tested against the Group's relative TSR (relative to a comparator group over the performance period) (**TSR Rights**).

The Group's relative TSR over the relevant performance period will be assessed against the performance of the S&P/ASX 201-300 Index, excluding companies in the Energy and Materials Global Industry Classification Standard sectors (**TSR Comparator Group**) over the performance period. Vesting percentages will be calculated by ranking the Group's TSR performance relative to the TSR Comparator Group over the relevant performance period, as provided in the following table:

Relative TSR over the Performance Period	Percentage of Performance Rights that Vest
TSR is below the 50th percentile	0%
TSR is at the 50th percentile	50%
TSR is between the 50th and 75th percentiles	Pro rata straight line vesting between 50% and 100%
TSR is greater than or equal to the 75th percentile	100%

Absolute EPS CAGR:

35% of a participant's FY26 Performance Rights will be tested against the Group's EPS growth over the performance period. EPS growth will be measured by reference to the Group's net profit for the performance period, divided by the weighted average number of shares on issue across the performance period. EPS growth will be expressed as a CAGR percentage as follows.

Remuneration Report

Variable Remuneration	
Short-Term Incentive	**Long-Term Incentive**

Absolute EPS CAGR over the Performance Period	Percentage of Performance Rights that Vest
EPS is below threshold (<9.7%)	0%
EPS is at threshold (9.7%)	50%
EPS is between threshold and maximum performance (>9.7% and <11.5%)	Pro rata straight line vesting between 50% and 100%
EPS is greater than or equal to maximum performance (≥11.5%)	100%

The Board may (in its absolute discretion) make adjustments to exclude the effects of extraordinary events, material business acquisitions or divestments and for certain one-off costs.

30% of a participant's FY26 Performance Rights will be tested against delivery of $15–$20 million (post tax) in annual run rate synergies for the Indue acquisition at a minimum 30% overachievement of the synergy target with no increase to cost ratio. Overachievement will be measured from the midpoint of the $15–$20 million (post-tax) synergy range.

Risk adjustment for variable remuneration

Variable remuneration is subject to in-period adjustment and malus and clawback where risk or conduct events occur. The Board also has broad discretion to adjust variable remuneration components (including deferred components) downwards, to zero if necessary. This ensures that remuneration outcomes appropriately reflect risk performance.

Risk and Conduct Gateway

Eligibility for review of TFR and for participation in variable remuneration is subject to the Board's determination that the Risk and Conduct Gateway has been met. This ensures individuals are incentivised to prudently manage risks they are accountable for. It also ensures that there are appropriate consequences for poor performance, conduct and outcomes, including poor risk outcomes.

Board discretion

The application of Board discretion underpins all Executive reward decisions. This is guided by principles that ensure reward outcomes align with financial performance, intended results, and shareholder and client experiences.

Performance and Consequence Management Framework (PCMF)

The PCMF provides a framework for managing performance and applying consequences for particular types of risk and conduct events, including financial and non-financial consequences where Executives and other eligible employees are accountable for adverse risk and conduct outcomes. The PCMF helps promote a strong risk culture.

2.3. One-Off Initial Public Offering Retention Grants

The Managing Director, Chief Financial Officer and other Executives were granted one-off retention grants under the LTI Plan equal to a percentage of TFR. These grants were made under the LTI Plan in Share Rights, with 60% of the grant vesting after a three-year vesting period (ending 28 November 2027) and 40% of the total grant deferred for four years (ending 28 November 2028) for all Executives under FAR.

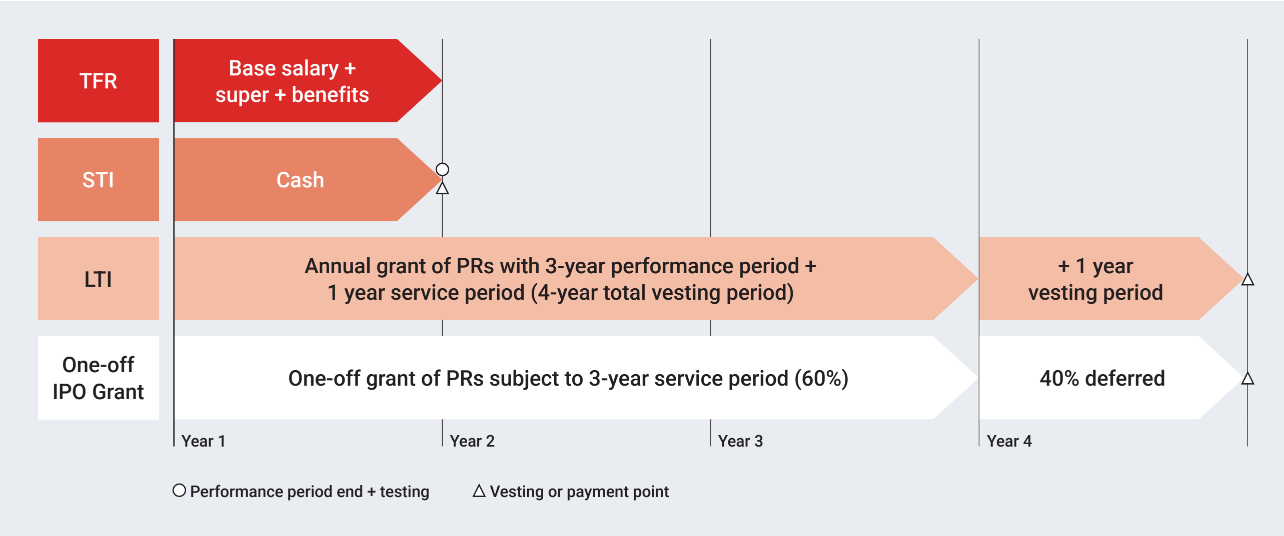
Retention grants for KMP were as follows:

- The Managing Director received a grant equal to 50% of TFR, comprising 235,442 Share Rights.
- The CFO received a grant equal to 50% of TFR, comprising 110,000 Share Rights.[1]

2.4. Remuneration Structure and Timeline for Delivery

Figure 2 shows how remuneration is delivered to the Executive KMP and other Executives.

Figure 2. Managing Director, Chief Financial Officer and Other Executives



1. Ms Brice does not have a retention grant as she was not employed by the Company at the time the Retention Grants were made. In accordance with the Company's LTI Plan and following a review by the Board, it was determined that Mr O'Donoghue's unvested FY25 LTI grant and his unvested one-off IPO retention grant will remain on foot. These grants will continue to be subject to the original performance conditions, with no automatic vesting or acceleration of vesting or alteration to the performance conditions. The Board exercised its discretion, taking the leaver provisions under the Company's LTI Plan into account and considering Mr O'Donoghue's service with, and contribution to, the Company.

Remuneration Report

Section 3. Performance and Remuneration Outcomes

3.1 Group Financial Performance

The Group's FY26 financial performance is set out in the following table.

Table 3. Group Financial Performance

	2026	2025	2024	2023	2022
Headline result					
Consolidated Profit attributable to the owners of Cuscal	**42.7**	28.7	31.6	26.1	23.4
Financial performance – normalised					
Underlying EBITDA[(i),(iv),(vi),(vii)] ($m)	**81.6**	65.7	58.0	41.2	30.4
Underlying profit after tax from continuing operations[(i),(ii),(iii),(vi)]($m)	**46.2**	38.4	31.4	19.7	16.9
Underlying Consolidated Profit attributable to the owners of Cuscal[(i),(ii),(iii),(vi)] ($m)	**46.2**	38.4	32.9	21.1	17.9
Shareholder return					
ASX share price ($)	**$5.03**	$3.00	N/A	N/A	N/A
EPS (cents)	**22.1**	15.5	18.0	14.9	13.0
Underlying EPS[(i),(vi)] (cents)	**23.9**	20.0	17.2	11.0	9.3
Return on equity (**ROE**)	**10.8%**	8.2%	10.1%	8.8%	7.4%
Underlying ROE[(i),(vi)]	**11.7%**	10.5%	9.6%	6.4%	5.6%
Dividends paid during the year (cents per share)[(v)]	**10.0**	9.5	7.5	6.5	19.8

(i) Underlying results are non-IFRS measures and are derived from the statutory financial statements and adjusted for the impact of the non-recurring 'Offer costs' and other costs incurred as a direct result of activities associated with the listing of Cuscal on the Australian Stock Exchange (**ASX**) on 25 November 2024, one-time acquisition and integration costs as a result of the Indue Acquisition on 1 December 2025, one-time acquisition costs as a result of the Paymark acquisition on 29 May 2026, a one-time benefit to income tax expense arising from the utilisation of tax losses associated with the Braavos Group and fair value adjustments on Cuscal's equity investments. A reconciliation for June 2026 and June 2025 is provided in the Operating and Financial Review on page 30.

(ii) 2024 includes a positive net fair value adjustment related to the option liability instruments (net $11.2 million), recorded in other operating income ($12.5 million) and net interest Income ($1.3 million expense).

(iii) 2024 includes a $14.3 million amortisation charge related to the reassessment of intangible asset useful life.

(iv) Cuscal measures Adjusted EBITDA (earnings before interest, taxes, depreciation and amortisation) as net profit before tax, before depreciation and amortisation (but excluding depreciation relating to right-of-use assets under AASB 16 *Leases* and leasehold improvements, which is included in Operating expenses), and in 2024, before the adjustment to the option liability noted in (ii) above.

(v) Includes a special dividend of $25 million (13.4 cents per share) associated with the sale of 86 400 Group and share buybacks in 2021, paid in 2022.

(vi) Normalised results for periods 2022 - 2025 are unchanged from those previously reported in the 5 Year Financial Summary in Cuscal's 2025 Annual Report. Current definitions and assessment of certain normalised key metrics may differ from those applied in prior periods. In the current period only, any numbers previously calculated on a 'pro forma' basis are now calculated on an 'underlying' basis.

(vii) In periods 2022- 2025, Cuscal reported Adjusted EBITDA, measured as net profit before tax, before depreciation and amortisation (but excluding depreciation relating to right-of-use assets under AASB 16 Leases and leasehold improvements, which is included in Operating expenses), and in 2024, before the adjustment to the option liability noted in (iii) above. In the current period, Underlying EBITDA reflects the presentational change of depreciation on leasehold improvements from occupancy expenses to depreciation and amortisation, to be consistent with the statutory statement of profit or loss.

3.2 Pay and Performance Outcomes

Table 4 details the remuneration paid or payable to KMP in FY26, including the value of any deferred variable remuneration awarded in prior years that became payable during FY26. It excludes LTI equity as no equity awards are due to vest in FY26.

Table 4. Key Management Personnel Pay and Performance Outcomes

KMP	TFR	FY26 STI	Deferred Incentive From Prior Periods[1]	FY26 Total	FY25 Total
Craig Kennedy	$1,217,823	$791,585	$198,980	$2,208,388	$1,999,642
Sean O'Donoghue[2]	$595,708	–	$93,885	$689,593	$875,180
Jennifer Brice[3]	$397,821	$219,884	N/A	$617,705	–

1 Amounts deferred under the Banking Executive Accountability Regime (**BEAR**) for variable remuneration awarded in FY22.
2 Sean O'Donoghue retired effective 7 November 2025.
3 Jennifer Brice was appointed effective 27 October 2025.

3.3 FY26 Group Short-Term-Incentive Scorecard Outcomes

In FY26, the Board assessed the Group STI outcome for the Executive Leadership Team as 117% against Target and 78% against Maximum. Below is an overview of the outcomes of each measure, including performance commentary.

Table 5. FY26 Group Scorecard Outcomes

Group Objective	Key Result	Weighting	FY26 Outcome	Weighted Outcome Against Target	Performance Commentary
Growth	NPAT	25%	Target	100%	NPAT was achieved at Target.
Operational efficiency	Adjusted EBITDA margin	15%	Target	100%	Adjusted EBITDA margin was achieved at Target.
Client engagement and experience	Composite Client Satisfaction Indicator (**CCSI**)	10%	Stretch	150%	The CCSI is a measure that indicates how satisfied Cuscal's clients are with the Company's products or services and is measured via client feedback. CCSI was achieved at the Stretch measure.
Risk and capability	Strengthen operational resilience	10%	Stretch	150%	Strengthen operational resilience is measured through embedding CPS 230 activities and was achieved at the Stretch measure.
Group scorecard outcome				**117% of Target 78% of Maximum**	

Remuneration Report

3.4 Total Fixed Remuneration

TFR comprises base salary and superannuation contributions and any applicable benefits. It is delivered in accordance with contractual terms and conditions of employment and reviewed annually. TFR levels are set with reference to benchmarks of comparable companies/roles, role accountability and criticality to strategy, experience and individual performance.

Table 6 shows the FY26 TFR for Executive KMP.

Table 6. Executive Key Management Personnel Total Fixed Remuneration

Key Management Personnel	FY26 Total Fixed Remuneration	FY25 Total Fixed Remuneration
Craig Kennedy	$1,217,823	$1,177,209
Sean O'Donoghue[1]	$595,708	$550,000
Jennifer Brice[2]	$397,821	–

1 Sean O'Donoghue retired effective 7 November 2025.
2 Jennifer Brice was appointed effective 27 October 2025.

3.5 Short-Term Incentive

The STI rewards Executives for meeting annual Group objectives and individual performance. Financial measures promote sustainable earnings growth and effective management of costs and capital, which provides a foundation for longer-term returns. There is a material weighting towards non-financial measures, in line with CPS 511 requirements. Non-financial measures drive positive client and employee outcomes, with a significant emphasis on risk management. Targets are set with sufficient challenge and aligned to Cuscal's performance orientation.

Table 7. Short-Term Incentive

Delivery mechanism	Cash (no deferral). FAR deferrals are managed via LTI. Discretionary and determined by the Board based on Group performance and individual measures against performance conditions.
Quantum and opportunity	Annual award under the STI Plan of up to a set percentage of TFR at Target (up to a maximum of 150% of target STI opportunity for outperformance). **Managing Director:** • Target – 50% of TFR; and • Maximum – 75% of TFR. **CFO:** • Target – 50% of TFR; and • Maximum – 75% of TFR.
Performance period and scorecard	Performance against the below scorecard is assessed over a one-year period, with Threshold, Target and Stretch measures for each metric. Group performance conditions are weighted 60% and individual performance conditions are weighted 40%, providing for the evaluation of behaviour.
Risk and Conduct Gateway	To be eligible to participate in the STI, KMP and Executives must meet the Risk and Conduct Gateway.

Board discretion	The Board exercises judgement when assessing formulaic outcomes to ensure they are appropriate, aligned to actual performance results and factor in unforeseen outcomes. This includes reviewing contraindicators to the scorecard measures. The PCMF enables the Board to adjust STI outcomes at the Group and individual levels.
How STI awards are determined	The FY26 STI award is calculated as follows with different weightings for individual performance. **Group performance OKRs (60% weighting)**: NPAT; EBITDA; Client; Risk and capability **+** **Individual performance (40% weighting)**: Growth; Efficiency; Leadership; Risk and capability **=** **Individual Incentive Outcome**
Treatment of cessation of employment	**Bad leaver**: Where employment ceases due to resignation or termination for cause (for example, misconduct or fraud), all unpaid awards are forfeited. **Good leaver**: In the event of redundancy, the payment of any award is subject to the Board's discretion. In the event of termination due to disability, genuine retirement, incapacity or death, and without cause, the Board will apply discretion as to whether any award may be paid and will have regard for, but not be limited by, pro rata performance progress against performance measures, individual contribution and the likelihood of achieving performance measures. Participants must be employed at the time the award is delivered to them (that is, before it is paid) and not be serving notice. The Board will retain ultimate overriding discretion to apply any treatment(s) it deems appropriate in the circumstances.

Remuneration Report

Malus and clawback	Where, in the opinion of the Board: • A participant: – Has acted fraudulently or dishonestly; – Has engaged in gross misconduct; – Has engaged in an act that has brought the Company or any of its related bodies corporate into disrepute; – Has breached his or her duties or obligations to the Company; or – Is convicted of an offence or has a judgement entered against them in connection with the affairs of the Company; or • There is a financial misstatement circumstance; or • A participant received an award as a result of fraud, dishonesty or a breach of duties or obligations of any other person and, in the opinion of the Board, the award would not have otherwise been granted; or • The Company is required by or entitled under law or Company policy to reclaim remuneration from a participant. The Board may determine that a participant must forfeit any rights to an award or repay (as the case may be) to the Company as a debt any cash payment received under the STI Plan. 'Financial Misstatement Circumstance' means a material misstatement or omission in the Group's financial statements or any other circumstances or events that, in the opinion of the Board, may, or are likely to, affect the Group's financial soundness or require re-statement of the Group's financial accounts, including, without limitation, as a result of misrepresentations, errors, omissions or negligence. The Board may, in its absolute discretion, and subject to applicable laws, determine any treatment in relation to an award, including, and without limitation, to: • Reset the conditions and/or alter the period applying to the award; • Deem all or any award, whether unvested or vested, to have lapsed or been forfeited (as relevant); and • Where a cash payment has been made to a participant, require that the participant repay a sum equal to that cash payment.

3.6 FY26 Short-Term-Incentive Outcomes

In FY26, the Board assessed the individual performance of the Managing Director and the CFO against the targets set out in Table 8, as well as their overall individual performance.

The Board considered Cuscal's financial and non-financial performance, including risk, and the performance of each individual Executive in assessing whether FY26 STI outcomes were appropriate.

The Managing Director's STI outcome for FY26 reflects his significant contribution to, and leadership of, the Group, as it has matured and grown in the first full year since listing to being a stable and sustainable >$1B market capital company.

The aggregate outcome for the Managing Director across Group and individual performance based on scorecard outcome and overall individual performance was assessed by the Board at 130% of Target and 87% of Maximum.

The aggregate outcome for the CFO across Group and individual performance based on scorecard outcome and overall individual performance was 112.5% of Target and 75% of Maximum.

Table 8. FY26 KMP Individual Scorecard Outcomes – Managing Director and CFO

Group Objective	Key Result	Weighting (%)	FY26 Outcome	Weighted Outcome Against Target (%)	Performance Commentary
Growth	Adjusted NOI	10	Target	100	Adjusted NOI was achieved at Target.
Efficiency	OPEX	10	Target	100	OPEX was achieved at Target.
Leadership	Engagement	5	Threshold	50	Engagement measures employee engagement, which was achieved at Threshold.
Risk and capability	Risk culture	10	Stretch	150	The risk culture measures progress against Cuscal's internal risk culture target state and was achieved at Stretch.
	ESG – Cyber	5	Stretch	150	The ESG measure for FY26 related to completion of cyber-focused training and was achieved at Stretch.
Managing Director Individual scorecard outcome and assessment of individual performance				**130% of Target** **87% of Maximum**	
CFO Individual scorecard outcome and assessment of individual performance				**112.5% of Target** **75% of Maximum**	

Remuneration Report

3.7 Long-Term-Incentive

LTI drives Executive focus on making decisions and implementing strategies that generate long-term shareholder value. Performance measures promote sustainable financial returns and positive client outcomes.

Table 9. Overview of Long-Term-Incentive

Delivery mechanism	Performance Rights. Each Performance Right entitles the participant to acquire one share on vesting, subject to satisfying performance conditions and vesting conditions.
LTI opportunity	For FY26, LTI grants of Performance Rights were as follows. • **Craig Kennedy** was granted Performance Rights equivalent to $974,258; that is 80% of TFR. • **Jennifer Brice** was granted Performance Rights equivalent to $464,000; that is, 80% of TFR.
Performance measures and assessment	FY26 LTI grants are subject to three performance measures: • **Tranche 1** (35%): Relative TSR – with a three-year performance period commencing 1July2025 and ending 30 June 2028 plus a one-year service period ending 30 June 2029 (aligned with FAR); • **Tranche 2** (35%): Absolute EPS CAGR – with a three-year performance period commencing 1 July 2025 and ending 30 June 2028 plus a one-year service period ending 30 June 2029 (aligned with FAR); and • **Tranche 3** (30%): Delivery of synergies for the Indue acquisition at a minimum 30% overachievement of the synergy target with no increase to cost ratio – with a three-year performance period commencing 1 December 2025 plus a one-year service period ending 30 November 2029 (aligned with FAR). **Table 2** contains details of the FY26 performance measures.
How LTI awards are determined (allocation approach)	For FY26, the number of Performance Rights to be issued was calculated as follows: **LTI Performance Rights (#) = (TFR ($) x LTI opportunity (%)) / issue price (%).** The FY26 Performance Rights were issued using the arithmetic average of the daily volume weighted average price (**VWAP**) of fully paid ordinary Cuscal shares traded on the ASX in the ordinary course of trading for the 10 trading days prior to, but not including, 1 July 2025 (the commencement of the performance period for Tranche 1 and Tranche 2), which was $2.95 (rounded to the nearest whole cent).
Testing	LTI grants will be tested at the conclusion of the performance period for each tranche.
Vesting period	The total vesting period is four years.
Exercise and expiry of Performance Rights	On vesting, the Performance Rights will be automatically exercised, and no exercise price is payable by the participant. Performance Rights that remain unvested by the end of the performance period will lapse automatically.

Treatment of cessation of employment	**Bad leaver:** Where employment ceases due to resignation or termination for cause (forexample, misconduct or fraud), all unvested Performance Rights will lapse. **Good leaver:** Where employment ceases in any other circumstance (for example, retirement, total and permanent disability, death or redundancy), a pro rata number of unvested Performance Rights (based on the proportion of the performance period that has elapsed at the time of cessation, calculated based on the number of days elapsed) will remain on foot and vest on the original vesting date. Any service-related condition will be deemed to have been satisfied to the extent that the performance conditions have been met. The Board will retain ultimate overriding discretion to apply treatment(s) it deems appropriate in the circumstances.
Malus and clawback	Where, in the opinion of the Board, a participant has obtained, or may obtain, an unfair benefit as a result of an act (whether intentional, inadvertent, direct or indirect), which: • Constitutes fraud; dishonest, gross misconduct; or gross incompetence in relation to the affairs of the Company or the Group; • Brings the Company or the Group into disrepute; • Is in breach of their obligations to the Company or the Group, including non-compliance with any applicable Company policy; • Constitutes a failure to perform any other act reasonably and lawfully requested of the participant; or • Has the effect of delivering strong Company performance in a manner that is unsustainable or involves unacceptably high risk, and results or is likely to result in a detrimental impact on Company performance following the end of the period; the Board may, in its absolute discretion, and subject to applicable laws, determine any treatment in relation to the Performance Rights. This includes, without limitation, to: • Reset the performance measures and/or alter the performance period applying to the Performance Rights; • Deem all or any Performance Rights, whether unvested or vested, to have lapsed or been forfeited (as relevant); • Require the participant to repay the net proceeds of a sale of shares that have been allocated to them; and/or • Require the participant to repay a sum equal to a cash payment they received pursuant to the terms of the LTI Plan.
Dividends and voting rights	Performance Rights do not carry dividend or voting rights prior to vesting. Once the performance and service conditions have been met and the LTI Performance Rights convert into Cuscal shares, the shares are eligible to receive dividends.
Board discretion	The Board, in its absolute discretion, will determine the performance conditions and measure achievement against these conditions, having regard to any matters it considers relevant (including any adjustments for unusual or non-recurring items it considers appropriate). In addition, all variable remuneration is subject to in-period adjustment, malus and clawback criteria.

Remuneration Report

3.8 FY26 Long-Term-Incentive Outcomes

The on-foot LTI grants are current and remain on foot. They are untested and are not eligible for vesting in FY26.

Table 10. On-Foot Long-Term-Incentive Grants

Executive KMP	Equity instrument	Grant date	Measures	Performance period	Vesting conditions
Craig Kennedy	207,189 Performance Rights	27 November 2024	Relative TSR (50%) Absolute EPS CAGR (50%)	1 July 2024 to 30 June 2027	Additional one-year vesting condition
	329,831 Performance Rights	18 November 2025	Relative TSR (35%) Absolute EPS CAGR (35%) Delivery of synergies for the Indue acquisition at a minimum 30% overachievement of the synergy target, with no increase to cost ratio (30%)	1 July 2025 to 30 June 2028 1 December 2025 to 30 November 2028	Additional one-year vesting condition Additional one-year vesting condition
Sean O'Donoghue	88,000 Performance Rights	27 November 2024	Relative TSR (50%) Absolute EPS CAGR (50%)	1 July 2024 to 30 June 2027	Additional one-year vesting condition
Jennifer Brice	157,085 Performance Rights	18 November 2025	Relative TSR (35%) Absolute EPS CAGR (35%) Delivery of synergies for the Indue acquisition at a minimum 30% overachievement of the synergy target, with no increase to cost ratio (30%)	1 July 2025 to 30 June 2028 1 December 2025 to 30 November 2028	Additional one-year vesting condition Additional one-year vesting condition

3.9 One-Off Retention Grants

The on-foot one-off retention grants are current and remain on foot. They are untested and are not eligible for vesting in FY26.

KMP were issued Share Rights under the one-off retention grants as follows.

- **Craig Kennedy** received a one-off retention grant under the LTI Plan equal to 50% of his TFR, with 60% vesting after a three-year vesting period and 40% of the total grant deferred for four years.
- **Sean O'Donoghue** received a one-off retention grant under the LTI Plan equal to 50% of his TFR, with 60% vesting after a three-year vesting period and 40% of the total grant deferred for four years.

Cuscal determined the number of Share Rights granted under the retention grants, taking into account the size of the Group, the size of the Executive team, the nature and stage of development of the Group's current operations, and market conditions and comparable salary levels for companies of a similar size operating in similar sectors.

Under the retention grants, the number of Share Rights that vest into shares is based on the duration of service deemed necessary by the Board to retain key employees essential to the Group's continued performance following its listing.

Table 11 summarises the key terms of the retention grants.

Table 11. Key Terms of the Retention Grants

Purpose	Retaining and aligning the interests of key staff with new shareholders.
Delivery mechanism	Share Rights. Each Share Right entitles the participant to acquire one share on vesting, subject to satisfying a service-based vesting condition.
Quantum and opportunity	Retention grants with 60% vesting after a three-year service period, with 40% of the grant deferred for an additional year.
Grant date	Retention grants that were granted on listing.
How award is determined (allocation approach)	The retention grants were granted based on the IPO price of $2.50, calculated as follows: **Retention Share Rights (#) = (TFR ($) x Retention grant opportunity (%)) / IPO price of $2.50 (%)**
Vesting period	Retention grants with 60% vesting after a three-year service period, with 40% of the grant deferred for an additional year.
Vesting conditions	Continued service for the vesting period.
Exercise and expiry of Share Rights	On vesting, the Share Rights will be automatically exercised, and no exercise price is payable by the participant. Share Rights that remain unvested by the end of the performance period will lapse automatically.
Treatment of cessation of employment	**Bad leaver:** Where employment ceases due to resignation or termination for cause (for example, misconduct or fraud), all unvested Share Rights will lapse. **Good leaver:** Where employment ceases in any other circumstance (for example, retirement, total and permanent disability, death or redundancy), a pro rata number of unvested Share Rights (based on the proportion of the vesting period that has elapsed at the time of cessation, calculated based on the number of days elapsed) will remain on foot and vest on the original vesting date. The Board will retain ultimate overriding discretion to apply any treatment(s) it deems appropriate in the circumstances.

Malus and clawback	Where, in the opinion of the Board, a participant has obtained, or may obtain, an unfair benefit as a result of an act (whether intentional, inadvertent, direct or indirect), which: • Constitutes fraud; dishonest, gross misconduct; or gross incompetence in relation to the affairs of the Company or the Group; • Brings the Company or the Group into disrepute; • Is in breach of their obligations to the Company or the Group, including non-compliance with any applicable Company policy; • Constitutes a failure to perform any other act reasonably and lawfully requested of the participant; or • Has the effect of delivering strong Company performance in a manner that is unsustainable or involves unacceptably high risk, and results or is likely to result in a detrimental impact on Company performance following the end of the period; the Board may, in its absolute discretion, and subject to applicable laws, determine any treatment in relation to the Performance Rights. This includes, without limitation, to: • Reset the performance measures and/or alter the performance period applying to the Performance Rights; • Deem all or any Performance Rights, whether unvested or vested, to have lapsed or been forfeited (as relevant); • Require the participant to repay the net proceeds of a sale of shares that have been allocated to them; and/or • Require the participant to repay a sum equal to a cash payment they received pursuant to the terms of the LTI Plan.
Dividends and voting rights	Share Rights do not carry dividend or voting rights prior to vesting. Once the vesting conditions have been met and the Share Rights convert into Cuscal shares, the shares are eligible to receive dividends.

3.10 Changes to Executive Remuneration for FY27

The Board has approved changes to the variable reward opportunity for Executives for FY27 to support the delivery of Cuscal's long-term strategic goals, maintain market competitiveness and align with shareholder outcomes.

A review of market practice indicated that a heavier weighting to LTI would provide a more appropriate remuneration mix for Executives, with greater emphasis on LTI.

For direct reports of the Managing Director, the intent is to achieve a remuneration mix of 45%:23%:32% across TFR:STI:LTI at total target remuneration.

This will be achieved by an adjustment for direct reports of the Managing Director to LTI opportunity for FY27 to 70% of TFR, with no change to STI opportunity.

For the Managing Director, the intent is to achieve a remuneration mix of 40%:20%:40% across TFR:STI:LTI at total target remuneration. This will be achieved by adjusting the Managing Director's to an LTI opportunity for FY27 to 100% of TFR, with no change to the STI opportunity.

The FY27 LTI grant has been designed to:

- Align Executive interests with shareholder interests by tying rewards to tangible value creation; and
- Reinforce a culture of accountability and performance excellence during a critical strategic transformation.

The FY27 LTI grant is proposed in two equal tranches, as set out below. Each Performance Right will entitle the participant to acquire one share on vesting, subject to the satisfaction of performance conditions and vesting conditions.

Metrics: The FY27 LTI Grant will be issued in two equal tranches with performance measures as follows:

- **Tranche 1** (50%) of the grant will have a three-year performance period commencing 1 July 2026, with Relative TSR as the metric; and
- **Tranche 2** (50%) of the grant will have a three-year performance period commencing 1 July 2026, with absolute EPS CAGR as the metric.

All tranches will be subject to an additional one-year vesting period with a service condition aligned with FAR.

It is proposed that the grant date for the FY27 LTI grants be immediately following the 2026 Annual General Meeting (**AGM**), once shareholders have approved the Managing Director grant.

Section 4. Remuneration Governance, Risk and Consequences

4.1. Remuneration Governance

Remuneration governance is a critical part of Cuscal's remuneration approach. Figure 3 illustrates the roles various stakeholders play in making remuneration decisions.

Figure 3. Cuscal's Remuneration Governance

Cuscal Board

The Board is ultimately responsible for the remuneration framework and its effective application. The Board's responsibilities include approving the variable remuneration outcomes on an individual basis for the Managing Director and Executives, and on a cohort basis for highly paid material risk-takers, other material risk-takers and risk and financial control personnel (**Specified Roles**) on risk performance and remuneration outcomes.

Board Remuneration and Nominations Committee

Provides objective review and oversight of people, nomination and remuneration-related frameworks, policies and practices, including reviewing and recommending remuneration outcomes individually for the Managing Director and Executives, and on a cohort basis for Specified Roles.

Board Risk Committee

Advises on any risk issues and/or conduct matters to assist in determining an appropriate risk adjustment of remuneration outcomes for the Managing Director, Executives and Specified Roles.

Board Audit Committee

Advises on any financial and/or internal control matter relevant to the determination of variable remuneration outcomes for Specified Roles.

Independent remuneration advisers

Engage advisers to provide advice or information.

Management

The Managing Director recommends fixed and variable remuneration outcomes for Executives and Specified Roles.

Remuneration Report

Board Remuneration and Nominations Committee

The Board appoints the BRNC. It comprises three Non-Executive Directors, including the Board Chairman. All BRNC members must be Non-Executive Directors, the majority of whom are independent, with an independent Chairman.

The BRNC assists the Board in discharging its responsibilities regarding Cuscal's people and remuneration matters, including the development of remuneration strategies, policies and implementation frameworks and how these support Cuscal's strategy and culture. The BRNC's role is to challenge, assess and, as appropriate, endorse Management's recommendations for Board approval. The Board reviews, challenges, applies judgement to and, as appropriate, approves the BRNC's recommendations.

The BRNC's responsibilities are outlined in its charter, which is reviewed annually and is available on the Group's website.

The BRNC is responsible for recommending to the Board remuneration matters relating to the Managing Director, Executives and material risk-takers as specified by APRA under CPS 511. It is also responsible for providing input into the Group's Risk Management Framework in relation to remuneration risk, particularly by recommending to the Board the remuneration arrangements under CPS 511.

As part of the performance and risk review, and to support the determination of remuneration outcomes for the Managing Director and Executives, the BRNC seeks advice from the chairs of the Board Risk Committee (**BRC**) and the Board Audit Committee on applying risk adjustments to incentive outcomes for individual Executives, employee cohorts and across the Group. The BRNC meets with the BRC annually to review and consider relevant risk matters when determining remuneration outcomes. Information provided at this meeting informs collective and/or individual remuneration adjustments and includes the risk outcomes for the Managing Director and Executives. The Chief Risk Officer presents details of material risk matters and the outcomes of internal audit reviews conducted during the year.

Overall Board discretion

The Board makes, reviews and approves decisions concerning Executive remuneration throughout the year. It uses its discretion as required to ensure Executive remuneration outcomes appropriately reflect the Group's performance and risk and conduct outcomes. It also ensures that results align with the Group's strategic priorities and values, thereby enhancing shareholder value.

The BRNC may consult a professional adviser or expert, at the Group's cost, if it considers that necessary to fulfil its duties and responsibilities. During FY26, the BRNC considered remuneration data, trends and assistance with other ad hoc tax, governance and legal matters from experienced remuneration consultants. No remuneration recommendations, as defined in the Corporations Act, were provided to the BRNC during FY26.

The Board will continue to review the remuneration framework in FY27 to ensure it continues to attract, retain and reward talent to maximise shareholder outcomes.

4.2 Alignment of Remuneration with Risk Outcomes

Cuscal's remuneration framework has been designed to drive risk ownership and accountability across the Company and to incentivise positive risk behaviour. Key elements of how risk and conduct are incorporated into the Group's remuneration framework are outlined as follows.

- Risk expectations are embedded across the remuneration framework to reinforce accountability for risk at all levels, including the following measures:
  - **Conduct and Risk Gateway**: Risk and compliance outcomes are included in the Gateway for both fixed remuneration review eligibility and variable remuneration eligibility.
  - **TFR outcomes:** Position descriptions are updated to include core risk, compliance, governance and reporting expectations across all roles. Fixed remuneration outcomes are measured against performance relating to position description, Cuscal's values and leadership (for people leaders).
  - **Incentive remuneration outcomes**: The FY26 STI scorecard includes a minimum total of 20% weighting to risk metrics for all Executives, including Executive KMP.
- The Board approves the Remuneration Policy and the PCMF and is responsible for the effectiveness of the remuneration framework.
- The Board has overall discretion over remuneration outcomes.
- The Risk Management Framework and Strategy forms the foundation for the Group's risk management processes.

- A hedging prohibition in the Securities Trading Policy prohibits any employee who receives equity or equity-linked deferred remuneration from hedging their economic exposures to the resultant equity price risk before the equity-linked remuneration is fully vested and can be sold for cash.
- The PCMF ensures that remuneration consequences are determined fairly and consistently across the Group for particular types of risk and conduct events. The Board retains discretion under the Remuneration Policy and the PCMF to adjust variable reward outcomes, including malus and clawback.
- The Board retains discretion to appropriately adjust variable remuneration, including deferred amounts. Remuneration consequences are determined in relation to the hierarchy show in the following table.

Table 12. Remuneration Adjustment Mechanisms

Nature of Risk Adjustment Tool	Description
In-period STI adjustment	A reduction to, or cancellation of, variable remuneration during a period set for measuring performance under a variable remuneration arrangement. The variable remuneration that is reduced or cancelled need not relate to the specific period in which the event the reduction relates to occurs.
Malus	A reduction, forfeiture or cancellation of all or part of any deferred variable remuneration before it has vested.
Clawback	The recovery of an amount corresponding to some or all variable remuneration subject to recovery that has been paid or vested through any clawback action deemed necessary and appropriate.

Section 5. Statutory Remuneration Outcomes

5.1 Statutory Remuneration Details of Group Performance

Table 13 sets out the statutory Executive KMP remuneration disclosures prepared in accordance with the Corporations Act and the Australian Accounting Standards.

Table 13. FY26 Statutory Remuneration

	Short-term benefits			Post-employment benefits	Deferred variable remuneration[1]	Long service leave entitlements	Equity[2]		Total Remuneration
KMP	Base salary	STI	Non-monetary	Super	Deferred STI		Performance Rights	Share Rights	
Craig Kennedy									
FY26	**$1,173,956**	**$791,585**	**$13,867**	**$30,000**	**-**	**$44,684**	**$290,021**	**$196,202**	**$2,540,315**
FY25	$1,135,141	$657,824	$12,136	$29,932	-	$44,614	$51,819	$114,452	$2,045,918
Sean O'Donoghue[3]									
FY26	**$576,407**	**-**	**$4,301**	**$15,000**	**-**	**$4,904**	**$41,994**	**$91,667**	**$734,273**
FY25	$486,710	$258,500	$12,136	$30,000	-	$13,268	$22,009	$53,472	$876,095
Jennifer Brice[4]									
FY26	**$365,183**	**$219,884**	**$10,138**	**$22,500**	**-**	**$9,833**	**$91,036**	**-**	**$718,574**
FY25	-	-	-	-	-	-	-	-	

1 Amounts deferred under the BEAR for variable remuneration awarded in FY2022.

2 Equity amounts represent Performance and Share Rights, where the expense has been recognised in FY26 in line with AASB 2 *Share-based payment*.

3 Sean O'Donoghue retired as CFO effective 7 November 2025.

4 Jennifer Brice was appointed CFO effective 27 October 2025.

Remuneration Report

5.2. Executive Key Management Personnel Equity Holdings

Table 14. Executive Key Management Personnel Equity Holdings

Executive KMP	Equity instrument[1]	Balance on 1 July 2025	Granted or acquired in FY26	Vested[1]	Lapsed/ forfeited	Balance on 30 June 2026
Craig Kennedy	Ordinary shares	20,000	346	Nil	Nil	20,346
Craig Kennedy	Performance Rights	207,189	329,831	Nil	Nil	537,020
Craig Kennedy	Share Rights	235,442	Nil	Nil	Nil	235,442
Sean O'Donoghue	Ordinary shares	120,000[2]	Nil	Nil	Nil	120,000[2]
Sean O'Donoghue[3]	Performance Rights	88,000	Nil	Nil	Nil	88,000
Sean O'Donoghue[3]	Share Rights	110,000	Nil	Nil	Nil	110,000
Jennifer Brice[4]	Ordinary shares	Nil	Nil	Nil	Nil	Nil
Jennifer Brice[4]	Performance Rights	Nil	157,085	Nil	Nil	157,085
Jennifer Brice[4]	Share Rights	Nil	Nil	Nil	Nil	Nil

1 FY25 LTI grants are not eligible to vest until 30 June 2028. FY26 LTI grants are not eligible to vest until 30 June 2029. Retention grants are not eligible to vest until 28 November 2027.
2 Held indirectly via Melsea Pty Ltd as Trustee for the Melsea Superannuation Fund.
3 Sean O'Donoghue retired effective 7 November 2025.
4 Jennifer Brice was appointed Chief Financial Officer effective 27 October 2025.

5.3. Awards Granted, Vested and Lapsed

Table 15. Executive Key Management Personnel Awards Granted, Vested and Lapsed

Executive	Equity instrument	Grant date[1]	Units granted	Fair value at grant date	Units vested[2]	Units lapsed/ forfeited
Craig Kennedy[3]	Performance Rights	27 November 2024	207,189	$355,122	Nil	Nil
	Performance Rights	18 November 2025	329,831	$1,174,198	Nil	Nil
	Share Rights	27 November 2024	235,442	$588,605	Nil	Nil
Sean O'Donoghue	Performance Rights	27 November 2024	88,000	$150,832	Nil	Nil
	Share Rights	27 November 2024	110,000	$275,000	Nil	Nil
Jennifer Brice	Performance Rights	18 November 2025	157,085	$559,223	Nil	Nil

1 FY25 LTI grants were granted on listing, but the performance period commenced on 1 July 2024 to align with the Group's financial year.
2 FY25 LTI grants are not eligible to vest until 30 June 2028. FY26 grants are not eligible to vest until 30 June 2029. Retention grants are not eligible to vest until 28 November 2027.
3 In relation to the grant of Share Rights and the Performance Rights grants made to Mr Craig Kennedy, a waiver from the requirement to seek shareholder approval for the issue of the Share Rights and the Performance Rights under ASX Listing Rule 10.14 was granted by ASX.
4 Sean O'Donoghue retired effective 7 November 2025.
5 Jennifer Brice was appointed CFO effective 27 October 2025.

5.4. Equity Grants Valuation Inputs

Table 16. Executive Key Management Personnel Equity Grants Valuation Inputs

Equity instrument	Grant date	Fair value at grant date	Share price at grant date	End of performance /service period	Vest date
FY25 LTI grants – 50% relative TSR	27 November 2024	$1.24	$2.50	30 June 2027	30 June 2028
FY25 LTI grants – 50% relative EPS CAGR	27 November 2024	$2.19	$2.50	30 June 2027	30 June 2028
One-off IPO retention grants	27 November 2024	$2.50	$2.50	28 November 2027	60% 28 November 2027 40% 28 November 2028
FY26 LTI grants – 35% relative TSR	18 November 2025	$3.18	$3.72	30 June 2028	30 June 2029
FY26 LTI grants – 35% relative EPS CAGR	18 November 2025	$3.77	$3.72	30 June 2028	30 June 2029
FY26 LTI grants – 30% delivery of synergies for the Indue acquisition at a minimum 30% overachievement of the synergy target, with no increase to cost ratio	18 November 2025	$3.77	$3.72	30 June 2028	30 June 2029

Section 6. Non-Executive Director Arrangements

6.1. Non-Executive Director Fees

The BRNC is responsible for reviewing the Group's Non-Executive Director fees. It takes the following factors into account in its review:

- The scope of Non-Executive Directors' responsibilities and time commitments. This includes considering significant changes to the Group's operations and industry developments that impact workloads and Board and committee responsibilities;
- The fees paid by peer companies and companies of similar market capitalisation and complexity; and
- What is needed to attract and retain high-calibre Non-Executive Directors with the diverse and necessary skills to oversee all the Group's functions in an increasingly complex environment.

Non-Executive Directors are not eligible to participate in any of the Group's incentive schemes and do not receive any equity-based pay.

The maximum aggregate Directors' remuneration for the purposes of the ASX Listing Rules and the Constitution was $1,500,000 per annum, as approved at the AGM in October 2025. This amount excludes, among other things, amounts payable to any Executive Director under any executive services agreement with the Group or any special remuneration the Board may grant to the Director for special exertions or additional services performed for or at the request of the Company. Additionally, it includes any securities issued to a Director or issued to a Non-Executive Director under ASX Listing Rule 10.11 or 10.14 with the approval of Cuscal's shareholders.

Remuneration Report

Non-Executive Directors' fees include superannuation contributions.

Table 17 shows the annual fees in FY26 for the Board and committees (including statutory superannuation contributions).

Additional fees may be paid to Non-Executive Directors appointed to subsidiary companies. No additional membership fee will be payable to a Non-Executive Director who chairs a committee.

Table 17. FY26 Non-Executive Director Fees

	FY26	FY25	FY26	FY25
Board	Chairman	Chairman	Non-Executive Director	Non-Executive Director
	$206,900	$200,000	$103,450	$100,000
Committees	Chairman	Chairman	Member	Member
	$18,621	$18,000	$11,380	$11,000

6.2. Non-Executive Director Statutory Remuneration

Table 18. FY26 Non-Executive Director Statutory Remuneration

	Short-term benefits				Post-employment benefits				Total	
	FY26 Base salary/fee	FY25 Base salary/fee	FY26 Non-monetary benefits	FY25 Non-monetary benefits	FY26 Superannuation – statutory	FY25 Superannuation – statutory	FY26 Superannuation – other	FY25 Superannuation – other	FY26	FY25
Non-Executive Directors										
Elizabeth Proust Chairman	$225,521	$209,103	–	–	–	–	–	–	$225,521	$209,103
Belinda Cooney Director	$119,152	$111,950	–	–	$14,298	$12,874	–	–	$133,450	$124,825
Claudine Ogilvie Director[1]	$118,613	$105,730	–	–	$14,234	$12,159	–	–	$132,847	$117,889
Wayne Stevenson Director	$112,687	$105,730	–	–	$13,522	$12,159	–	–	$126,209	$117,889
Trudy Vonhoff Director[2]	$139,722	$132,784	–	–	$16,767	$15,270	–	–	$156,489	$148,054
Peter Wright Director[3]	$65,734	–	–	–	$7,888	–	–	–	$73,622	–
Former Non-Executive Directors										
Ling Hai[4] Director	$57,415	$106,469	–		–	–	–	–	$57,415	$106,469

1 Claudine Ogilvie was appointed to the Integration Advisory Committee effective 1 December 2025.

2 Trudy Vonhoff received additional fees in FY25 for directorships of the Group's wholly owned subsidiaries. Effective 1 December 2025 Trudy was appointed to the Integration Advisory Committee.

3 Peter Wright's fees reflect time served since his appointment effective 1 December 2025.

4 Ling Hai's fees reflect time served up to his resignation effective 31 December 2025.

6.3. Shares Held by Non-Executive Directors

Table 19. Non-Executive Directors' Shareholdings

Director	Type	Balance as at 1 July 2026	Issued	Acquired	Lapsed/ disposed	Closing balance
Elizabeth Proust	Ordinary	100,000	–	80,346	–	180,346
Belinda Cooney	Ordinary	60,000	–	5,346	–	65,346
Ling Hai[1]	–	–	–	–	–	–
Wayne Stevenson	Ordinary	50,000	–	40,500	–	90,500
Trudy Vonhoff	Ordinary	60,000	–	346	–	60,346
Claudine Ogilvie	Ordinary	20,000	–	250	–	20,250
Peter Wright[2]	–	–	–	–	–	–
Leila Fourie[3]	–	–	–	–	–	–

1 Ling Hai resigned from the Board effective 31 December 2025. The Board has approved an exemption for Ling Hai from complying with the Company's Non-Executive Director Minimum Shareholding Policy on the basis that compliance with the policy would put Ling Hai in conflict with Mastercard's internal policies related to conflicts of interest. Ling Hai is the only Board approved exemption from compliance with the Company's Non-Executive Director Minimum Shareholding Policy.

2 Peter Wright was appointed to the Board effective 1 December 2025.

3 Leila Fourie was appointed to the Board effective 1 August 2026.

Section 7. Minimum Shareholding Policy and Contractual Arrangements

7.1. Minimum Shareholding Policy

Cuscal implemented a Minimum Shareholding Policy for Non-Executive Directors upon listing. The policy aims to align Non-Executive Directors' interests with those of shareholders. It focuses on long-term shareholder value by requiring Non-Executive Directors to hold and maintain a minimum shareholding in Cuscal shares during their tenure.

Cuscal's Minimum Shareholding Policy requires each Non-Executive Director to accumulate shares equal to 100% of their base fee (excluding super, committee fees or any additional fees paid for extra services). The requirement must be met within a five-year period (from the later of 25 November 2024 or the date of appointment). The BRNC will determine the minimum holding and calculate it annually for all Non-Executive Directors.

The Board may, at any time and in its sole discretion, amend the minimum holding levels and/or timing requirements. All Non-Executive Directors have either met the requirement or are on track to meet it within the required timeframe.

Remuneration Report

7.2. Employment Arrangements

Table 20 outlines the key terms of current Executive KMP employment arrangements.

Table 20. Executive KMP Employment Arrangements

	Managing Director	Chief Financial Officer and Other Executives
Duration	Ongoing until either party gives notice.	Ongoing until either party gives notice.
Notice period, termination and termination payments	Employment may be terminated by either party giving 12 months' notice. In either event, Cuscal may make a payment in lieu of notice.	Employment may be terminated by either party giving six months' notice. In either event, Cuscal may make a payment in lieu of notice.
Termination for cause	Cuscal may terminate employment immediately in the case of serious misconduct or other circumstances warranting summary dismissal. In this case, Cuscal may terminate the employment contract immediately without payment in lieu of notice.	
Non-solicitation/restrictions of future activities	Following termination of employment, the employee will be subject to post-employment non-competition restraints for a period of up to 12 months and non-solicitation restraints for a period of 24 months. The enforceability of the restraint clause is subject to all usual legal requirements.	

Auditor's Independence Declaration

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Auditor's independence declaration to the directors of Cuscal Limited

As lead auditor for the audit of the financial report of Cuscal Limited and for the review of the selective sustainability information in the sustainability report for the financial year ended 30 June 2026, I declare to the best of my knowledge and belief, there have been:

a. No contraventions of the auditor independence requirements of *the Corporations Act 2001* in relation to the audit and review;

b. No contraventions of any applicable code of professional conduct in relation to the audit and review; and

c. No non-audit services provided that contravene any applicable code of professional conduct in relation to the audit and review.

This declaration is in respect of Cuscal Limited and the entities it controlled during the financial year.

Ernst & Young

Ernst & Young

Andrew Harmer
Partner
20 August 2026

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Financial Report

For the Financial Year Ended 30 June 2026

Financial Statements

Statement of Profit and Loss

For the Financial Year Ended 30 June 2026

Cuscal Limited and its controlled entities

	Notes	Consolidated 30 June 2026 $m	Consolidated 30 June 2025 $m
Gross fee and commission revenue	4	**428.7**	353.1
Direct fee and commission expense	4	**(122.0)**	(93.8)
Net fee and commission revenue		**306.7**	259.3
Interest income	5	**166.7**	139.4
Interest expense	5	**(127.3)**	(108.3)
Net interest income		**39.4**	31.1
Other income	6	**1.3**	–
Total net operating income		**347.4**	290.4
Employee benefits expense	7	**(160.2)**	(123.5)
Depreciation and amortisation	7	**(16.2)**	(14.3)
Non-salary technology expenses	7	**(84.4)**	(65.8)
Other expenses	7	**(32.0)**	(45.1)
Total operating expenses		**(292.8)**	(248.7)
Profit before income tax		**54.6**	41.7
Income tax expense	8	**(11.9)**	(13.0)
Profit after tax		**42.7**	28.7
Earnings per ordinary share (EPS)			
Basic EPS (cents per share)	44	**22.1**	15.5
Diluted EPS (cents per share)	44	**21.8**	15.4

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

Statement of Other Comprehensive Income

For the Financial Year Ended 30 June 2026

Cuscal Limited and its controlled entities

		Consolidated	
	Notes	30 June 2026 $m	30 June 2025 $m
Profit after tax		**42.7**	28.7
Other comprehensive income/(loss):			
Items that may be reclassified to the Statement of Profit and Loss:			
Unrealised gains on fair value through other comprehensive income (**FVOCI**) debt instruments, net of tax	27	**0.3**	0.8
Movement in foreign currency and hedging reserve	27	**(0.8)**	–
Other comprehensive (loss)/income, net of tax		**(0.5)**	0.8
Total comprehensive income for the year, net of tax		**42.2**	29.5

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

Statement of Financial Position

As at 30 June 2026

Cuscal Limited and its controlled entities

	Notes	Consolidated 30 June 2026 $m	Consolidated 30 June 2025 $m
ASSETS			
Cash and cash equivalents	11	**2,978.8**	2,215.3
Receivables due from financial institutions	12	**5.9**	5.6
Investments securities	13	**1,697.1**	998.7
Other financial assets at amortised cost		**3.0**	0.3
Other assets	14	**126.8**	91.6
Current tax assets		**8.7**	2.4
Deferred tax assets	15	**15.5**	7.2
Derivative financial assets	16	**0.3**	0.1
Equity investments	17	**3.7**	4.0
Property, plant and equipment and right-of-use assets	18	**50.5**	34.6
Intangible assets	19, 20	**155.3**	105.4
Total assets		**5,045.6**	3,465.2
LIABILITIES			
Payables due to financial institutions	12	**268.4**	161.0
Client deposits	21	**3,990.9**	2,621.2
Securities sold under agreement to repurchase	22	**201.1**	200.1
Discount securities issued	23	**4.0**	4.0
Derivative financial liabilities	16	**0.4**	–
Other liabilities	24	**96.7**	66.5
Provisions	25	**50.4**	36.0
Total liabilities		**4,611.9**	3,088.8
Net assets		**433.7**	376.4
EQUITY			
Issued capital	26	**190.9**	158.6
Reserves	27	**4.9**	3.5
Retained earnings	28	**237.9**	214.3
Total equity		**433.7**	376.4

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

Statement of Changes in Equity

For the Financial Year Ended 30 June 2026

Cuscal Limited and its controlled entities

30 June 2026	Notes	Issued capital $m	Reserves $m	Retained earnings $m	Total $m	Non-controlling interests $m	Total equity $m
As at 1 July 2025		**158.6**	**3.5**	**214.3**	**376.4**	**–**	**376.4**
Total comprehensive (loss) / income	27, 28	**–**	**(0.5)**	**42.7**	**42.2**	**–**	**42.2**
Contributions of equity, net of transaction costs	26	**32.3**	**–**	**–**	**32.3**	**–**	**32.3**
Employee share-based payments reserve	27, 32	**–**	**1.9**	**–**	**1.9**	**–**	**1.9**
Dividends paid	29	**–**	**–**	**(19.1)**	**(19.1)**	**–**	**(19.1)**
As at 30 June 2026		**190.9**	**4.9**	**237.9**	**433.7**	**–**	**433.7**

30 June 2025	Notes	Issued capital $m	Reserves $m	Retained earnings $m	Total $m	Non-controlling interests $m	Total equity $m
As at 1 July 2024		119.3	(9.4)	212.3	322.2	2.0	324.2
Total comprehensive income	27, 28	–	0.8	28.7	29.5	–	29.5
Contributions of equity, net of transaction costs	26	39.3	–	–	39.3	–	39.3
Acquisition of remaining interest in Braavos Corporation Pty Ltd		–	0.7	0.7	1.4	(2.0)	(0.6)
Transfer of reserves		–	10.7	(10.7)	–	–	–
Employee share-based payments reserve	27, 32	–	0.7	–	0.7	–	0.7
Dividends paid	29	–	–	(16.7)	(16.7)	–	(16.7)
As at 30 June 2025		**158.6**	**3.5**	**214.3**	**376.4**	–	**376.4**

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

Cash Flow Statement

For the Financial Year Ended 30 June 2026

Cuscal Limited and its controlled entities

		Consolidated	
	Notes	30 June 2026 $m	30 June 2025 $m
Fees, commissions and other income received		429.9	344.3
Fees & commissions paid		(117.2)	(97.6)
Payments to other suppliers and employees		(272.2)	(233.2)
Interest received		157.2	140.5
Interest paid		(126.2)	(109.8)
Net income tax paid, net of research and development incentives		(19.5)	(26.9)
Net payments of other financial assets at amortised cost		(2.7)	(0.3)
Net proceeds from settlement market participants		99.5	229.0
Net (repayments) / proceeds of investment securities		(326.0)	97.9
Net proceeds/(repayments) of repurchase agreements		0.8	(101.1)
Net proceeds of discount securities issued		–	3.0
Net proceeds / (repayments) of client deposits		633.6	(79.5)
Net payments to prepaid cardholders		–	(0.1)
IPO offer costs paid		–	(13.4)
Net cash provided by operating activities	33	**457.2**	152.8
Payment for intangible assets		(3.4)	(8.6)
Payment for acquisition of subsidiaries	3	(105.9)	(5.5)
Cash acquired from subsidiaries acquired	3	412.2	–
Payment for property, plant and equipment		(4.6)	(16.0)
Net cash provided by / (used in) investing activities		**298.3**	(30.1)
Proceeds from issue of shares, net of transaction costs		32.3	38.3
Dividends paid	28, 29	(19.1)	(16.7)
Settlement of employee share options		–	(0.6)
Leasehold incentives received		0.2	8.4
Cash payments for funding principal portion of lease liability		(5.4)	(5.9)
Net cash provided by financing activities		**8.0**	23.5
Net increase in cash		**763.5**	146.2
Cash at the beginning of the year		**2,215.3**	2,069.1
Cash at the end of the year	11	**2,978.8**	2,215.3

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

The effects of exchange rate changes on cash and cash equivalents during the period was not material.

Notes to the **Financial Statements**

Note 1 – Accounting policies

The information contained in this note represents the material accounting policies used in the preparation of the Financial Statements and accompanying Notes to the Financial Statements.

(a) Statement of compliance

The financial statements are general purpose financial statements which have been prepared in accordance with the *Corporations Act 2001* (cth), (**Corporations Act**) accounting standards and interpretations, and comply with other requirements of the law.

The financial statements comprise the consolidated financial statements of Cuscal Limited (**Cuscal**) and its controlled entities (**the Consolidated Entity**). For the purposes of preparing the consolidated financial statements, Cuscal as well as the Consolidated Entity are for-profit entities.

Accounting Standards include Australian Accounting Standards. Compliance with Australian Accounting Standards ensures that the financial statements and notes of the Consolidated Entity comply with International Financial Reporting Standards (**IFRS**) as issued by the International Accounting Standards Board (**IASB**).

The financial statements were approved by the Directors on 20 August 2026.

(b) Basis of preparation

The financial report has been prepared on a historical cost basis, except for the revaluation of certain financial assets and financial liabilities (including derivative instruments) that are measured at fair value through the profit and loss or other comprehensive income. Historical cost is generally based on the fair values of the consideration given in exchange for assets, goods and services. Unless otherwise indicated, all amounts are presented in Australian dollars.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Consolidated Entity takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for measurements that have some similarities to fair value, such as “value in use” in AASB 136 *Impairment of Assets*.

The accounting policies adopted in the preparation of these financial statements are consistent with those adopted and disclosed in the Consolidated Entity’s annual financial report for the year ended 30 June 2025. Changes to the Consolidated Entity’s key accounting policies during the year are described in section (nn) of Note 1, titled ‘New Australian Accounting Standards and amendments to Accounting Standards that are effective in the current year’.

Accounting policies are selected and applied in a manner that ensures that the resulting financial information satisfies the concepts of relevance and reliability, thereby ensuring that the substance of the underlying transactions or other events is reported.

Rounding Off

Cuscal is a company categorised under the Australian Securities and Investments Commission (ASIC) Corporations (Rounding in Financial/Directors’ Reports) Instrument 2026/183. In accordance with this instrument, figures in this Directors’ Report and the Financial Report have been expressed in millions and rounded off to the nearest hundred thousand dollars, unless stated otherwise.

(c) Critical accounting judgements and estimates

In the application of the Consolidated Entity’s accounting policies, Management is required to make judgements, estimates and assumptions about carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other relevant factors.

Notes to the Financial Statements

For the Financial Year Ended 30 June 2026

Note 1 – Accounting policies (continued)

Actual results may differ from these estimates. The estimates and associated assumptions are reviewed on an ongoing basis. Revisions to these estimates are recognised in the period of the revision if the revision only affects that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The areas where assumptions require a higher degree of judgement are:

- The fair value of net assets acquired and resulting goodwill as a result of acquisition of subsidiaries, presented in Note 3;
- The recognition of tax losses relating to the Braavos Group, presented in Note 8;
- The accounting treatment of the cloud computing arrangement, presented in Note 14;
- The assumptions used in the calculation of the expected credit losses (**ECL**), presented in Notes 14, 27 and 35;
- The valuation and level of significant influence and control assessments of unlisted equity securities, presented in Note 17;
- The recognition of deferred tax assets and liabilities, presented in Note 15;
- The useful life of intangible assets, and the recoverability of goodwill, presented in Note 19 and 20;
- The discount rates used in the calculation of lease liabilities, presented in Note 24, and in the impairment assessment of goodwill, presented in Note 20;
- The estimation of provisions, presented in Note 25;
- The carrying value of financial instruments, presented in Notes 35 and 36; and
- The fair value at grant date of all types of employee share-based payments issued and other key assumptions, presented in Note 32.

(d) Foreign currency

All foreign currency transactions during the financial year are brought to account using the exchange rate in effect at the date of the transaction. Foreign currency monetary items at the reporting date are translated at the exchange rate existing at the reporting date.

All exchange differences are recognised in profit or loss.

Foreign operations

The assets and liabilities of foreign operations are translated into Australian dollars using the exchange rates at the reporting date. The revenues and expenses of foreign operations are translated into Australian dollars using the average exchange rates, which approximate the rates at the dates of the transactions, for the period. All resulting foreign exchange differences are recognised in other comprehensive income (**OCI**) through the foreign currency translation reserve in equity.

(e) Functional and presentation currency

The Consolidated Entity amounts are presented in Australian dollars, which is Cuscal's functional and presentation currency.

(f) Comparative amounts

Where necessary, comparative figures have been adjusted to conform to changes in presentation of current period figures in these financial statements.

(g) Principles of consolidation

The consolidated financial statements comprise the financial statements of Cuscal and entities controlled by Cuscal and its subsidiaries. Cuscal consolidates a subsidiary when it controls it.

Control is achieved when Cuscal:

- Has power over the investee;
- Is exposed, or has rights, to variable returns from its involvement with the investee; and
- Has the ability to use its power to affect its returns.

All three of these criteria must be met for the Consolidated Entity to have control over an investee.

Control is lost when Cuscal:

- Has no power over the investee;
- Has no exposure, or has no rights, to variable returns from its involvement with the investee; and
- Has lost the ability to use its power to affect its returns.

The Consolidated Entity has power over an entity when it has existing substantive rights that give it the current ability to direct the entity's relevant activities. Relevant activities are those activities that significantly affect the entity's returns. The Consolidated Entity evaluates whether it has the power to direct relevant activities.

Cuscal reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

Consolidation of a subsidiary begins when Cuscal obtains control over the subsidiary and ceases when Cuscal loses control of the subsidiary.

When the Consolidated Entity loses control over a subsidiary, it derecognises the related assets (including goodwill), liabilities, non-controlling interest and other components of equity, while any resulting gain or loss is recognised in profit or loss. Any investment retained is recognised at fair value.

When there is change to a parent's ownership interest in a subsidiary that does not result in the parent losing control of the subsidiary, the transaction is considered as an equity transaction. Non-controlling interests (**NCI**) results and equity of the subsidiaries are shown separately in the Consolidated Income Statement, Statement of Other Comprehensive Income and Consolidated Statement of Financial Position and are determined on the basis of the Consolidated Entity's present ownership in the entity.

All intragroup assets, liabilities, equity, income, expenses and cash flows relating to transactions between members of the Consolidated Entity are eliminated in full on consolidation.

(h) Business combinations

Acquisitions of businesses are accounted for using the acquisition method. The consideration transferred in a business combination is measured at fair value, which is calculated as the sum of the acquisition-date fair values of assets transferred by the Consolidated Entity, liabilities incurred by the Consolidated Entity to the former owners of the acquiree and the equity instruments issued by the Consolidated Entity in exchange for control of the acquiree. Acquisition-related costs are recognised in profit or loss as incurred.

At the acquisition date, the identifiable assets acquired, liabilities assumed, and identifiable intangible assets are recognised at their fair value, except:

- Deferred tax assets or liabilities and assets or liabilities related to employee benefit arrangements are recognised and measured in accordance with AASB 112 *Income Taxes* and AASB 119 *Employee Benefits* respectively; and
- Liabilities or equity instruments related to share-based payment arrangements of the acquiree or share-based payment arrangements of the Consolidated Entity entered into to replace share-based payment arrangements of the acquiree are measured in accordance with AASB 2 *Share-based Payment* at the acquisition date.

Goodwill is measured as the excess of the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree, and the fair value of the acquirer's previously held equity interest in the acquiree (if any) over the net of the acquisition-date amounts of the identifiable assets acquired and the liabilities assumed.

Notes to the Financial Statements

For the Financial Year Ended 30 June 2026

Note 1 – Accounting policies (continued)

(i) Segment reporting

The Consolidated Entity has two reportable operating segments: 'Payments' and 'Paymark'. In identifying these, management generally follows the Consolidated Entity's service lines representing its main products and services. Please refer to Note 2.

Income statement

(j) Interest income and expense

The effective interest rate method

Under AASB 9 *Financial Instruments* (**AASB 9**), interest income is recorded using the effective interest rate (**EIR**) method for all financial assets measured at amortised cost. Interest income on interest bearing debt instruments measured at FVOCI under AASB 9 is also recorded using the EIR method. Interest expense is also calculated using the EIR method for all financial liabilities held at amortised cost.

The effective interest method is a method of calculating the amortised cost of a financial asset or a financial liability and of allocating the interest income or interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument or, when appropriate, a shorter period to the net carrying amount of the financial asset or financial liability. When calculating the effective interest rate, the Consolidated Entity estimates cash flows considering all contractual terms of the financial instrument including transaction costs, premiums and discounts, but does not consider future credit losses.

(k) Net fee and commission revenue

The Consolidated Entity's gross fee and commission revenue is broadly categorised into the following streams:

- Core transaction-based revenue, which comprises two key components:
  - General transactional-based revenue primarily includes transaction processing and settlement fees, and international transaction fees. These are the Consolidated Entity's key revenue stream and are relatively simplistic in nature, that is, the performance obligation is deemed to have been met when the transaction is processed, or service is provided. Clients can only benefit once a transaction is processed and hence, the Consolidated Entity will recognise the revenue once a transaction is processed;
  - Scheme growth incentive fees include revenue from exclusivity arrangements, new accounts created and volume contributions. Depending on the type of incentive, the revenue can have various performance obligations that may be met over time or at a point in time. Revenue is only recognised to the extent that a significant reversal is not expected to occur in future.
- Other transaction processing revenue primarily comprises the following revenue streams. Unless mentioned otherwise, these revenue streams are recognised at the point in time that the transactional processing obligation has been met:
  - Passthrough revenue is revenue that the Consolidated Entity recovers from its clients, typically at nil margin, which generally relates to expenses typically charged by the underlying payment scheme or network. This revenue is recognised in line with the underlying transaction processing cost, that is, once the transaction is processed;
  - Financial Crimes fees are fees related to authentication and monitoring services related to fraudulent activity impacting cards used by clients' end customers;
  - Data Services fees are fees related to client onboarding implementations and monthly fees attributable to Data Holder services;
  - Other key fees include card production fees, card management fees, digital enablement fees, monthly services and access fees, and disputes and compliance fees. Fees relating to an ongoing service or access/enablement may be recognised over the period of time the service relates to.

- Implementation and project fees are ad-hoc fees driven by client projects, for example, client onboarding, sponsorship to provide access to scheme branded payment cards, issuer setup, account setup, project management support. Projects are completed to customer specifications and control is deemed to pass on to the customer upon completion. The Consolidated Entity's project revenue streams are broken down into two categories: small-scale customer projects and large-scale customer projects. Revenue relating to smaller projects are recognised at the end of the project. Larger projects may have specific performance obligations embedded into the contract at inception in which case, revenue may be recognised over time.

Fee and commission expenses are generally recognised on an accrual basis when the service has been provided, or are recognised when the Consolidated Entity assesses that it is probable it will be obligated to pay the fee.

The majority of fees and commission expenses relate to the processing of financial transactions for clients. Fee and commission expenses include costs charged to the Consolidated Entity by a third party (predominantly a payment scheme or network), which is directly recovered from clients.

(l) Dividend income

Dividend income is recognised at the record date after dividends are declared.

(m) Operating expenses

Operating expenses are recognised when the relevant service is rendered or once a liability is incurred. Staff expenses are recognised over the period that an employee renders the service to receive the benefit.

Non-salary technology expenses are recognised as incurred unless they qualify for capitalisation as an asset due to the related service generating probable future economic benefits.

Software-as-a-service arrangements

Software-as-a-service (**SaaS**) arrangements provide the Consolidated Entity with access and customisation services in relation to cloud-based software solutions provided by a third party, whereby the Consolidated Entity does not have the ability to take possession of the software.

The Consolidated Entity accounts for implementation and customisation services provided under SaaS arrangements as non-distinct services. As a result, the fees associated with these services are recognised as an expense over the live access service period. Any upfront fees paid before receiving the access service are recognised as a prepayment under 'Other Assets' in Note 14.

Ongoing service fees paid for SaaS Provider arrangements will be recognised as incurred. Implementation services over and above any recurring fees will be recognised over the period of the contract.

(n) Taxation

Income tax is recognised in the income statement except when it relates to items recognised directly in equity or in OCI, in which case it is recognised directly in equity or in the Statement of Other Comprehensive Income. Current and deferred tax is recognised as an expense or income in profit or loss, except when the tax relates to items credited or debited directly to equity, in which case the deferred tax is also recognised directly in equity or OCI, or where it arises from the initial accounting for a business combination, in which case it is taken into account in the determination of goodwill.

Cuscal and certain wholly owned subsidiaries have adopted the tax consolidation regime in Australia, effective from 1 July 2002. Under the terms and conditions of the tax sharing and funding agreement, Cuscal, as the head entity of the tax consolidation group, charges or reimburses its wholly owned subsidiaries for current tax liabilities or assets it incurs in connection with their activities.

As a consequence, for wholly owned subsidiaries in the tax consolidation group, Cuscal recognises the current tax balances as if those were its own in addition to the current and deferred tax amounts arising in relation to its own transactions, events and balances. Amounts receivable or payable under a tax sharing and funding agreement with the tax-consolidated entities are recognised as intercompany amounts receivable or payable. Entities outside of the tax consolidation group are disclosed in Note 41.

Notes to the Financial Statements

For the Financial Year Ended 30 June 2026

Note 1 – Accounting policies (continued)

The 'stand-alone taxpayer' basis is the method used for measuring current and deferred taxes (other than deferred tax assets relating to tax losses) of the entities in the tax consolidation group as if each entity continued to be a taxable entity in its own right. Deferred tax assets in relation to tax losses are measured based on the tax-consolidated group's ability to utilise the tax loss.

(o) IPO offer costs incurred

In line with AASB 132 *Financial instruments: Presentation* (**AASB 132**), transaction costs have been split between the statement of profit or loss and equity, where incremental costs that are directly attributable to the issuing of new shares are directly deducted from equity, net of the income tax benefit.

Transaction costs that relate jointly to more than one transaction (such as costs of a concurrent offering of some shares and a stock exchange listing of other shares) are allocated to those transactions using a basis of allocation that is rational and consistent with similar transactions.

(p) Goods and services tax

Revenues, expenses and assets are recognised net of the amount of goods and services tax (**GST**), except:

- Where the amount of GST incurred is not recoverable from the taxation authority, it is recognised as part of the cost of acquisition of an asset or as part of an item of expense; or
- For receivables and payables which are recognised inclusive of GST.

The net amount of GST recoverable from, or payable to, the taxation authority is included as part of receivables or payables.

Cash flows are included in the Statement of Cash Flows on a gross basis. The GST component of cash flows arising from investing and financing activities, which is recoverable from or payable to, the taxation authority is classified as operating cash flows.

(q) Research and development incentives

Some of the projects the Consolidated Entity has developed qualify for Research and Development Incentives provided by the Australian Government.

These incentives are recognised in accordance with AASB 120 *Accounting for Government Grants and Disclosure of Government Assistance*. Amounts are received in cash but recognised on an accrual basis in the same period as the qualifying expenditure. Where that qualifying expenditure has been capitalised, the incentive is treated as a reduction of the carrying value of the asset developed and the benefit of the grant flows to profit or loss as reduced depreciation and amortisation expenses in future periods. Where that qualifying expenditure has been taken to profit or loss, the incentive is treated as a reduction of the expense item.

Assets and liabilities

(r) Cash and liquid assets

Cash and cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash and which have an insignificant risk of changes in value.

These comprise cash on hand, cash held with the Reserve Bank of Australia to cover market settlement, and operating cash in banks.

Bank overdrafts are shown within payables due to financial institutions in the Statement of Financial Position.

(s) Financial assets and financial liabilities

Financial assets

Initial recognition and measurement

Financial assets are initially recognised and subsequently measured at either amortised cost, fair value through other comprehensive income (**FVOCI**), or fair value through profit or loss (**FVTPL**).

At initial recognition, the classification of financial assets depends on their cash flows characteristics and the Consolidated Entity's business model for managing them.

Subsequent measurement

For subsequent measurement, financial assets are classified into four categories:

- Financial assets at amortised cost;
- Financial assets at fair value through OCI with recycling of cumulative gains and losses (debt instruments);
- Financial assets at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments); and
- Financial assets at fair value through profit and loss.

Financial assets at amortised cost

Financial assets at amortised cost are subsequently measured using the 'Effective Interest Rate' method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

The Consolidated Entity financial assets held at amortised cost include receivables due from financial institutions.

Fair value through other comprehensive income

For debt instruments at FVOCI, interest income, foreign exchange revaluation and impairment losses or reversals are recognised in the Statement of Profit or Loss and computed in the same manner as for financial assets measured at amortised cost. The remaining fair value changes are recognised in OCI. Upon derecognition, the cumulative fair value change recognised in OCI is recycled to profit or loss.

The Consolidated Entity's debt instruments at FVOCI primarily includes investments securities.

The Consolidated Entity measures all equity investments at fair value. Where Management has elected to present fair value gains and losses on equity investments in OCI, there is no subsequent reclassification of fair value gains and losses to profit or loss following derecognition of the investment. Impairment losses and reversal in impairment losses are not reported separately from other changes in fair value.

Financial assets at fair value through profit or loss

Financial assets at FVTPL are carried in the Statement of Financial Position at fair value with net changes in fair value recognised in the Statement of Profit or Loss.

This category includes derivative instruments and unlisted equity investments which the Consolidated Entity had not irrevocably elected to classify at fair value through OCI. Dividends on unlisted investments are recognised in other income in the Statement of Profit or Loss when the right of payment has been established.

Notes to the Financial Statements

For the Financial Year Ended 30 June 2026

Note 1 – Accounting policies (continued)

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Consolidated Entity's Statement of Financial Position) when:

- The rights to receive cash flows from assets have expired; or
- The Consolidated Entity has transferred its rights to receive cash flows from assets or assumed an obligation to pay received cash flows in full without material delay to a third party under a 'passthrough' arrangement, and either the Consolidated Entity has transferred substantially all risks and rewards of the asset or the Consolidated Entity has neither transferred nor retained substantially all risks and rewards of the assets but has transferred the control of the asset; and
- When the Consolidated Entity has transferred its rights to receive cash flows from an asset or has entered into a passthrough arrangement, it evaluates if, and to what extent, it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Consolidated Entity continues to recognise the transferred asset to the extent of its continuing involvement. In that case, the Consolidated Entity also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Consolidated Entity has retained.

Impairment

Disclosures relating to impairment of financial assets are provided in Note 35.

The Consolidated Entity recognises an allowance for expected credit losses (**ECL**) for all debt instruments not held at FVTPL. The parent entity recognises an ECL for intercompany loans held at amortised cost. Refer Note (mm) for further information on ECL methodology.

ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Consolidated Entity expects to receive, discounted at an approximation of the original effective interest rate.

The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECLs are recognised in three stages. For credit exposures where there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12 months (a 12-month ECL). For those credit exposures for where there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

For trade receivables and contract assets, the Consolidated Entity applies a simplified approach in calculating ECLs.

Therefore, the Consolidated Entity does not track changes in credit risk but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Consolidated Entity has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

For debt instruments at FVOCI, the Consolidated Entity applies the low credit risk simplification. Every quarter, the Consolidated Entity evaluates whether the debt instrument is considered to have low credit risk using all reasonable and supportable information that is available without undue cost or effort. In making that evaluation, the Consolidated Entity reassesses the credit rating of the debt instrument from credit agencies such as S&P Global Ratings (**S&P**) and Moody's.

The Consolidated Entity's debt instruments at FVOCI comprise solely of quoted bonds that are graded in the top investment category (Very Good and Good) by the S&P Credit Rating Agency and, therefore, are considered to be low credit risk investments. It is the Consolidated Entity's policy to measure ECLs on such instruments on a quarterly basis. However, when there has been a significant increase in credit risk since origination, the allowance will be based on the lifetime ECL.

Financial liabilities

Initial recognition and measurement

All financial liabilities are recognised initially at fair value and the Consolidated Entity's financial liabilities include payables due to financial institutions, client deposits, securities sold under agreement to repurchase, discount securities issued, borrowings of securitisation trust, derivatives and other payables.

Subsequent measurement

For the purpose of subsequent measurement, financial liabilities are classified into two categories:

- Financial liabilities at fair value through profit and loss; and
- Financial liabilities at amortised cost (payables due to financial institutions, client deposits, securities sold under repurchase agreements, discount securities issued and other payables).

Financial liabilities at fair value through profit or loss

Financial liabilities at FVTPL include financial liabilities held for trading and financial liabilities designated upon initial recognition as at FVTPL.

Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Consolidated Entity that are not designated as hedging instruments in hedge relationships as defined by AASB 9. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the Statement of Profit or Loss.

Financial liabilities designated upon initial recognition at FVTPL are designated at the initial date of recognition, and only if the criteria in AASB 9 are satisfied.

Financial liabilities at amortised cost (loans and borrowings)

This is the category most relevant to the Consolidated Entity. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the Statement of Profit or Loss. This category generally applies to interest-bearing loans and borrowings.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged, cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit or Loss.

(t) Receivables Due from Financial Institutions

All receivables due from financial institutions are recorded at amortised cost less any allowances for ECLs. Receivables due from financial institutions include amounts due from market participants for settlement of transactions initiated by the Consolidated Entity for its clients on balance date and are usually settled the next business day.

Notes to the Financial Statements

For the Financial Year Ended 30 June 2026

Note 1 – Accounting policies (continued)

(u) Investments

The Consolidated Entity's investment securities are fixed interest securities, discounted instruments and floating rate instruments, which are purchased with the view of holding for a longer period of time, including to maturity date, but which may be sold prior to their maturity date.

These investment securities are classified as FVOCI financial assets and carried at fair value. Realised gains and losses on debt securities classified as FVOCI are recognised as other income in the Statement of Profit and Loss in the period in which they arise. Unrealised gains and losses are taken to the FVOCI reserve, in equity, and are recycled to profit or loss on realisation.

Interest income is calculated using the effective interest method and is recognised in the Statement of Profit and Loss and in Note 5. Changes in fair value are recognised in the Statement of Profit and Loss when the asset is derecognised.

(v) Other financial assets at amortised cost

Other financial assets at amortised cost comprise client deposits held in overdraft at period end. These loans are recorded at amortised cost less any allowance for ECLs. Interest income on loans is brought to account using the effective interest rate method.

(w) Derivative financial instruments and hedge accounting

Derivative instruments

Derivative instruments entered into by the Consolidated Entity may include forwards and forward rate agreements, swaps and options in the interest rate markets. The Consolidated Entity uses derivative instruments to manage the risk of existing Balance Sheet positions or to hedge estimated future cash flows.

All derivatives, including those used for accounting hedging purposes, are recognised on the Statement of Financial Position and are disclosed as an asset where they have a positive fair value at balance date or as a liability where the fair value at balance date is negative. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and subsequently re-measured to their fair value, except when they have been designated as part of an accounting hedge.

Movements in the carrying amounts of derivatives are recognised in profit or loss unless the derivative meets the requirements for hedge accounting.

Hedge accounting

At the inception of a hedge relationship, the Consolidated Entity formally designate and documents the hedge relationship to which it wishes to apply hedge accounting and the risk management objective and strategy for undertaking the hedge.

The documentation includes identification of the hedging instrument, the hedged item, the nature of the risk being hedged and how the Consolidated Entity will assess whether the hedging relationship meets the hedge effectiveness requirements.

Net investment hedge

Hedges of a net investment in a foreign operation, including a hedge of a monetary item that is accounted for as part of the net investment, are accounted for in a way similar to cash flow hedges. Gains or losses on the hedging instrument relating to the effective portion of the hedge are recognised as OCI whilst any gains or losses relating to the ineffective portion are recognised in the Statement of Profit or Loss. On disposal of the foreign operation, the cumulative value of any such gains or losses recorded in equity is transferred to the Statement of Profit or Loss.

(x) Other assets

Trade receivables and other receivables are carried at amortised cost less any allowance for ECLs. Other amounts receivable primarily relate to amounts due from financial clearing systems and are generally settled daily.

Other assets include implementation fees paid for cloud computing which are treated as SaaS arrangements.

(y) Investments in other entities

Investments in other entities, excluding subsidiaries, are classified and carried at FVTPL.

Revaluations on these investments are recorded under other income in the Statement of Profit and Loss.

In the Company financial statements, investments in subsidiaries are carried at cost less impairment.

(z) Property, plant, equipment and right-of-use assets

Acquisitions

Assets acquired are recorded at the cost of acquisition, being the purchase consideration determined as at the date of acquisition plus costs incidental to the acquisition.

Assets are reviewed for impairment annually.

Depreciation

Depreciation of plant and equipment is calculated on a straight-line basis over the expected useful life of each asset.

Leasehold improvements are depreciated over the period of the lease or estimated useful life, whichever is shorter, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each annual reporting period.

The following estimated useful lives are used in the calculation of depreciation:

Useful lives	2026	2025
IT equipment	3–5 years	3–5 years
Furniture, fittings and office equipment	3–5 years	3–5 years
Leasehold improvements	5–10 years	5–10 years

Right-of-use (ROU) assets

ROU assets are measured at cost and are recorded at the commencement of any new leases that are in the scope of AASB 16. The ROU asset comprises:

- The amount of the initial lease liability, less any incentives received;
- Any initial direct costs incurred; and
- An estimate of the costs to be incurred in dismantling and removing the underlying asset, if applicable under the terms of the lease.

ROU assets are depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis.

There are no favourable or unfavourable terms of the lease when compared with market terms.

Notes to the Financial Statements

For the Financial Year Ended 30 June 2026

Note 1 – Accounting policies (continued)

(aa) Intangible assets

Intangible assets acquired separately

Intangible assets with finite lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over the estimated useful lives of these assets. The estimated useful life and amortisation method are reviewed at the end of each reporting period, and the effect of any changes in estimate being accounted for on a prospective basis.

Internally generated intangible assets

An internally-generated intangible asset is recognised if, and only if, all of the following have been demonstrated:

- The technical feasibility of completing the intangible asset so that it will be available for use or sale;
- The intention to complete the intangible asset and use or sell it;
- The ability to use or sell the intangible asset;
- The ability of the intangible asset to generate probable future economic benefits;
- The availability of adequate technical, financial and other resources to complete the development and to use or sell the intangible asset; and
- The ability to measure reliably the expenditure attributable to the intangible asset during its development.

The amount initially recognised for internally-generated intangible assets is the sum of the expenditure incurred from the date when the intangible asset first meets the recognition criteria listed above.

The sum includes costs of external consultants engaged to develop the intangible asset or to modify purchased intangibles such as software, internal labour costs directly related to the project and project management costs directly related to the intangible asset. Where no internally-generated intangible asset can be recognised, development expenditure is recognised in profit or loss in the period in which it is incurred.

Subsequent to initial recognition, internally-generated intangible assets are reported at cost less accumulated amortisation and accumulated impairment losses, on the same basis as intangible assets that are acquired separately. Internally generated assets acquired through acquisitions have been assessed for the recognition criteria above on acquisition date, and will continue to be recognised in line with the Group policy as stated.

Classes of intangible assets

The Consolidated Entity currently has the following classes of intangible assets:

- Payments Infrastructure: Payments Infrastructure assets are development costs to bring transactional 'switching' and data capability to the Consolidated Entity's customers. This primarily includes internal and external labour costs and licence costs.
- Investment in Australian Plus Payments Ltd (**AP+**): AP+ brings together the three domestic payment organisations BPAY, Eftpos and New Payments Platform Australia Ltd (**NPPA**) into one integrated entity. The Consolidated Entity has investments in this entity through a share capital subscription. This subscription is akin to a perpetual licence to access the NPP network, and as such is being amortised as an intangible asset over a useful life of 10 years. This investment was formerly in NPPA; however, this investment was converted into a share investment in AP+ in the 2022 financial year.
- Goodwill: Goodwill arising on an acquisition of a business is carried at cost as established at the date of the acquisition of the business less accumulated impairment losses, if any. Goodwill is the Consolidated Entity's only indefinite life intangible asset.

(bb) Payables due to financial institutions

All payables due to financial institutions are recorded at amortised cost. Payables due to financial institutions include amounts due to market participants for settlement of transactions initiated by the customers of the Consolidated Entity's clients on balance date and are usually settled the next business day.

(cc) Client deposits

All deposits are recorded at amortised cost. Interest expense on deposits is recognised in the Statement of Profit and Loss as interest expense. Any deposits overdrawn at the end of the reporting period are reclassified to other financial assets at amortised cost in the Statement of Financial Position.

(dd) Securities sold under agreement to repurchase

Securities sold under agreement to repurchase are held with the Reserve Bank of Australia for short-term funding requirements. These agreements are recognised at amortised cost. Interest expense on these repurchase agreements is recognised in the Statement of Profit and Loss as interest expense.

(ee) Discount securities issued

Discount securities issued comprise negotiable certificates of deposit and are measured at amortised cost. Interest expense on negotiable certificates of deposit is recognised in the Statement of Profit and Loss as interest expense.

(ff) Other liabilities

Accounts payable and other liabilities

Accounts payable and other liabilities are recognised when the Consolidated Entity becomes obliged to make future payments resulting from the purchase of goods and services received, whether or not billed to the Consolidated Entity.

Lease liabilities

At the commencement date of the lease, the Consolidated Entity recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Consolidated Entity and payments of penalties for terminating the lease, if the lease term reflects the Consolidated Entity exercising the option to terminate.

Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Consolidated Entity uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (such as changes to future payments resulting from a change in an index or rate used to determine such lease payments), or a change in the assessment of an option to purchase the underlying asset.

Lease payments are included in interest expense shown as a separate line item in Note 5 'Net interest income'.

Lease liabilities are remeasured if there is a modification, a change in the lease term, a change in the lease payments (such as changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

Notes to the Financial Statements

For the Financial Year Ended 30 June 2026

Note 1 – Accounting policies (continued)

(gg) Deferred tax assets and liabilities

Deferred tax is accounted for using the comprehensive Balance Sheet liability method in respect of temporary differences arising from differences between the carrying amount of assets and liabilities in the financial statements and the corresponding tax base of those items.

Deferred tax assets are recognised when temporary differences arise between the tax base of assets and liabilities and their respective carrying amounts which give rise to a future tax benefit, or where a benefit arises due to unused tax losses. Deferred tax assets are only recognised to the extent that it is probable that future taxable amounts will be available to utilise those temporary differences or tax losses.

Deferred tax liabilities are recognised when such temporary differences will give rise to taxable amounts being payable in future periods.

Deferred tax assets and liabilities are recognised at the tax rates expected to apply when the assets are recovered or liabilities are settled.

(hh) Provisions

Provisions are recognised when the Consolidated Entity has a present obligation arising from past events, it is probable that the Consolidated Entity will be required to settle the obligation, and the amount of the provision can be measured reliably.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at reporting date taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

Present obligations arising under onerous contracts are recognised and measured as a provision. An onerous contract is considered to exist when the Consolidated Entity has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received under it.

Employee benefits

A provision is made for benefits accruing to employees in respect of wages and salaries, annual leave, long service leave, and other employee benefits when it is probable that settlement will be required and these benefits are capable of being measured reliably.

Provisions made in respect of employee benefits that are not expected to be settled wholly within 12 months are measured as the present value of the estimated future cash outflows to be made by the Consolidated Entity in respect of services provided by employees up to reporting date, over the applicable service period.

Equity

(ii) Shareholders' equity

Ordinary shares are recognised at the amount paid up per ordinary share, net of directly attributable issue costs.

(jj) Fair value through other comprehensive income reserve

The FVOCI reserve includes changes in the fair value of financial assets (debt instruments) that are classified as FVOCI. These changes are transferred to profit or loss when the asset is derecognised.

(kk) Employee share option reserve

Equity-settled employee share-based payment transactions are awards of shares, or options over shares, that are provided to employees in exchange for the rendering of services.

The cost of these equity-settled transactions is measured at fair value on grant date. Fair value is independently determined using an appropriate valuation methodology together with non-vesting conditions that do not determine whether the Consolidated Entity receives the services that entitle the employees to receive payment. No other vesting conditions are taken into account.

The cost of equity-settled transactions is recognised as an expense with a corresponding increase in equity (share based payment reserve) over the vesting period. The cumulative charge to profit or loss is calculated based on the grant date fair value of the award, the best estimate of the number of awards that are likely to vest and the expired portion of the vesting period. The amount recognised in profit or loss for the period is the cumulative amount calculated at each reporting date less amounts already recognised in previous periods. If equity-settled awards are modified an additional expense is recognised, over the remaining vesting period, for any modification that increases the total fair value of the share-based compensation benefit as at the date of modification.

If the vesting condition is within the control of the Consolidated Entity or employee, the failure to satisfy the condition is treated as a cancellation. If the condition is not within the control of the Consolidated Entity or employee and is not satisfied during the vesting period, any remaining expense for the award is recognised over the remaining vesting period, unless the award is forfeited. No expense is recognised for awards that do not ultimately vest because non-market performance and/or service conditions have not been met.

Where awards include a market condition, the transactions are treated as vested irrespective of whether the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied.

If equity-settled awards are cancelled, they are treated as if they had vested on the date of cancellation, and any remaining expense is recognised immediately. If a new replacement award is substituted for the cancelled award, the cancelled and new award is treated as if they were a modification.

(ll) Non-controlling interests

External interest in the equity that is controlled by the Consolidated Entity is shown as non-controlling interest in the controlled entities in the equity section of the Statement of Financial Position. This includes share-based payment in the Consolidated Entity where the awards relate to shares in subsidiaries.

Other notes

(mm) Expected credit losses

AASB 9 establishes a model for recognition and measurement of impairments in loans and receivables that are measured at amortised cost or FVOCI. This is referred to as ECL model.

An ECL is required to be recognised on:

- A financial asset measured at amortised cost;
- A financial asset (debt instruments) measured at FVOCI;
- A contract asset recognised under AASB 15 *Revenue from Contracts with Customers* (**AASB 15**);
- A loan commitment; and
- Certain financial guarantees.

An ECL is defined as the weighted average of credit losses with the respective risks of default occurring as the weights, and is calculated using the following formula:

*ECL = Exposure at Default (**ED**) x Probability of Default (**PD**) x Loss Given Default (**LGD**).*

The key assumptions in the calculation of the ECL are as follows:

Notes to the Financial Statements

For the Financial Year Ended 30 June 2026

Note 1 – Accounting policies (continued)

- Loss on default charge is estimated as 45%;
- Minimum loss given defaults vary from 35-75% across different categories of investment;
- A minimum ECL charge approach is booked against trade receivables as they are predominantly settled via direct debit;
- Receivables due from financial institutions excludes balances held as cash on behalf of customers (prepaid cash);
- Settlement exposures covered by security deposits are excluded;
- Probability of default is taken using S&P ratings. The probability is increased on all negative S&P ratings.

The Consolidated Entity's general approach to ECL for assets at amortised cost or FVOCI are as follows:

- Receivables due from financial institutions: balance primarily due to settlement processes. The Consolidated Entity holds customer security deposits to guarantee settlement. ECL arising on these exposures to Australian authorised deposit-taking Institutions (**ADIs**) will be low as there is no history of default for any Australian ADIs;
- Investments: the Consolidated Entity holds high rated securities with financial institutions, predominantly Australian Banks, as well as government or semi-government bonds. ECL arising on exposures to Australian ADI's is generally low as there is no history of default;
- Trade Receivables: majority of the Consolidated Entity's debtor balances are settled next day via direct debit against client deposits, hence the ECL charge is immaterial;
- Undrawn commitments: Cuscal holds overdraft facilities, with the majority of overdraft facilities and overdrafts are covered by cash security deposits, therefore in the event of a client failing there would be insignificant credit loss to the Consolidated Entity.

(nn) New accounting standards and amendments to accounting standards issued that are effective in the current year

At the date of authorisation of the financial report, there were no new standards and interpretations issued that are effective that are considered relevant to the preparation of the financial statements of Cuscal and the Consolidated Entity, or had an impact on the financial statements of the Consolidated Entity.

(oo) New accounting standards and amendments to accounting standards issued that are not yet effective in the current year

The new and amended standards and interpretations that are issued, but not yet effective, up to the date of issuance of the financial report are disclosed below. The Consolidated Entity intends to adopt these new and amended standards and interpretations, if applicable, when they become effective.

Standard	Effective for annual reporting periods beginning on or after	Applies to the Consolidated Entity for the financial year ending
AASB 2024-2 Amendments to AASs – Classification and Measurement of Financial Instruments	1 January 2026	30 June 2027
AASB 18 Presentation and Disclosure in Financial Statements	1 January 2027	30 June 2028
AASB 2014-10 Amendments to AASs – Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	1 January 2028	30 June 2029

The impacts from AASB 18 *Presentation and Disclosure in Financial Statements* will mainly impact the presentation of the Statement of Profit or Loss, being the presentation of income and expenses as operating, financing and investing, as well as some minor presentation impacts across the other primary statements and accompanying notes. It may also affect what is considered a 'Management performance measure' and required disclosures around these. However, there will be no changes to the measurement of any amounts throughout the financial statements from adopting this new standard. The Consolidated entity has not early adopted any new standards or amendments that are not yet effective.

Note 2 – Segment reporting

AASB 8 *Operating Segments* (**AASB 8**) requires information to be disclosed about the Consolidated Entity's reportable segments. Management has identified two reportable operating segments of the business, the largely Australian-based 'Payments' segment, and the New Zealand-based 'Paymark' business. The Consolidated Entity's Chief Operating Decision Maker (**CODM**) in this regard is the Managing Director, who monitors the performance of each segment, as well as deciding on the allocation of resources to each segment.

Segmental performance is primarily monitored using underlying profit after tax. 'Underlying' results differ from statutory results, normalising for one-time adjustments as described in the Operating and Financial review on page 31, which management considers the best reflection of segmental performance. Information is received and reviewed on a monthly basis and the accounting policies adopted for internal reporting to the CODM are consistent with those adopted in the financial statements.

- The reportable segment 'Payments' provides payment related products and services for the benefit of Australian financial and consumer centric institutions. This includes electronic and paper payment processing, card products, card platform services, digital applications development, liquidity management and settlement services, specialised finance facilities, network communication services, fraud management services, real-time payments and data services.
- The reportable segment 'Paymark' provides the electronic payment processing services, and facilitates the routing, switching and settlement of transactions between merchants, banks and card issuers. This segment was established following the acquisition of Paymark Limited on 29 May 2026, which operates as a stand-alone entity in New Zealand. The CODM regularly reviews Paymark assets and liabilities separate from the rest of the Consolidated Entity.
- The 'Corporate' segment, which is not considered a reportable operating segment of the Consolidated Entity in line with AASB 8, is used to reconcile the total segment results to the Consolidated Entity's results. It currently consists of fair value gains or losses associated with Cuscal's equity investments (reflected in Other Income in the Statement of Profit and Loss).

Notes to the Financial Statements

For the Financial Year Ended 30 June 2026

Note 2 – Segment reporting (continued)

Underlying segment information for the reporting period is as follows:

Consolidated – 30 June 2026	Payments[(ii)] $m	Paymark $m	All Other Segments[(i)] $m	Total $m
Net fee & commission revenue	301.5	5.2	–	306.7
Net interest income	39.4	–	–	39.4
Other income	1.6	–	–	1.6
Underlying Total net operating income	342.5	5.2	–	347.7
Employee benefits expense	(155.5)	(2.5)	–	(158.0)
Depreciation and amortisation	(15.4)	(0.8)	–	(16.2)
Non-salary technology expenses	(80.4)	(0.6)	–	(81.0)
Other expenses	(26.9)	(0.2)	–	(27.1)
Operating expenses	(278.2)	(4.1)	–	(282.3)
Profit before income tax	64.3	1.1	–	65.4
Income tax expense	(18.8)	(0.4)	–	(19.2)
Underlying Profit after tax	45.5	0.7	–	46.2

(i) All other segments are non-reportable segments under AASB 8 Operating Segments.

(ii) Segment results are presented on an underlying basis, which differs to statutory results for one-time adjustments as described in the Operating and Financial review on page 31. The 'Payments' segment has been adjusted for $10.5 million of acquisition and integration costs following the acquisitions of Indue Ltd and Paymark Limited during the year, the tax impact of these adjustments, and $5.5 million of tax losses recognised associated with the 2023 acquisition of the Braavos Group.

Consolidated – 30 June 2025	Payments $m	Paymark $m	All Other Segments[(i)] $m	Total $m
Net fee & commission revenue	259.3	–	–	259.3
Net interest income	31.1	–	–	31.1
Other income	–	–	–	–
Underlying Total net operating income	**290.4**	–	–	**290.4**
Employee benefits expense	(122.4)	–	–	(122.4)
Depreciation and amortisation	(14.3)	–	–	(14.3)
Non-salary technology expenses	(65.8)	–	–	(65.8)
Other expenses	(32.3)	–	–	(32.3)
Operating expenses	**(234.8)**	–	–	**(234.8)**
Profit before income tax	**55.6**	–	–	**55.6**
Income tax expense	(17.2)	–	–	(17.2)
Underlying Profit after tax	**38.4**	–	–	**38.4**

(i) All other segments are non-reportable segments under AASB 8.

(ii) Segment results are presented on an underlying basis, which differs to statutory results for one-time adjustments as described in the Operating and Financial review on page 31. The 'Payments' segment has been adjusted for $13.9 million of IPO related costs following Cuscal's listing on the ASX in November 2024, and the tax impact of these adjustments.

Consolidated – 30 June 2026	Payments $m	Paymark $m	All Other Segments(i) $m	Total $m
Total assets	**4,994.0**	**47.9**	**3.7**	**5,045.6**
Total liabilities	**4,592.4**	**19.5**	**–**	**4,611.9**

(i) All other segments are non-reportable segments under AASB 8.

Consolidated – 30 June 2025	Payments $m	Paymark $m	All Other Segments(i) $m	Total $m
Total assets	3,461.2	–	4.0	3,465.2
Total liabilities	3,088.8	–	–	3,088.8

(i) All other segments are non-reportable segments under AASB 8 Operating Segments.

Geographical information

	30 June 2026		30 June 2025	
	$m	%	$m	%
Revenue				
Australia	**588.6**	**98.9**	492.0	99.9
New Zealand	**6.8**	**1.1**	0.5	0.1
Total revenue	**595.4**	**100.0**	492.5	100.0
Non-current assets				
Australia	**175.7**	**84.6**	144.0	100.0
New Zealand	**33.8**	**15.4**	–	–
Total non-current assets	**209.5**	**100.0**	151.2	100.0

Non current assets include amounts expected to be recovered more than 12 months after the reporting date, other than financial instruments and deferred tax assets.

Notes to the Financial Statements

For the Financial Year Ended 30 June 2026

Note 3 – Acquisitions

Acquisition of Indue Ltd

On 1 December 2025, Cuscal Limited acquired 100% of the issued share capital of Indue Ltd (**Indue**).

Indue is a leading provider of payment solutions, card services, and financial crime management in Australia. The Acquisition brings together two culturally aligned businesses with a strong heritage in the mutual banking sector and a deep commitment to advancing the competitive capabilities of clients through innovation and operational excellence. The combined business is expected to deliver greater value to clients and offer Cuscal the opportunity to continue its focus on client and revenue diversification, better positioning the Group for growth and sustainability over the long term.

Total purchase consideration was $75.2 million in cash consideration. There was no deferred or contingent consideration. Acquisition-related costs of $3.8 million are not included as part of consideration transferred and have been recognised as an expense in the consolidated Statement of Profit or Loss, as part of other expenses.

The fair value assessment of assets, liabilities, and items of consideration of the acquired entities has been finalised, and the amounts recognised for these on acquisition are final.

The fair values of assets and liabilities recognised as a result of the acquisition are as follows:

	$m
Cash and cash equivalents	**409.2**
Receivables due from financial institutions	**2.8**
Investment securities	**352.5**
Other assets	**38.6**
Deferred tax assets	**3.2**
Property, plant and equipment and ROU assets	**7.6**
Intangible assets	**10.2**
Payables due from other financial institutions	**(10.0)**
Client deposits	**(736.4)**
Other liabilities	**(13.9)**
Provisions	**(5.7)**
Net identifiable assets acquired	**58.1**
Add: Goodwill	**17.1**
Total consideration	**75.2**

The goodwill of $17.1 million is attributable to the anticipated synergies from combining the operations of Cuscal and Indue. Cuscal anticipates material synergy benefits from the Acquisition, comprising $15–$20 million in annual post-tax run-rate cost synergies, driving EPS accretion of over 25% and a Return on Invested Capital above 20% once integration is complete. Post-tax, non-recurring integration costs are projected to be $25–$30 million over three years, largely incurred in the first two years post-completion.

None of the goodwill is expected to be deductible for tax purposes. All goodwill on acquisition has been allocated to the Payments cash-generating unit (**CGU**).

On acquisition, Indue had contingent liabilities of $4.9 million in the form of guarantees secured by term deposits for leased properties and government projects. The value of these contingent liabilities held as at 30 June 2026 are disclosed in Note 38.

The acquisition, like any integration, gives rise to transition risk and requires active management throughout the integration process. To effectively manage transition risk, the full integration of the Indue business into Cuscal will be a gradual transition of business operations and technology, ensuring that client and customer access to payment services remain seamless.

From the date of acquisition, Indue has contributed $62.8 million of income and a loss before tax of $0.2 million to the Group for the year ended 30 June 2026. If the acquisition had taken place at the beginning of the year, Indue would have contributed $107.6 million of revenue and profit after tax of $0.4 million.

Acquisition of Paymark Limited

On 29 May 2026, Cuscal Payments Holdings Limited acquired 100% of the issued share capital of Paymark Limited (Paymark).

Paymark is a New Zealand based electronic payment transaction processing company. This is a unique acquisition that will allow Cuscal to achieve immediate scale in our existing presence in New Zealand, a market that is firmly within Cuscal's FY25-29 strategic focus. Many of Cuscal's clients are already operating in New Zealand and have been looking to Cuscal for broader support in that market. The Acquisition enables Cuscal to accelerate that expansion by acquiring a mature, high-quality business with significant scale and market relevance in New Zealand. Importantly, the Acquisition will also deliver sustainable, long-term returns for Cuscal's shareholders.

Total purchase consideration was NZ$37.5 million (AUD $30.7 million) in cash consideration. This was primarily funded by the issuance of 7,500,000 new fully paid ordinary shares at a fixed price of $4.00 per share by Cuscal Limited, raising a total of $30.0 million, as well as a further 750,366 shares issued under a Share Purchase Plan (**SPP**) to eligible Cuscal shareholders at an average price of $4.00 per share, raising a total of $3.0 million (see Note 26).

There was no deferred or contingent consideration. Acquisition-related costs of $1.0 million are not included as part of consideration transferred and have been recognised as an expense in the consolidated Statement of Profit or Loss, as part of other expenses.

As the acquisition date was close to the financial year end, the purchase price allocation is incomplete as at the date of this report. Therefore, the fair value assessment of assets, liabilities, and items of consideration of the acquired entities has not been finalised, and the amounts recognised for these on acquisition are provisional, based on Paymark carrying values on the acquisition date. In line with AASB 3 Business Combinations, Management will finalise the fair value assessment within the measurement period of no more than 12 months subsequent to the acquisition date, and any difference in acquired asset or liability values will be adjusted accordingly. This assessment is expected to primarily relate to the intangible assets acquired, as well as the value of client contracts, with any changes to the provisional values adjusted against goodwill.

Notes to the Financial Statements

For the Financial Year Ended 30 June 2026

Note 3 – Acquisitions (continued)

The provisional fair values of assets and liabilities recognised as a result of the acquisition are as follows:

	$m
Cash and cash equivalents	3.0
Other assets	7.3
Current tax assets	0.6
Deferred tax assets	0.8
Property, plant and equipment and ROU assets	13.2
Intangible assets	21.0
Other liabilities	(16.0)
Provisions	(5.4)
Net identifiable assets acquired	24.5
Add: Goodwill	6.2
Total consideration	30.7

None of the goodwill is expected to be deductible for tax purposes. All goodwill on acquisition has been allocated to the Paymark CGU.

From the date of acquisition, Paymark has contributed $5.7 million of income and $4.7 million of expenses to the net profit before tax of the Group for the year ended 30 June 2026. If the acquisition had taken place at the beginning of the year, Paymark would have contributed $67.3 million of revenue and profit after tax of $10.9 million.

Notes to the Statement of Profit and Loss

Note 4 – Net fee and commission revenue

	Consolidated	
	30 June 2026 $m	30 June 2025 $m
Gross fee and commission revenue		
Core transaction-based revenue(i)	**348.7**	286.4
Other transaction processing revenue(ii)	**68.8**	57.3
Implementation and project fees	**11.1**	9.3
Other fee and commission revenue	**0.1**	0.1
Total fee and commission revenue	**428.7**	353.1
Direct fee and commission expense		
Core transaction-based expenses	**(53.2)**	(36.3)
Other transaction processing expenses	**(68.6)**	(57.4)
Other direct expense	**(0.2)**	(0.1)
Total direct fee and commission expense	**(122.0)**	(93.8)
Net fee and commission revenue	**306.7**	259.3
Analysis of gross fee and commission revenue		
Recognised at a point in time		
Core transaction-based revenue(i)	**346.8**	284.5
Other transaction processing revenue(ii)	**68.8**	57.3
Other fee and commission revenue	**0.1**	0.1
Total gross fee and commission revenue recognised at a point in time	**415.7**	341.9
Recognised over time		
Core transaction-based revenue(i)	**1.9**	1.9
Implementation and project fees	**11.1**	9.3
Total gross fee and commission revenue recognised over time	**13.0**	11.2
Total gross fee and commission revenue	**428.7**	353.1

(i) Core transaction-based revenue includes transactional and processing and settlement fees, international transaction fees and scheme growth incentive fees.

(ii) Other transaction processing revenue includes fees relating to Financial Crimes monitoring and Data capabilities, and 'Passthrough' revenue which the Consolidated Entity recovers from its clients, typically at nil margin, which generally relates to expenses typically charged by the underlying payment scheme or networks.

Notes to the Financial Statements

For the Financial Year Ended 30 June 2026

Note 5 – Net interest income

	Consolidated	
	30 June 2026 $m	30 June 2025 $m
Interest income		
Cash and receivables due from financial institutions	**93.3**	86.6
Investment securities	**72.7**	52.1
Loans	**0.5**	0.7
Other interest income	**0.2**	–
Total interest income	**166.7**	139.4
Interest expense		
Payables due to financial institutions	**(3.9)**	(4.3)
Client deposits	**(113.7)**	(102.3)
Discount securities	**(0.1)**	(0.2)
Repurchase agreements	**(8.1)**	(1.2)
Lease liabilities	**(1.2)**	(0.3)
Other interest expense	**(0.3)**	–
Total interest expense	**(127.3)**	(108.3)
Net interest income	**39.4**	31.1
Analysis of interest income by category of financial assets		
At amortised cost	**94.0**	87.3
At fair value through other comprehensive income	**72.7**	52.1
	166.7	139.4
Analysis of interest expense by category of financial liabilities		
At amortised cost	**(126.0)**	(108.0)
Lease interest	**(1.2)**	(0.3)
At fair value through other comprehensive income	**(0.1)**	–
	(127.3)	(108.3)

Note 6 – Other income

	Consolidated	
	30 June 2026 $m	30 June 2025 $m
Foreign exchange losses	**(0.5)**	–
Fair value losses on equity investments	**(0.3)**	–
Gain on sale of financial investments	**2.1**	–
Total other income	**1.3**	–

Note 7 – Operating expenses

	Consolidated	
	30 June 2026 $m	30 June 2025 $m
Employee benefits expense		
Salary and salary related costs	155.7	119.8
Employee share-based payments	1.9	1.2
Other employment expenses	2.6	2.5
Total employee benefits expense	160.2	123.5
Depreciation and amortisation		
Depreciation on property, plant and equipment (other than ROU assets and leasehold improvements)	2.6	2.3
Amortisation of intangible assets(i)	8.1	7.8
Depreciation on ROU assets(iii)	3.0	3.9
Depreciation on leasehold improvements(iii)	2.5	0.3
Total depreciation and amortisation	16.2	14.3
Non-salary technology expenses		
Communication	6.7	4.5
Software maintenance, license and access fees	39.1	28.2
Outsourced services	29.0	23.5
Other non-salary technology expenses	9.6	9.6
Total non-salary technology expenses	84.4	65.8
Other expenses		
Auditor's remuneration	1.8	1.4
Consulting	6.2	10.4
Travel, conferences and related expenses	1.7	1.6
Legal and insurance	6.7	5.5
Marketing	4.0	4.2
Internal audit services	1.3	1.2
Acquisition costs	4.8	–
IPO Offer costs(ii)	–	13.4
Other(iii)	5.5	7.4
Total other expenses	32.0	45.1
Total operating expenses	292.8	248.7

(i) Amortisation of intangible assets includes a net $2.9 million credit relating to research and development expenditure and provisions (June 2025: $0.1 million credit).

(ii) Included in IPO Offer costs in June 2025 is one-off amounts relating to Cuscal's auditors, Ernst & Young, of $0.8 million, relating to due diligence fees associated with the Prospectus.

(iii) Comparative reclassification - $4.7 million previously included as occupancy expenses in the 2025 Annual Report has been reclassified to depreciation and amortisation ($4.2 million) and other expenses ($0.5 million).

Notes to the Financial Statements

For the Financial Year Ended 30 June 2026

Note 7 – Operating expenses (continued)

IPO Offer costs incurred in the prior period

Offer costs refer to costs incurred as a direct result of activities associated with listing Cuscal on the ASX in November 2024, inclusive of non-recoverable GST costs. In line with AASB 132, transaction costs have been split between the statement of profit or loss and equity, where incremental costs that are directly attributable to the issuing of new shares are directly deducted from equity.

The following table presents a breakdown of Offer Costs incurred in the prior period, and the amount taken to the Statement of Profit and Loss or equity (see Note 26 for reconciliation of issued capital). There were no Offer Costs in the current period.

	30 June 2025 $m		
	Total incurred	Deduction to equity	Net P&L impact
Bookrunner fees	12.0	1.4	10.6
Investigating accountant[(i)]	0.8	0.1	0.7
Legal expenses	1.0	0.1	0.9
Other costs incurred	1.3	0.1	1.2
Total IPO Offer Costs	15.1	1.7	13.4
Tax benefit		(0.5)	
Net impact to equity		1.2	

(i) Investigating accountant fees are one-off amounts relating to due diligence fees associated with the Prospectus, performed by Cuscal's auditors, Ernst & Young.

Note 8 – Income tax expense

The income tax expense for the year is the tax payable on the current year's taxable income based on the company income tax rate, adjusted for changes in deferred tax assets and liabilities and unused tax losses.

	Consolidated	
	30 June 2026 $m	30 June 2025 $m
Income tax expense comprises:		
Current income tax charge	**18.1**	14.4
Relating to origination and reversal of temporary differences	**0.3**	(1.8)
Adjustments in respect of income tax of current and previous years	**(1.0)**	0.4
Losses recognition	**(5.5)**	–
Income tax expense reported in income statement	**11.9**	13.0
Reconciliation of income tax expense at the Consolidated Entity's effective income tax rate is as follows:		
Operating profit before income tax expense	**54.6**	41.7
Income tax expense(i)	**16.4**	12.5
Non-deductible expenses and accounting eliminations	**2.4**	0.8
Non-taxable income	**(0.9)**	–
Adjustments in respect of tax expense of previous years	**(0.5)**	(0.3)
Losses recognition	**(5.5)**	–
Income tax expense	**11.9**	13.0

(i) Income tax expense is calculated at 30% for Cuscal's Australian based operations, while any foreign business is taxed in accordance to the tax rates in its jurisdiction.

The Consolidated Entity has no unrecognised accumulated tax losses as at 30 June 2026 (2025: $18.3 million). Previous amounts relate to losses acquired on acquisition of the Braavos Group, and post-acquisition losses. A tax effected amount of $4.3 million is a deferred tax asset as at 30 June 2026 (2025: $Nil).

Note 9 – Key management personnel remuneration

The following Key Management Personnel (**KMP**) remuneration information is for both Cuscal Limited and the Consolidated Entity.

	Consolidated	
	30 June 2026 $'000	30 June 2025 $'000
Short-term employee benefits	**3,888**	3,334
Post-employment benefits	**134**	112
Share-based payments	**711**	242
Other long-term employee benefits	**59**	58
Total KMP remuneration	**4,792**	3,746

Notes to the Financial Statements

For the Financial Year Ended 30 June 2026

Note 10 – Remuneration of auditors

	Consolidated	
	30 June 2026 $'000	30 June 2025 $'000
Fees to Ernst & Young (Australia)		
Fees for auditing the statutory financial report of the parent covering the Consolidated Entity and any controlled entities and regulatory reporting and compliance	**1,289**	804
Fees for review of the statutory half-year financial report of the parent covering the Consolidated Entity and any controlled entities	**211**	196
Fees for other non-audit services, as follows:		
Tax compliance services	**172**	310
IPO services	**–**	791
Remuneration review services	**83**	41
Sustainability assurance	**81**	–
Other non-audit services	**–**	40
Total remuneration of auditors	**1,836**	2,182

Ernst and Young (**EY**) was appointed as the auditor of Cuscal Limited effective 14 October 2020. It is the Consolidated Entity's policy to employ EY on assignments in addition to its statutory audit duties where EY's expertise and experience with the Consolidated Entity are important. These assignments are principally regulatory audits, procedures performed as part of completing the statutory audit, or where EY is awarded assignments on a competitive basis. During the current and prior financial years, the Consolidated Entity engaged EY to provide statutory audit services, IPO services, tax compliance services, compliance and remuneration review services.

The Board Audit Committee has procedures in place to review, oversee and approve non-audit services to ensure the required independence is maintained. The Directors are satisfied that the auditor's provision of non-audit services during the year, by the auditor, is compatible with the general standard of the independence for auditors imposed by the Corporations Act.

The Directors are of the opinion that the services as disclosed above do not compromise the external auditor's independence for the following reasons:

- All non-audit services have been reviewed and approved to ensure that they do not impact the integrity and objectivity of the auditor; and
- None of the services undermine the general principles relating to auditors independence as set out in APES 110 Code of Ethics for Professional Accountants issued by the Accounting Professional & Ethical Standards Board, including reviewing or auditing the auditor's own work, acting in a management or decision-making capacity for the Company, acting as advocate for the Company or jointly sharing economic risks and rewards.

Notes to the Statement of Financial Position

Note 11 – Cash and cash equivalents

	Consolidated	
	30 June 2026 $m	30 June 2025 $m
Cash at Reserve Bank	**2,857.4**	1,943.4
Other cash at bank	**121.4**	271.9
Total cash and cash equivalents	**2,978.8**	2,215.3

Note 12 – Receivables and payables due from/to financial institutions

	Consolidated	
	30 June 2026 $m	30 June 2025 $m
Receivables due from financial institutions, at amortised cost:		
Settlement receivables due from financial institutions	**5.9**	5.6
Total receivables due from financial institutions	**5.9**	5.6
Payables due to financial institutions, at amortised cost:		
Settlement balances due to other financial institutions, unsecured	**268.4**	161.0
Total payables due to financial institutions	**268.4**	161.0

All amounts are expected to be recovered within 12 months of the balance date.

Notes to the Financial Statements

For the financial year ended 30 June 2026

Note 13 – Investment securities

	Consolidated	
	30 June 2026 $m	30 June 2025 $m
At fair value through other comprehensive income:		
Negotiable certificates of deposit	**9.9**	22.9
Floating rate notes	**1,362.8**	975.8
Term deposits	**134.5**	–
Other bonds	**189.9**	–
Total investment securities	**1,697.1**	998.7
The Consolidated Entity has determined the following risk concentrations:		
With Banks, Mutual Banks and Credit Union issuers	**1,344.9**	998.7
With Australian government, semi-government	**352.2**	–
Total investment securities	**1,697.1**	998.7

Investments expected to mature within 12 months of the balance date is $278.2 million (June 2025: $392.8 million).

$225.6 million of investment securities were pledged to the Reserve Bank of Australia as collateral for the liability for securities sold under agreement to repurchase (June 2025: $223.1 million).

Note 14 – Other assets

	Consolidated	
	30 June 2026 $m	30 June 2025 $m
Trade Receivables	**10.8**	12.5
Less: Provision for doubtful debts	**(0.4)**	(0.1)
Net trade receivables	**10.4**	12.4
Prepayments	**41.5**	28.0
Contract assets	**72.4**	48.7
Other amounts receivable	**2.5**	2.5
Total other assets	**126.8**	91.6

Upfront fees associated with SaaS arrangements recognised as expenses over the service period as specified under contracts entered with the third parties of $3.9 million are included under Prepayments (2025: $5.1 million).

Contract assets primarily include accrued core-transaction-based revenue. The majority of accrued income is invoiced on a monthly basis in arrears, with the material exception of any incentive arrangements relating to the payment schemes which is invoiced on a quarterly basis.

Note 15 – Deferred tax assets and liabilities

Deferred tax assets (**DTA**) are recognised for deductible temporary differences when Management considers that it is probable that future tax profits will be available to utilise those temporary differences. Judgement is required in relation to DTAs recognised in relation to carry forward losses. The future profitability of each entity or tax consolidation group (if a part of a tax consolidation group) needs to be assessed including where a capital loss is made, the probability of a future capital gain to offset the carry forward capital loss.

Consolidated – 2026	Opening Balance $m	Acquired/ Utilised $m	Charge to equity $m	Charge to profit $m	Closing Balance $m
Other liabilities	6.7	7.5	–	2.3	16.5
Provisions – employee entitlements	4.3	–	–	(0.1)	4.2
Other assets	4.5	–	0.3	(0.8)	4.0
Tax losses	–	–	–	4.3	4.3
Deferred tax asset	15.5	7.5	0.3	5.7	29.0
Contract assets	(5.4)	–	–	(1.5)	(6.9)
Property, plant and equipment, ROU assets and intangible assets	(1.8)	(3.5)	–	–	(5.3)
Fair value revaluations	(1.1)	–	(0.2)	–	(1.3)
Deferred tax liability	(8.3)	(3.5)	(0.2)	(1.5)	(13.5)
Net deferred tax asset	7.2	4.0	0.1	4.2	15.5
Net movement taken to income tax expense				4.2	

Consolidated – 2025	Opening Balance $m	Acquired/ Utilised $m	Charge to equity $m	Charge to profit $m	Closing Balance $m
Other liabilities	9.5	–	–	(2.8)	6.7
Provisions – employee entitlements	4.0	–	–	0.3	4.3
Other assets	1.6	–	0.4	2.5	4.5
Deferred tax asset	15.1	–	0.4	–	15.5
Contract assets	(5.6)	–	–	0.2	(5.4)
Property, plant and equipment, ROU assets and intangible assets	(3.4)	–	–	1.6	(1.8)
Fair value revaluations	(0.7)	–	(0.4)	–	(1.1)
Deferred tax liability	(9.7)	–	(0.4)	1.8	(8.3)
Net deferred tax asset	5.4	–	–	1.8	7.2
Net movement taken to income tax expense				1.8	

Notes to the Financial Statements

For the financial year ended 30 June 2026

Note 16 – Derivative assets and liabilities

	Consolidated	
	30 June 2026 $m	30 June 2025 $m
At fair value through profit and loss:		
Foreign currency forward contracts	–	0.1
At fair value through other comprehensive income:		
Cross currency swap	**0.3**	–
Total derivative financial assets	**0.3**	0.1
At At fair value through profit and loss:		
Foreign currency forward contracts	**0.4**	–
Total derivative financial liabilities	**0.4**	–

Cross currency Swap

A five-year AUD/NZD cross-currency swap arrangement was taken out by Cuscal Payments Holdings Limited on 26 May 2026 for a notional value of AUD $31.9 million. The swap arrangement was used to facilitate the acquisition of Paymark as described in Note 3. The Consolidated Entity's objective is to reduce volatility in equity caused by exchange differences on translation of the overseas subsidiary acquired.

Hedge effectiveness

Hedge effectiveness is assessed based on the offset between:

- movements in the fair value of the hedging instrument; and
- movements in the net investment in Paymark attributable to exchange rate changes.

The hedge was highly effective from inception to 30 June 2026 and no amount of hedge ineffectiveness was recognised in profit or loss during the financial year. Ineffectiveness arises primarily due to differences between the hedging instrument and the net assets of the foreign operation at acquisition.

Hedging Instrument

The fair value movement on the swap from inception to 30 June 2026 was $0.3 million.

Movement in foreign currency reserve

Details of the movement in the foreign currency translation reserve are set out in Note 27.

Foreign currency forward contracts

The $0.3 million of derivative financial liabilities relating to foreign currency forward contracts are expected to be recovered or are due to be settled within 12 months of the balance date (2025: $0.1 million).

Note 17 – Equity investments

	Consolidated	
	30 June 2026 $m	30 June 2025 $m
At fair value through profit and loss:		
Shares in other entities	3.7	4.0
Total equity investments	3.7	4.0
Shares in other entities		
Balance at beginning of year	4.0	4.0
Revaluation loss	(0.3)	–
Balance at end of financial year	3.7	4.0

Shares in other entities are expected to be held for longer than 12 months after the balance date.

Notes to the Financial Statements

For the financial year ended 30 June 2026

Note 18 – Property, plant and equipment and right-of-use assets

	Consolidated	
	30 June 2026 $m	30 June 2025 $m
IT equipment		
At cost	**27.3**	20.8
Accumulated depreciation	**(9.3)**	(6.7)
Total IT equipment	**18.0**	14.1
Furniture, fittings and office equipment		
At cost	**0.3**	0.1
Accumulated depreciation	**–**	(0.1)
Total Furniture, fittings and office equipment	**0.3**	–
Leasehold improvements		
At cost	**11.6**	9.6
Accumulated depreciation	**(2.5)**	(0.4)
Total leasehold improvements	**9.1**	9.2
Right-of-use assets		
At cost	**26.5**	12.3
Accumulated depreciation	**(3.4)**	(1.0)
Total ROU assets	**23.1**	11.3
Total property, plant and equipment and ROU assets	**50.5**	34.6

Property, plant & equipment with remaining expected useful lives of less than 12 months after the balance date is $0.2 million (2025: $Nil). All other remaining items of property, plant & equipment have expected useful lives longer than 12 months after the balance date for both the current and comparable period.

	Consolidated	
	30 June 2026 $m	30 June 2025 $m
IT equipment		
Carrying value at beginning of year	14.1	9.5
Additions	4.3	6.9
Recognised on acquisition of Indue	1.6	–
Recognised on acquisition of Paymark	0.6	–
Disposals – cost	–	(2.1)
Disposals – accumulated depreciation	–	2.1
Depreciation	(2.6)	(2.3)
Balance at end of financial year	18.0	14.1
Furniture, fittings and office equipment		
Carrying value at beginning of year	–	–
Recognised on acquisition of Paymark	0.3	–
Disposals – cost	(0.1)	–
Disposals – accumulated depreciation	0.1	–
Depreciation	–	–
Balance at end of financial year	0.3	–
Leasehold improvements		
Carrying value at beginning of year	9.2	0.4
Additions	–	9.1
Recognised on acquisition of Indue	1.7	–
Recognised on acquisition of Paymark	1.2	–
Disposals – cost	(0.9)	–
Disposals – accumulated depreciation	0.4	–
Depreciation	(2.5)	(0.3)
Balance at end of financial year	9.1	9.2
Right-of-use assets		
Carrying value at beginning of year	11.3	4.3
Additions	–	10.9
Recognised on acquisition of Indue	4.3	–
Recognised on acquisition of Paymark	11.1	–
Disposals – cost	(1.2)	(21.5)
Disposals – accumulated depreciation	0.6	21.5
Depreciation	(3.0)	(3.9)
Balance at end of financial year	23.1	11.3
Total Property, plant and equipment and ROU assets	50.5	34.6

Notes to the Financial Statements

For the financial year ended 30 June 2026

Note 19 – Intangible assets

	Consolidated	
	30 June 2026 $m	30 June 2025 $m
Payments Infrastructure		
At cost	**128.5**	92.8
Accumulated amortisation	**(63.2)**	(54.1)
Total Payments Infrastructure	**65.3**	38.7
Investment in Australian Plus Payments Ltd (AP+)		
At cost	**4.5**	4.0
Accumulated amortisation	**(3.4)**	(2.9)
Total investment in AP+	**1.1**	1.1
Goodwill	**88.9**	65.6
Total intangible assets	**155.3**	105.4

Intangible assets with remaining expected useful lives less than 12 months after the balance date is $Nil (June 2025: $1.6 million). Remaining items of intangible assets have expected useful lives longer than 12 months after the balance date for both the current and comparable year.

	Consolidated	
	30 June 2026 $m	30 June 2025 $m
Payments Infrastructure		
Carrying value at beginning of the year	**38.7**	38.7
Additions	**5.1**	7.9
Recognised on acquisition of Indue	**9.7**	-
Recognised on acquisition of Paymark	**21.0**	-
Amortisation for the year(i)	**(9.0)**	(7.9)
Foreign exchange translation	**(0.2)**	-
Balance at end of financial year	**65.3**	38.7
Investment in AP+		
Carrying value at beginning of the year	**1.1**	1.5
Recognised on acquisition of Indue	**0.5**	–
Amortisation for the year	**(0.5)**	(0.4)
Balance at end of financial year	**1.1**	1.1
Goodwill		
Carrying value at beginning of the year	**65.6**	65.6
Recognised on acquisition of Indue	**17.1**	–
Recognised on acquisition of Paymark	**6.2**	–
Balance at end of financial year	**88.9**	65.6
Total intangible assets	**155.3**	105.4

(i) Amortisation for the period includes $1.4 million research and development concessions claimed (June 2025: $0.4 million).

Note 20 – Impairment of intangible assets

At each reporting date, the Consolidated Entity reviews the carrying amounts of its intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. For the year ended 30 June 2026, the Consolidated Entity divided its activities into the following CGUs, with separately identifiable corporate activities.

- **Payments**, the main CGU, covers the processing, and settlement of financial transactions on behalf of clients, generally for their customers. Payments includes card issuance activities, fraud monitoring, data analytics and acquiring switching and driving activities.
- **Paymark**, this CGU includes the carrying amounts of intangible assets and the resultant goodwill of Paymark, which was acquired by the Consolidated Entity on 29 May 2026. This CGU covers all Paymark corporate activities, including electronic payment processing services, routing facilitation, and switching and settlement of transactions between merchants, banks and card issuers.
- **Corporate**, this CGU covers the Consolidated Entity's investment activities; including the funding of those activities.

At the balance date, the Consolidated Entity's net intangible assets, including goodwill, were allocated as follows:

	Consolidated	
	30 June 2026 $m	30 June 2025 $m
Goodwill allocation by segment		
Payments	**82.7**	65.6
Paymark	**6.2**	–
Total goodwill	**88.9**	65.6

Process and assumptions - Payments and Paymark CGUs

The Consolidated Entity has assessed the recoverable amount of the Payments CGU and the Paymark CGU (and thus the recoverable amount of the intangible assets allocated to those CGUs) on the basis of value-in-use (**VIU**). These assessments have been carried out on the following basis:

- It is assumed that each CGU is subject to the same level of prudential regulation that the Australian Prudential Regulation Authority (**APRA**) applies to the Consolidated Entity. Accordingly, the returns from each CGU included in the recoverable amount are only after allowing for the maintenance of capital as required under APRA Prudential Standards and applicable internal capital overlays.
- The recoverable amount of each CGU has been determined by discounting the net cash flows of the that CGU.
- A terminal value growth rate of 3% (2025: 3%) has been applied to each CGU at the end of the five-year projection period used in the assessments.
- The cash flows of each CGU have been discounted at the Consolidated Entity's weighted average cost of capital (**WACC**).
- Discount rates of 10.8% (High), 10.3% (Mid) and 9.9% (Low) have been applied to the Net Cash Flows of each CGU (2025: 10.0% High; 9.5% Mid; 9.1% Low). These rates were reassessed by an independent expert advisor as being the Consolidated Entity's WACC as at June 2026.

Notes to the Financial Statements

For the financial year ended 30 June 2026

Note 20 – Impairment of intangible assets continued

Payments CGU

The returns from the Payments CGU are based on the projections for the Payments CGU in the Consolidated Entity's 2027 Corporate Plan and Budget covering the period to 30 June 2031. The 2027 Corporate Plan and Budget was approved by the Cuscal Board on 23 June 2026. The assumptions in the Plan are based on recent experience adjusted for management expectations for pricing on contract renewals, new contracts, relevant product development and the integration of Indue from 1 December 2025. Further, the Plan allows for the level of investment required to ensure the Payments CGU continues to provide high-level functionality to customers.

The result of the assessment of the recoverable amount of the Payments CGU is that it is significantly above its carrying value.

Paymark CGU

The returns from the Paymark CGU are based on projections from the Board Approved Business Case for the acquisition of Paymark Limited in April 2026 which have been subject to due diligence by Management and by external expert advisers. The assumptions are based on the recent performance of Paymark and expectations for renewals, new contracts and product development. The assumptions also include a significant switch upgrade and recognise that Paymark will continue to operate as a stand-alone entity in New Zealand whose activities will not be merged with the Payments CGU.

The result of the assessment of the recoverable amount of the Paymark CGU is that it is significantly above its carrying value.

Note 21 – Client deposits

	Consolidated	
	30 June 2026 $m	30 June 2025 $m
At amortised cost		
Deposits at call, unsecured	**2,841.1**	1,653.8
Security deposits	**1,149.8**	967.4
Total deposits	**3,990.9**	2,621.2
Concentration		
Banks, credit unions and mutual banks	**2,676.9**	1,718.5
Other organisations	**1,314.0**	902.7
Total deposits by concentration	**3,990.9**	2,621.2

All client deposits are expected to mature within 12 months of the balance date, except for $355.7 million, which will mature after 12 months (June 2025: $476.9 million).

Note 22 – Securities sold under agreement to repurchase

As part of the arrangements covering both Cuscal and Indue's Exchange Settlement Accounts (**ESA**) with the Reserve Bank of Australia, both entities are required to hold a minimum ESA balance to meet outflows of funds that may occur after close of each trading day. The minimum balance requirements can be achieved by either pledging qualifying securities as collateral to the Reserve Bank in exchange for cash funds to be held in the ESA accounts or by pledging cash, or a combination of both. Under this arrangement, the Reserve Bank of Australia has no recourse to Cuscal or Indue beyond the securities subject to the repurchase agreement. $225.6 million of investment securities were pledged by Cuscal to the Reserve Bank of Australia as collateral for the liability for securities sold under agreement to repurchase. (2025: $223.1 million).

	Consolidated	
	30 June 2026 $m	30 June 2025 $m
At amortised cost:		
Repurchase agreements with the Reserve Bank of Australia	**201.1**	200.1

The above amounts are expected to be settled within 12 months of the balance date.

Note 23 – Discount securities issued

	Consolidated	
	30 June 2026 $m	30 June 2025 $m
At amortised cost:		
Negotiable certificates of deposit – unsecured	**4.0**	4.0

The above amounts are expected to be settled within 12 months of the balance date.

Notes to the Financial Statements

For the financial year ended 30 June 2026

Note 24 – Other liabilities

	Consolidated	
	30 June 2026 $m	30 June 2025 $m
Sundry creditors and accrued expenses	**46.9**	28.2
Lease liabilities	**29.6**	16.9
Contract liabilities[(i)]	**15.0**	17.3
Unclaimed monies relating to prepaid cardholders[(ii)]	**5.2**	4.1
Total other liabilities	**96.7**	66.5

(i) Contract liabilities include cash advances received and not recognised in the Statement of Profit and Loss as at the balance date.

(ii) Represents amounts unclaimed on prepaid card balances reflected held has cash and cash equivalents on the Statement of Financial Position. This unclaimed monies must be held for a minimum of 7 years under AFSL requirements before being transferred to ASIC.

In other liabilities, all amounts are expected to be recognised within 12 months of the balance date with the exception of contract liabilities of $9.7 million (2025: $11.4 million), and the non-current portion of the lease liability of $22.5 million (2025: $14.3 million).

Contract liabilities

Revenue recognised in the current reporting period relating to contract liabilities at the end of the prior reporting period is shown below:

	Consolidated	
	30 June 2026 $m	30 June 2025 $m
Transactional product related revenue	**3.5**	3.5
Project revenue	**4.6**	1.9
Total revenue recognised in current reporting period from carried forward contract liabilities	**8.1**	5.4

Note 25 – Provisions

	Consolidated	
	30 June 2026 $m	30 June 2025 $m
Employee benefits		
Opening balance	**26.7**	26.0
Additional provisions	**22.2**	15.5
Recognised on acquisition of Indue	**5.3**	–
Recognised on acquisition of Paymark	**1.9**	–
Amounts utilised during the year	**(16.7)**	(14.8)
Balance at end of financial year	**39.4**	26.7
Restructuring provisions		
Opening balance	**0.8**	3.5
Additional provisions	**–**	–
Amounts utilised during the year	**(0.8)**	(2.7)
Balance at end of financial year	**–**	0.8
Other provisions		
Opening balance	**8.5**	7.3
Additional provisions	**1.5**	3.7
Recognised on acquisition of Indue	**0.4**	–
Recognised on acquisition of Paymark	**3.5**	–
Amounts utilised during the year	**(2.9)**	(2.5)
Balance at end of financial year	**11.0**	8.5
Total provisions	**50.4**	36.0

Provisions expected to be utilised after 12 months of the balance date are $16.6 million (2025: $14.9 million). All other amounts are expected to be recognised and settled within 12 months of the balance date.

Note 26 – Issued capital

Cuscal has 199,812,619 ordinary shares on issue as at 30 June 2026 (2025: 191,562,253). Each ordinary share is fully paid, carries one voting right and ranks equally for ordinary dividends with all other shareholders.

	Consolidated			
	2026 Shares	2025 Shares	2026 $m	2025 $m
Issued and fully paid ordinary shares	**199,812,619**	191,562,253	**190.9**	158.6
Total issued capital at end of financial year	**199,812,619**	191,562,253	**190.9**	158.6

Ordinary shares have the right to receive dividends when declared and, in the event of winding up of the Company, to participate in the proceeds from the sale of all surplus assets in proportion to the number of and amounts paid up on ordinary shares held. Ordinary shares entitle their holder to one vote, either in person or by proxy, at a meeting of the Company.

Notes to the Financial Statements

For the financial year ended 30 June 2026

Note 26 – Issued capital continued

In accordance with AASB 132, an allocation of the equity component of transaction costs on the issuance of shares has been recognised as a direct deduction from issued capital, net of any tax benefit.

	Date	Shares	Issue price	$m
Issued and fully paid ordinary shares				
Opening balance 1 July 2024	1 July 2024	175,356,653		119.3
Shares returned from existing shareholders as part of IPO	25 November 2024	(118,718,671)	$2.50	(296.8)
Shares issued through IPO	25 November 2024	134,718,671	$2.50	336.8
Shares issued to employees through Tax Exempt Employee Share Plan	25 November 2024	205,600	$2.50	0.5
Transaction costs, net of tax (Note 7)		–		(1.2)
Closing balance 30 June 2025		**191,562,253**		**158.6**
Ordinary shares issued	17 April 2026	7,500,000	$4.00	30.0
Shares issued through SPP	13 May 2026	750,366	$4.00	3.0
Transaction costs, net of tax		–		(0.7)
Closing balance 30 June 2026		**199,812,619**		**190.9**

Changes in issued capital during the current period

Cuscal issued 7,500,000 new fully paid ordinary shares at a fixed price of $4.00 per share on 17 April 2026. The proceeds of the placement were used to contribute to Cuscal's acquisition of Paymark Limited on 29 May 2026 (refer to Note 3).

Cuscal also issued 750,366 shares to eligible Australian and New Zealand Cuscal shareholders under a non-underwritten SPP. New shares under the SPP were offered at the lower of the Placement Price of $4.00 per share and a 1.5% discount to the five-day VWAP of Cuscal's shares up to and including the closing date of the SPP. All new shares under the SPP were ultimately issued at $4.00 per share.

Net transaction costs of $0.7 million were deducted from issued capital, being $1.0 million in total issuance costs, offset by a tax benefit of $0.3 million.

Changes in issued capital during the prior period

Cuscal listed its shares on the ASX on 25 November 2024. As part of this process, Cuscal Limited initially purchased 118.7 million of its own shares off existing shareholders. It then issued 134.7 million shares to new shareholders under an IPO of shares to the market.

In addition, Cuscal granted shares to eligible employees through a Tax Exempt Employee Share Plan on completion of the IPO. The total number of shares granted was 205,600.

Net transaction costs of $1.2 million were deducted from issued capital, being $1.7 million in total offer costs, offset by a tax benefit of $0.5 million.

Note 27 – Reserves

	Consolidated	
	30 June 2026 $m	30 June 2025 $m
Fair Value through other comprehensive income reserve		
Balance at beginning of financial year	**2.8**	2.0
Unrealised gain on financial instruments recognised in reserve (net of income tax and ECL)	**0.3**	0.8
Balance at end of financial year	**3.1**	2.8
Employee share-based payments reserve		
Balance at beginning of financial year	**0.7**	–
Additional employee share-based payments expense recognised (Note 32)	**1.9**	0.7
Balance at end of financial year	**2.6**	0.7
Foreign currency translation reserve		
Balance at beginning of financial year	**–**	–
Net translation differences during the financial year	**(0.5)**	–
Hedge loss recognised in other comprehensive income	**(0.3)**	–
Balance at end of financial year	**(0.8)**	–
Option reserve		
Balance at beginning of financial year	**–**	(16.4)
Adjustment to option reserve through acquisition of remaining interest in Braavos Corporation	**–**	0.7
Transfer of remaining acquisition reserve to retained earnings	**–**	15.7
Balance at end of financial year	**–**	–
Reserve for credit losses		
Balance at beginning of financial year	**–**	2.5
Transfer of historical reserves to retained earnings	**–**	(2.5)
Balance at end of financial year	**–**	–
Other reserves		
Balance at beginning of financial year	**–**	2.5
Transfer of historical reserves to retained earnings	**–**	(2.5)
Balance at end of financial year	**–**	-
Total reserves	**4.9**	3.5

Assets and liabilities of overseas subsidiaries are translated into Australian dollars using the exchange rates at the reporting date. The revenues and expenses are translated into Australian dollars using the average exchange rates, which approximate the rates at the dates of the transactions, for the period. All resulting foreign exchange differences are recognised in other comprehensive income through the foreign currency translation reserve in equity.

Notes to the Financial Statements

For the financial year ended 30 June 2026

Note 27 – Reserves continued

Changes in Reserves during the previous financial year

- On 1 July 2024, Cuscal Payments Holdings Limited acquired the remaining non-controlled interest in Braavos Corporation Pty Limited (**Braavos Corporation**), through a Deed of Sale and Release with the remaining shareholder. With the cancellation of the acquired share options as detailed in Note 32, it was deemed in substance this payout was a reduction the ESOP reserve of the subsidiary by $0.6 million. With the agreed settlement of the options, the remaining reserve of $0.7 million was transferred to retained earnings.
- During the prior year some historical reserves were transferred to retained earnings, where those reserves are deemed to be no longer relevant or applicable to the Consolidated Entity. The total transfer to retained earnings, per Note 28, in the financial year ending 30 June 2025 was ($10.7) million. This amount consists of $0.5 million from the capital profits reserve, $2.0 million from the general reserve, $2.5 million from the reserve for credit losses, offset by the remaining acquisition option reserve of ($15.7) million.
- The Consolidated Entity recognised equity-settled employee share-based payment transactions as an expense with a corresponding increase in equity (share-based payment reserve) over the vesting period, in line with the accounting policies detailed in Note 1. The total balance of the reserve in the current financial year was $2.6 million (2025: $0.7 million). The details of employee share-based payment transactions can be seen in Note 32.

Note 28 – Retained earnings

	Consolidated	
	30 June 2026 $m	30 June 2025 $m
Balance at beginning of financial year	**214.3**	212.3
Profit for the year attributable to the owners of Cuscal	**42.7**	28.7
Transfer of reserves to retained earnings	**–**	(10.7)
Acquisition of remaining interest in Braavos Corporation Pty Ltd	**–**	0.7
Dividends paid – refer Note 29	**(19.1)**	(16.7)
Balance at end of financial year	**237.9**	214.3

Note 29 – Dividends paid

	30 June 2026		30 June 2025	
	Cents per Share	Total $m	Cents per Share	Total $m
Dividends paid from retained earnings during the period				
Fully paid ordinary shares				
Final dividend, franked to 30%	**5.5**	**10.5**	5.0	8.8
Interim dividend, franked to 30%	**4.5**	**8.6**	–	–
Special dividend, franked to 30%	**–**	**–**	4.5	7.9
Total dividends paid	**10.0**	**19.1**	9.5	16.7
Dividend franking account				
Adjusted franking account balance (tax paid basis)		**117.3**		90.0

Note 30 – Non-controlling interests (NCI)

On 28 March 2023, Cuscal Payments Holdings Limited acquired an 81.56% controlling interest in Braavos Corporation, the parent entity of the Braavos Group. The non-controlling interest of the Braavos Group at 30 June 2024 was 18.44%.

Changes in the previous year

On 1 July 2024, Cuscal Payments Holdings Limited acquired the remaining non-controlled interest in Braavos Corporation through a Deed of Sale and Release with the remaining shareholder. From this date, Braavos Corporation and the Braavos Group was 100% owned and consolidated.

There is therefore no allocation of losses to non-controlled interests in the statement of profit and loss in 2025.

Note 31 – Leases

This note provides information for leases in which the Consolidated Entity is a lessee. For all of the Consolidated Entity's lease arrangement as a lessee:

- The lease agreements do not impose any covenants other than those normally found in commercial office lease arrangements; and
- There are no future cash outflows to which the Consolidated Entity is potentially exposed that are not reflected in the measurement of lease liabilities.

Nature of leases

The Consolidated Entity's leases relate to property leases, data centres and IT equipment held across the group.

The rental contracts on these premises are for periods between three and five years, but may include extension options. IT equipment leases range from 2-10 years. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. Leased assets cannot be used as security for borrowing purposes.

The lease payments are discounted using the interest rate implicit in the lease. The discount rates used to calculate the lease payments range from 2.4% - 6.8%. The Consolidated Entity is exposed to potential future increases based on an index or rate. When adjustments to lease payments based on an index rate take effect, the lease liability is reassessed and adjusted against the ROU asset.

In the current financial year, the Group acquired lease liabilities and ROU assets following the acquisitions of Indue and Paymark, as described in Note 3. On the acquisition of Indue, the Group recognised lease liabilities of $4.3 million and ROU assets of $4.3 million. On the acquisition of Paymark the Group recognised lease liabilities of $13.1 million and ROU assets of $11.1 million, which are recognised on a provisional basis. All acquired lease liabilities and ROU assets are accounted for in line with the Group's accounting policies set out in Note 1.

In the previous financial year, Cuscal Limited moved into a new head office premises at Tower 1 Darling Park, Sydney. The Consolidated Entity recognised an initial lease liability of $16.4 million and a ROU asset of $10.9 million. .

Notes to the Financial Statements

For the financial year ended 30 June 2026

Note 31 – Leases continued

The Statement of Financial Position shows the following amounts relating to the leases:

	Consolidated	
	30 June 2026 $m	30 June 2025 $m
ROU assets		
Office premises	**14.8**	11.3
Data centres	**0.5**	–
IT equipment	**7.8**	–
Total ROU assets	**23.1**	11.3
Lease liabilities		
Current	**7.1**	2.3
Non-current	**22.5**	14.6
Total lease liabilities	**29.6**	16.9

The Consolidated Entity has elected not to recognise ROU assets and lease liabilities for leases of low-value assets and short-term leases, including certain IT equipment leases that qualify as low-value assets. The Consolidated Entity recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

The Statement of Profit & Loss shows the following amounts relating to leases:

	Consolidated	
	30 June 2026 $m	30 June 2025 $m
Profit and loss impact relating to leases		
Depreciation on ROU assets	**3.0**	3.9
Interest expense on lease liabilities	**1.2**	0.3
Total profit and loss impact relating to leases	**4.2**	4.2

The total cash outflow for leases for the year ending 30 June 2026 was $5.4 million (2025: $5.9 million). Refer to Note 35 for the Consolidated Entity's maturity profile based on contractual undiscounted payments.

Note 32 – Employee share-based payments

The following forms of employee share-based payments are recognised within employee benefits expense in the statement of profit and loss:

Long-Term Incentives recognised as share-based payments

The Consolidated Entity, through its parent entity Cuscal, has adopted a Long-Term Incentives (**LTI**) Plan effective as of the listing date (25 November 2024). The LTI Plan Rules provide flexibility for the Company to grant options, Performance Rights, Share Rights or Restricted Shares as incentives, subject to the terms of individual offers and satisfaction of vesting conditions determined by the Board from time to time.

Cuscal has issued the following LTI grants effective from the listing date to KMPs and certain members of the Executive Management team and Senior Leadership team:

- Performance rights; and
- Share rights by way of Retention Grants.

Performance Rights issued

A Performance Right entitles the participant to acquire one share on vesting at $Nil exercise price, subject to the satisfaction of vesting conditions, which include performance-based vesting conditions (**Performance Rights**). Under LTI grants issued in the current financial year, the number of Performance Rights that vest into shares depends on the achievement of performance conditions across three types of tranches, linked to growth in relative Total Shareholder Return (**TSR**), EPS (Absolute EPS Compound Annual Growth Rate (**CAGR**)) and other specific non-market performance conditions related to the acquisitions in the year. The performance period is three years for all tranches, commencing from 1 July 2025, with one additional year vesting period applying to Executive Management team tranches, during which service conditions will still apply.

Grant Date	Opening Balance	Granted During Year	Exercised During Year	Forfeited During Year	Closing Balance
30 June 2026					
Granted in prior periods	**584,906**	**–**	**–**	**–**	**584,906**
18 November 2025	**–**	**1,405,219**	**–**	**(21,237)**	**1,383,982**
Total Performance Rights	**584,906**	**1,405,219**	**–**	**(21,237)**	**1,968,888**
30 June 2025					
27 November 2024	–	584,906	–	–	584,906
Total Performance Rights	–	584,906	–	–	584,906

The assessed fair value at grant date of performance rights issued during the years ended 30 June 2026 and 2025 are presented in the following table. Performance Rights are granted for no consideration and vest based on a split of Cuscal Limited's TSR ranking within a peer group of Companies (**comparator group**) (deemed a market condition), Cuscal Limited's annual EPS growth (deemed a non-market condition) and specific performance conditions relating to acquisitions in the year (deemed a non-market condition) over the performance period. An independent valuations expert was engaged to determine the fair value of Performance Rights at the grant date, using an adjusted form of the Black-Scholes Model that includes a Monte Carlo simulation model that takes into account the following inputs.

	2026	2025
Expected life (years)	**2.7 – 3.7**	3.6
Spot price ($/share)	**4.15**	2.50
Volatility (%)	**40.0**	40.0
Risk free rate (%)	**3.61**	4.07
Dividend yield (%)	**2.65**	3.70

Notes to the Financial Statements

For the financial year ended 30 June 2026

Note 32 – Employee share-based payments continued

The Company's TSR over the relevant performance period will be assessed against the performance of the S&P/ASX 201-300 Index excluding companies in the Energy and Materials Global Industry Classification Standard sectors (**TSR Comparator Group**) over the performance period. The TSR Rights vesting percentages will be calculated by ranking the Company's TSR performance relative to the TSR Comparator Group over the relevant performance period.

Absolute EPS CAGR will be tested against the Company's EPS growth over the performance period. EPS growth will be measured by reference to the Company's net profit for the performance period, divided by the weighted average number of shares on issue across the performance period.

The fair value of each right at the grant date was $3.18 for the TSR component (2025: $1.24) and $3.77 for the EPS growth component (2025: $2.19). The fair value of each right at the grant date for other specific non-market performance conditions was $3.87 for Senior Leadership team grants, and $3.77 for Executive Management team grants, where an additional year's vesting period was applied. Cuscal engaged a third-party valuations expert to determine this value. Under AASB 2 *Share-based Payments* and as disclosed in the accounting policies in Note 1, the total fair value of performance rights issued are recognised over the total vesting period. $1.1 million has been recognised within employee share-based payments in the Statement of Profit and Loss for the year ended 30 June 2026 (2025: $0.2 million) relating to Performance Rights issued.

Share Rights issued by way of retention grants

A Share Right entitles the participant to acquire one share on vesting at $Nil exercise price, subject to the satisfaction of purely service-based vesting conditions (**Share Rights**). There were no Share Rights issued during the current financial year.

The vesting period for each retention grant issued is 60% vesting after a three-year service period, with 40% of the grant deferred for an additional year. The fair value of each Share Right grant was determined to be the fair value of the underlying shares on the listing date, which was $2.50. Under AASB 2 *Share-based Payments* and as disclosed in the accounting policies in Note 1, the total fair value of each retention grant issued are recognised over the total vesting period. $0.8 million has been recognised within employee share-based payments in the Statement of Profit and Loss for the year ended 30 June 2026 (2025: $0.5 million) relating to Share Rights through retention grants.

	2026	2025
Movement in Share Rights through retention grants		
At the beginning of the financial year	**1,052,778**	–
Granted during the financial year	**–**	1,091,178
Forfeited during the year	**(21,930)**	(38,400)
As at the end of the financial year	**1,030,848**	1,052,778
Vested and exercisable as at the end of the financial year	**–**	–

Notes to the Cash Flow Statement

Note 33 – Reconciliation of net cash flows from operating activities

	Consolidated	
	30 June 2026 $m	30 June 2025 $m
Profit after tax for the year	42.7	28.7
Depreciation on ROU assets	3.0	3.9
Depreciation on property, plant and equipment (other than ROU assets and leasehold improvements)	2.6	2.3
Depreciation on leasehold improvements	2.5	0.3
Amortisation of intangible assets	8.1	7.8
Employee share-based payments	1.9	1.2
Foreign exchange loss	0.5	–
Fair value losses on equity investments	0.3	
Increase in current tax assets	(2.9)	(12.4)
Increase in deferred tax items	(5.1)	(1.8)
Net decrease/(increase) in other assets and liabilities	9.4	(24.1)
Increase in other financial assets at amortised cost	(2.7)	(0.3)
Net proceeds from settlement market participants	99.5	229.2
(Increase)/decrease in investment securities	(335.9)	97.7
Increase/(decrease) in securities sold under agreement to repurchase	1.0	(102.0)
Increase in discount securities issued	–	3.0
Decrease/(increase) in net derivative financial assets and liabilities	0.2	(0.3)
Increase/(decrease) in client deposits	632.1	(80.4)
Net cash provided by operating activities	457.2	152.8

Non-cash investing and financing activities disclosed in other notes are the acquisition of ROU assets in Note 18.

The movements in the above operating assets and liabilities are shown net of the effects from business combinations during the period.

Notes to the Financial Statements

For the financial year ended 30 June 2026

Note 34 – Changes in liabilities from financing activities

Consolidated	Opening Balance $m	Cash flows $m	New leases/ other(i) $m	Other $m	Closing balance $m
30 June 2026					
Lease liabilities	**16.9**	**(5.4)**	**16.9**	**1.2**	**29.6**
Total liabilities from financing activities	**16.9**	**(5.4)**	**16.9**	**1.2**	**29.6**
30 June 2025					
Lease liabilities	6.1	(5.9)	16.4	0.3	16.9
Other liabilities(ii)	5.5	(5.5)	–	–	–
Total liabilities from financing activities	11.6	(11.4)	16.4	0.3	16.9

(i) New leases/other include Indue and Paymark premises, data centres and IT equipment per Note 31.

(ii) Represents the Option liability recognised as part of acquisition of a controlling interest in Braavos Corporation, with interest expense on the option recognised post-acquisition, as well as movement in fair value at year end.

Risk

Note 35 – Financial risk management

Risk management is critical for any ADI, and particularly one operating in a dynamic environment with increasing regulatory requirements. Cuscal seeks to manage the risks inherent in its business activities and operations by maintaining an effective Risk Management Framework and Strategy that enables it to identify, analyse and manage current and emerging risks to its business.

Cuscal's material risks fall into two broad categories: financial risks and non-financial risks.

The Group identifies the following as material financial risks, which result from the Group's operating activities:

1. Credit risk
2. Capital risk
3. Liquidity risk
4. Market risk

Cuscal's approach to managing these Financial Rrisks is outlined in the following disclosure.

Cuscal's non-financial risks are spread across Strategic and Operational Risk and are outlined in more detail in 'Risk Management Framework and Material Risks' within this Annual Report.

Unless otherwise specified, the disclosures in this note and Note 36 are in respect of the Consolidated Entity for both the current year and prior year.

Group Treasury function

Cuscal Group's Treasury function (**Treasury**) undertakes activities in wholesale markets, borrowing and lending funds and the management of the Consolidated Entity's capital in accordance with the capital management plan approved by the Board. Treasury can deal in a wide variety of financial instruments, including derivative financial instruments, in accordance with detailed policies approved by the Board. These policies reflect the conservative risk position adopted by the Board and are primarily directed at ensuring the safety and security of the client deposits held by the Group. Treasury's activities are subject to ongoing monitoring by Cuscal's Risk Management Division, which in addition to designing Cuscal's Risk Management Framework, acts as an independent risk assessor for treasury activities. As Cuscal is an ADI regulated by APRA, it is required to operate within policies and limits set by APRA and provide ongoing reporting, especially in respect of financial instruments, to APRA.

(i) Credit risk management

Credit risk is defined as the potential for loss arising from a counterparty's failure to meet its contractual obligations to the business in accordance with agreed terms. To manage credit risk, the Board Risk Committee (**BRC**), in accordance with relevant policies, reviews, endorses and/or approves credit proposals falling outside of management's delegated lending authority, including large exposures. Each counterparty has an assigned total settlement exposure limit, both individually and as a group. The limit comprises all exposures including settlements, cash, loans, trading securities held and guarantees. In order to assess the credit exposure of Cuscal's financial portfolio, stresses credit spread movements are calculated and limited. Qualitative and quantitative analysis of financial information are also important factors in determining the financial state of a counterparty. Overdraft exposures are managed and monitored through facility limits for individual counterparties and a credit review process. Cuscal relies on collateral security typically in the form of cash security deposits and a right of offset as well as contractual rights to indemnification from its clients and passes that risk back onto the client to mitigate exposure as a sponsor to the payment rails.

The maximum credit exposure in respect of committed loan facilities is shown in section *iii. Liquidity Risk*.

All loans originating from the Consolidated Entity are reviewed for impairment in accordance with the accounting policy in Note 1.

Among the factors that mitigate against impairment of the Consolidated Entity's credit exposure are:

- On-going clients monitoring;
- The strong security position of the Consolidated Entity, with clients secured by cash deposits with rights of offset; and
- The majority of the Consolidated Entity's clients (by exposure) are ADIs, subject to APRA's regulation.

Credit risk concentrations – Risk concentration: portfolio, by economic sector

	Consolidated	
	30 June 2026 %	30 June 2025 %
Financial assets		
Financial institutions	**34.4**	43.5
Government and semi-government[(i)]	**65.6**	56.5
Total credit risk concentration	**100.0**	100.0

(i) Includes cash balances held with the Reserve Bank of Australian per Note 11.

Notes to the Financial Statements

For the financial year ended 30 June 2026

Note 35 – Financial risk management (continued)

Maximum credit risk exposure

	Consolidated	
	30 June 2026 $m	30 June 2025 $m
Financial assets		
Cash and cash equivalents	**2,978.8**	2,215.3
Receivables due from financial institutions	**5.9**	5.6
Investment securities	**1,697.1**	998.7
Other financial assets at amortised cost	**3.0**	0.3
Derivative financial assets	**0.3**	0.1
Total financial assets	**4,685.1**	3,220.0
Off Balance Sheet		
Undrawn facilities	**211.0**	217.7
Total maximum credit risk exposure	**4,896.1**	3,437.7

Expected credit losses (ECL)

At the reporting date the Consolidated Entity has presented the ECL allowances in its Statement of Financial Position as follows:

- For financial assets measured at amortised cost – a deduction against the gross carrying amount; and
- For financial assets measured at fair value through other comprehensive income – a deduction against the FVOCI reserve.

The approach to ECL is outlined in Note 1 (mm). The table below presents the gross exposure and related ECL allowance for assets measured at amortised cost or FVOCI and off-Balance Sheet exposures subjected to impairment requirements of AASB 9. All ECL amounts fall under stage 1. Stage 1 is where credit risk has not increased significantly since initial recognition. For financial assets in stage 1, entities are required to recognise 12-month ECL and recognise interest income on a gross basis – this means that interest will be calculated on the gross carrying amount of the financial asset before adjusting for ECL.

	Gross exposure for financial assets carried at			ECL allowance on financial assets carried at		
Consolidated	Amortised cost $m	FVOCI $m	Total exposure $m	Amortised cost $m	FVOCI $m	Total ECL allowance
30 June 2026						
Cash	**2,978.8**	**–**	**2,978.8**	**–**	**–**	**–**
Receivables due from FIs	**5.9**	**–**	**5.9**	**–**	**–**	**–**
Investment securities	**–**	**1,697.1**	**1,697.1**	**–**	**0.5**	**0.5**
Other assets at amortised cost	**3.0**	**–**	**3.0**	**–**	**–**	**–**
Other assets (trade debtors)	**10.8**	**–**	**10.8**	**0.4**	**–**	**0.4**
Contract assets	**72.4**	**–**	**72.4**	**–**	**–**	**–**
Undrawn commitments	**211.0**	**–**	**211.0**	**–**	**–**	**–**
Total	**3,281.9**	**1,697.1**	**4,979.0**	**0.4**	**0.5**	**0.9**
30 June 2025						
Cash	2,215.3	–	2,215.3	–	–	–
Receivables due from FIs	5.6	-–	5.6	–	–	–
Investment securities	–	998.7	998.7	–	0.5	0.5
Other assets at amortised cost	0.3	–	0.3	–	–	–
Other assets (trade debtors)	12.5	–	12.5	0.1	–	0.1
Contract assets	48.7	–	48.7	–	–	–
Undrawn commitments	217.7	–	217.7	–	–	–
Total	2,500.1	998.7	3,498.8	0.1	0.5	0.6

(ii) Capital risk management

Cuscal, as well as its subsidiary Indue, are ADIs and as such are subject to regulation by APRA. APRA has designated both Cuscal and Indue as a 'non-significant financial institutions' (**non-SFIs**) under the Prudential Framework. Under this framework, non SFIs are eligible to apply simplified capital requirements under the APS 110 Capital Adequacy Prudential Standard.

All ADI's are subject to minimum capital requirements imposed by APRA. Under the definitions of the specific regulations, the Consolidated Entity must maintain capital requirements at these levels:

- The Cuscal Limited ADI level;
- The Indue Ltd ADI level; and
- The Consolidated Entity Level 2 Group.

APRA requires Cuscal at all ADI levels to maintain a minimum ratio of capital to risk-weighted assets. **Capital risk** is the risk of an inadequate level or composition of capital to support normal business activities and to meet regulatory capital requirements under normal operating environments or stressed conditions. Cuscal's regulatory levels are required to maintain an appropriate level and quality of capital commensurate with the type, amount and concentration of risks to which Cuscal's regulatory levels are exposed. This is achieved by complying with policies and restrictions imposed by APRA, and providing ongoing reporting to APRA in respect of the risks associated with client deposits.

Notes to the Financial Statements

For the financial year ended 30 June 2026

Note 35 – Financial risk management (continued)

The Consolidated Entity's capital management strategy is to balance returns to shareholders against regulatory capital requirements and the need to retain sufficient capital to continuously reinvest in its core business and innovation.

The Consolidated Entity's capital management objectives are:

- To ensure sufficient capital is maintained above the amounts determined under Cuscal's Internal Capital Adequacy Assessment Process (**ICAAP**) to support internal business and operational capital needs;
- To remain an ADI with a strong to very strong Standard & Poors rating (i.e. A- to AA+);
- To achieve a Group return on equity in line with, or higher than, Cuscal's weighted average cost of capital;
- To maintain a level of dividend in line with Cuscal's current dividend policy;
- To maintain any debt commitments such that they are not prejudicial to the capital position of the Group (noting current debt commitments are $Nil); and
- To maintain a target level 2 capital range of 18-19% in any given month.

Indue maintains a separate ICAAP, with its capital management objectives limited in scope since the acquisition by Cuscal on 1 December 2025. With the ongoing integration of the business into Cuscal Limited, ultimately its capital objectives are to balance returns to Cuscal as its ultimate sole shareholder, against its own regulatory capital requirements as well the broader Cuscal Level 2 group in which it sits, against the need to retain sufficient capital to service its clients and support the integration program.

The ICAAPs within the Group are set by the Board, and require all regulatory levels to maintain a minimum level of capital at a pre-determined level above the APRA regulatory required level. In addition, the Board has set an internal Capital Reporting Limit above the ICAAP Capital Limit. In the event this limit is breached, Management is required to provide the Board and BRC with an updated capital plan within 14 days which would clearly articulate the steps to be taken, and the timeframe involved in those steps that would ensure:

- That the capital did not fall below the internal limit; and
- Over time, the restoration of capital is above the limit.

The levels set under the ICAAP are monitored regularly by Senior Executive Management and by the BRC. The Consolidated Entity, at all regulatory levels, has operated with levels of capital above the limits set under the ICAAP and by APRA during the current and prior financial year. This includes Indue as a standalone ADI since acquisition by Cuscal Limited on 1 December 2025.

(iii) Liquidity risk

Liquidity risk is the potential risk for financial loss arising from inability to meet unexpected future cash flow and collateral obligations. The liquidity management policy of Cuscal is approved by the Board and agreed with APRA. Cuscal manages liquidity risk by continuously monitoring the time to liquidate and cost to liquidate its financial assets to meet any unexpected calls on liquidity and APRA prudential standards. The cost of immediate liquidity also includes analysis of the amount of funds immediately available from entering repurchase agreements with the Reserve Bank of Australia for eligible securities.

These factors are tested against policy limits daily. In addition, these factors are subject to stress testing on a regular basis.

To manage Cuscal's liabilities and assets (which are in the form of client deposits of cash which are typically held at call and short term), Cuscal's Treasury function has the ability to invest in financial instruments, in accordance with the detailed policies set by the Board. The investments held are high rated securities with Australian banks, as well as government or semi-government bonds, generally in the form of fixed interest securities, discounted instruments and floating rate instruments, purchased with the intention to hold for the long term, including to maturity. These assets are carried at fair value with changes recorded in other comprehensive income, and interest income is earned from its investment in these securities.

Contractual undiscounted cash flows of financial liabilities - Maturity Profiles

The following tables detail the maturity distribution of certain financial liabilities on an undiscounted basis. Maturities represent the remaining contractual period from the balance date to the repayment date.

Consolidated	At call $m	3 months or less $m	3-12 months $m	1-5 years $m	Over 5 years $m	Total Contractual cash flows $m
30 June 2026						
Payables due to financial institutions	268.4	–	–	–	–	268.4
Client deposits	2,839.8	335.9	472.9	225.8	194.8	4,069.2
Securities sold under agreement to repurchase	–	201.1	–	–	–	201.1
Discount securities issued	–	4.0	–	–	–	4.0
Lease liabilities	–	2.3	6.6	23.8	0.9	33.6
Derivative financial liability	–	–	0.4	–	–	0.4
Total undiscounted cash flows	3,108.2	543.3	479.9	249.6	195.7	4,576.7

Consolidated	At call $m	3 months or less $m	3-12 months $m	1-5 years $m	Over 5 years $m	Total Contractual cash flows $m
30 June 2025						
Payables due to financial institutions	161.0	–	–	–	–	161.0
Client deposits	1,379.4	457.1	349.0	443.1	–	2,628.6
Securities sold under agreement to repurchase	–	200.1	–	–	–	200.1
Discount securities issued	–	4.0	–	–	–	4.0
Lease liabilities	–	1.0	3.1	16.4	–	20.5
Total undiscounted cash flows	1,540.4	662.2	352.1	459.5	–	3,014.2

Financing arrangements

The Group’s access to borrowing facilities and unutilised borrowing facilities at the end of the reporting period are set out in Note 39.

Notes to the Financial Statements

For the financial year ended 30 June 2026

Note 35 – Financial risk management (continued)

(iv) Market risk

Market risk is the risk of a change in the value of Cuscal's banking book positions as a result of a change in financial market risk factors. It arises from positions in the interest rate, direct equities, foreign exchange and credit spread markets. Cuscal's market risk includes the following:

- **Interest rate risk** is the risk of loss due to changes in interest rates, that arises from the management of Cuscal's portfolio. Funds are raised from clients and invested in high quality liquid assets. The mismatch between repricing terms for the funds raised and investments in liquid assets gives rise to interest rate risk. Cuscal's interest rate risk is limited to ensure this will not materially impact the Balance Sheet. The majority of assets and liabilities are either short-term or in instruments where the interest rate resets every three months;
- **Direct equity risk** arises from exposure to equity investments in assets or counterparties. In each case, the total investment is approved directly by the Board;
- **Foreign exchange risk** is the risk of loss due to changes in exchange rates and/or the volatility of exchange rates. Cuscal hedges this risk with foreign exchange forwards and cross currency swaps;
- **Credit spread risk** is the risk of changes in the mark to market value due to changes in credit spreads.

Cuscal market risk exposure is managed under the Treasury Risk Management Policy, which is reviewed by the Board each year. The policy requires that risks be prudently managed and monitored, using a range of techniques such as sensitivity analysis, concentration analysis and stress testing.

Interest rate risk is managed principally by monitoring interest rate gaps and by having pre-approved limits for re-pricing bands. The main tools to measure and control interest rate risk exposure within the Consolidated Entity's interest earning assets and liabilities are:

- Net Interest Earnings at Risk (**NIER**) –The worst-case change in earnings due to a 1 basis point parallel shock in interest rates over a 12-month time horizon; and
- Present Value of a Basis Point (**PVBP**) – Dollar impact of a 1 basis point movement in the yield curve.

The sensitivity analysis on interest rate risk is performed using 'GAP IRR' methodology. The GAP IRR methodology measures interest rate sensitivity by classifying interest rate sensitive assets, liabilities and off balance sheet items. The instruments are split into specific pre-defined time buckets according to their maturity for fixed rate instruments, or until the next re-pricing date for variable rate instruments. The size of the gap position can then be determined in each of the respective time buckets. A cumulative gap can then be derived after summing up the individual time bucket gaps.

The resulting impact on the Statement of Profit and Loss of the sensitivity analysis on a 100 bps movement is as follows:

	30 June 2026 $m	30 June 2025 $m
Consolidated Entity		
Increase in yield curve of 100 bps	**(2.6)**	(1.5)
Decrease in yield curve of 100 bps	**2.6**	1.5

At 30 June 2026, Cuscal has a $3.1 million fair value gain held in reserves relating to changes in bond rates on its Investment Securities portfolio (2025: $2.8 million fair value gain).

Note 36 – Fair value measurement

Fair value is the price that would be received to sell an asset, or paid to transfer a liability, in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique.

Fair value reflects the present value of future cash flows associated with a financial asset or financial liability. Fair values of financial assets and liabilities are determined using quoted market prices, where available. Market prices are obtained from independent market vendors, brokers, or market makers. Where no active market price or rate is available, fair values are estimated using present value or other valuation techniques, using inputs based on market conditions prevailing at balance dates.

The following methods and significant assumptions have been applied in determining the fair values of financial assets and liabilities not carried at fair value, and, for disclosure purposes, in determining whether a material difference exists between the fair value and the carrying amount.

Cash and cash equivalents

The carrying amount of cash and cash equivalents is an approximation of fair value as they are short term in nature or are receivable on demand.

Receivables due from financial institutions

The carrying amount of receivables due from financial institutions is an approximation of fair value as they are short term in nature or are receivable on demand.

Investment securities

Security-specific yields and prices are used for all positions where possible. Where applicable, security revaluations are conducted using standard market formulae and conventions. Other positions are valued using a yield curve that best reflects the issuer and credit risk of the instrument.

All assets and liabilities, except for futures contracts, are valued at the most conservative of bid and offer rates. In keeping with market convention, futures contracts are valued at the settlement price.

Derivative financial assets and liabilities

The fair value of forward foreign contracts is calculated on the foreign currency rates prevailing at the balance date.

Payables due to financial institutions

The carrying amount of payables due to financial institutions is an approximation of fair value as they are short term in nature or are payable on demand.

Deposits

For variable rate deposits the carrying amount is an approximation of fair value.

Discount securities issued

Discount securities were revalued using a yield curve that represents the Consolidated Entity's credit risk.

Notes to the Financial Statements

For the financial year ended 30 June 2026

Note 36 – Fair value measurement (continued)

Investments in other entities (equity investments)

The fair value of equity investments is determined through specialist valuation techniques to determine what the investments could be sold by reference to price quotes of similar investments.

Option liability (in Other Liabilities)

The carrying amount of the option liability is at fair value where a remeasurement has occurred. The fair value is calculated as the present value of the amount payable upon the exercise of the option.

Securities sold under agreement to repurchase

Securities sold under agreement to repurchase is an approximation of fair value as they are short term in nature.

Methods applied in determining fair values of financial assets and liabilities

Level 1 – Reference to published price quotations in active markets

This category includes financial instruments whose fair value is determined directly by reference to published quotes in an active market. A financial instrument is regarded as quoted in an active market if quoted prices are readily available from an exchange, dealer, broker, industry group, pricing service or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's-length basis.

Level 2 – Valuation techniques supported by market inputs

This category includes financial instruments whose fair value is determined using a valuation technique (**model**), where inputs in the model are taken from an active market or are market observable. If certain inputs in the model are not market observable, but all significant inputs are, the instrument is still classified in this category, provided that the impact of those elements on the overall valuation is insignificant.

Included in this category are items whose value is derived from quoted prices of similar instruments, but for which the prices are (more than insignificantly) modified based on other market observable external data.

Level 3 – Valuation technique not supported by market inputs

This category includes financial assets and liabilities whose fair value is determined using a valuation technique (**model**) for which more than an insignificant level of input in terms of the overall valuation is not market observable. This category also includes financial assets and liabilities whose fair value is determined by reference to price quotes but for which the market is considered inactive. The Consolidated Entity classes its equity investments at Level 3 where valuation techniques are not supported by market inputs.

Valuation technique used to determine level 3 fair values

The Consolidated Entity values its interests in other unlisted entities by reference to its estimated share value. This is derived from the outcomes of recent or expected capital raising activities, and in some instances on a 'look-through' basis to the results of expected corporate restructures.

The following table presents the estimated fair values of the Consolidated Entity's financial assets and liabilities, by fair value hierarchy. Certain items from the Statement of Financial Position are not included, as they do not meet the definition of a financial asset or liability. The aggregation of the fair values presented below does not represent and should not be construed as representing the underlying value of the Consolidated Entity.

Consolidated – 30 June 2026	Level 1 $m	Level 2 $m	Level 3 $m	Total $m
Financial assets				
Investment securities	–	1,697.1	–	1,697.1
Other financial assets at amortised cost	–	3.0	–	3.0
Equity investments	–	–	3.7	3.7
Derivative financial assets	–	0.3	–	0.3
Total financial assets	–	1,700.4	3.7	1,704.1
Financial liabilities				
Client deposits	–	3,990.7	–	3,990.7
Securities sold under agreement to repurchase	–	201.1	–	201.1
Discount securities issued	–	4.0	–	4.0
Derivative financial liabilities	–	0.4	–	0.4
Total financial liabilities	–	4,196.2	–	4,196.2

Consolidated – 30 June 2025	Level 1 $m	Level 2 $m	Level 3 $m	Total $m
Financial assets				
Investment securities	–	998.7	–	998.7
Loans	–	0.3	–	0.3
Equity investments	–	–	4.0	4.0
Derivative financial assets	–	0.1	–	0.1
Total financial assets	–	999.1	4.0	1,003.1
Financial liabilities				
Client deposits	–	2,628.6	–	2,628.6
Securities sold under agreement to repurchase	–	200.1	–	200.1
Discount securities issued	–	4.0	–	4.0
Total financial liabilities	–	2,832.7	–	2,832.7

The estimated fair values correspond with amounts at which the financial instruments at the Consolidated Entity's best estimate could have been traded at the balance date between knowledgeable, willing parties in arm's-length transactions.

Notes to the Financial Statements

For the financial year ended 30 June 2026

Note 36 – Fair value measurement (continued)

Fair value measurements using significant unobservable inputs (level 3)

The following table presents the changes in level 3 items for the periods ending 30 June 2025 and 30 June 2026.

Consolidated	Unlisted equity securities $m	Option liability $m	Total $m
Opening balance at 1 July 2024	4.0	(5.5)	(1.5)
Extinguishment of option liability	–	5.5	5.5
Closing balance at 30 June 2025	**4.0**	**–**	**4.0**
Fair value adjustments to equity investments	(0.3)	–	(0.3)
Closing balance at 30 June 2026	**3.7**	**–**	**3.7**

Unrecognised items

Note 37 – Assets pledged as collateral

Securities

$225.6 million of investment securities have been pledged to Reserve Bank of Australia as collateral for the liability for securities sold under agreement to repurchase in Note 22 (2025: $223.1 million).

Note 38 – Commitments and contingencies

Contingencies

The Group have contingent liabilities of $5.1 million in the form of guarantees secured by term deposits for leased properties and government projects.

The Group is party to legal proceedings involving a former employee. The matter remains under appeal at the reporting date and, having regard to legal advice received no provision has been recognised.

Commitments

	Consolidated	
	30 June 2026 $m	30 June 2025 $m
Commitments		
IT capital expenditure commitments not longer than 1 year	**3.0**	5.2
Total commitments	**3.0**	5.2

Note 39 – Credit facilities

The Group had access to the following borrowing facilities and unutilised borrowing facilities at the end of the reporting period:

	Consolidated	
	30 June 2026 $m	30 June 2025 $m
Committed financing activities that are available to the Consolidated Entity are as follows:		
Bank overdraft	**7.0**	7.0
Within the day accommodation	**100.0**	100.0
Encashment negotiation advice, payroll delivery services, and corporate purchasing card	**193.0**	193.0
Bank guarantee	**5.2**	7.8
Purchasing card facility	**1.0**	1.0

As at 30 June 2026, $5.0 million (2025: $7.8 million) of the bank guarantee facility was utilised. The remaining credit facilities were unused at balance date. The committed financing facilities available all have a renewal date in April of each year.

The Group offers the following borrowing and unutilised borrowing facilities to its clients:

	Consolidated	
	30 June 2026 $m	30 June 2025 $m
Maximum loan credit exposure – committed overdraft facilities (including drawn amounts detailed above)		
To banks, credit unions and mutual banks	**212.6**	217.9
Other organisations	**0.1**	0.1
Total committed facilities	**212.7**	218.0
Unutilised loan credit exposure – committed facilities		
To banks, credit unions and mutual banks	**210.9**	217.6
Other organisations	**0.1**	0.1
Total unutilised facilities	**211.0**	217.7

Overdraft facilities are primarily secured by security deposits and rights of offset from the borrower (see above in respect of credit risk).

Of the total committed facilities held with clients at June 2026, $212.4 million is secured by security deposits (2025: $217.4 million).

All overdrafts are expected to be recovered within 12 months of the balance date.

Notes to the Financial Statements

For the financial year ended 30 June 2026

Note 40 – Subsequent events

Appointment of new Director

Dr Leila Fourie was appointed to the Cuscal Board as an independent non-executive Director on 1 August 2026. Dr Fourie brings more than three decades of international experience across payments, banking, capital markets, strategy and governance, including previously serving as Group Chief Executive Officer of the Johannesburg Stock Exchange and Chief Executive Officer of the Australian Payments Network. She will also join the Board Risk Committee and the Board Remuneration and Nominations Committee.

Resignation of Director

Subsequent to the year ended 30 June 2026, Claudine Ogilvie notified the Board of her intention to resign effective 20 October 2026.

Final dividend declaration

In respect of the financial year ended 30 June 2026, the Directors have determined that a final dividend of 7.0 cents per ordinary share shall be paid on 18 September 2026 to all shareholders on the register at the record date of 28 August 2026. The final dividend will total $14.0 million. The dividend will be fully franked at the 30% corporate income tax rate.

Other than the above, there has not been any matter or circumstance that has arisen since the end of the financial year, that has significantly affected, or may significantly affect, the operations of Cuscal or the Consolidated Entity, the results of those operations, or the state of affairs of Cuscal or the Consolidated Entity in future financial years.

Other information

Note 41 – Particulars in relation to controlled entities

Controlled entities

The consolidated financial statements incorporate the financial statements of Cuscal Limited and entities controlled by Cuscal Limited and its subsidiaries.

All intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Consolidated Entity are eliminated in full on consolidation.

	Interest Held		
	Class of Share	30 June 2026 %	30 June 2025 %
Parent entity			
Cuscal Limited			
Controlled entities			
Basiq Pty Limited	Ord	100	100
Basiq.io D.O.O.	Ord	100	100
Braavos Corporation Pty Limited	Ord	100	100
Cuscal Management Pty Limited	Ord	100	100
Cuscal Payments Holdings Pty Limited	Ord	100	100
Cuscal Payments NZ Limited	Ord	100	100
Indue Ltd	Ord	100	–
Integris Securitisation Services Pty Limited	Ord	100	100
Paymark Limited	Ord	100	–
Strategic Payments Services Pty Limited	Ord	100	100

All entities are incorporated and have principal place of business in Australia, apart from one entity in the Braavos Group, Basiq.io D.O.O., which is incorporated in Serbia, as well as Cuscal Payments NZ Limited and Paymark Limited, which are both incorporated in New Zealand. All entities incorporated in Australia are proprietary limited as defined by the Corporations Act. Both Cuscal Limited and Indue Ltd are ADIs as regulated by APRA. Accordingly, they are both limited by APRA's Prudential Standard APS 222 Associations with Related Entities as to the scope and size of exposures they may have to one another and to the other controlled entities listed above.

Changes during the current financial year

- On 1 December 2025, Cuscal Limited acquired 100% of Indue Ltd.
- On 21 May 2026, Cuscal Limited invested $33.6 million in Cuscal Payments Holdings Limited, being 33,600,000 shares at $1.00 each. This investment was to support Cuscal Payments Holdings Pty Limited's acquisition of Paymark Limited.
- On 29 May 2026, Cuscal Payments Holdings Pty Limited acquired 100% of Paymark Limited.

Changes during the previous financial year

During the previous financial year, Cuscal Payments Holdings Pty Limited acquired the remaining 'non-controlled' interest in Braavos Corporation Limited on 1 July 2024. From this date, Braavos Corporation Pty Limited and its controlled entities were 100% owned by Cuscal Payments Holdings Pty Limited and its ultimate parent within the group, Cuscal Limited.

Tax consolidation group

All the above entities except Paymark Limited were members of Cuscal's tax consolidation group for the full year ended 30 June 2026 (June 2025: all entities).

Paymark Limited is incorporated in New Zealand. The Group is undertaking a review of the tax residency status of the entity following its acquisition during the reporting period. Based on the information available at 30 June 2026, Paymark Limited has been classified as an Australian tax resident. The review remains ongoing.

Notes to the Financial Statements

For the financial year ended 30 June 2026

Note 42 – Related party disclosures

Key Management Personnel

Details of KMP remuneration are disclosed in Note 9.

Loans to Directors

As at 30 June 2026 the outstanding balance of loans to directors was $Nil (2025: $Nil).

Directors' interests in contracts

As required by the Corporations Act, some Directors have given notice that they hold office in specified credit unions, mutual banks and other companies and as such are regarded as having an interest in any contract or proposed contract, which may be between Cuscal and its controlled entities and those credit unions, mutual banks and companies. All transactions between credit unions and other companies in which a Director is an officer or a member and Cuscal and its controlled entities are transacted in the normal course of business and on commercial terms and conditions.

Controlled entities

Cuscal's controlled entities receive administrative support services from Cuscal. These transactions are in the normal course of business and on commercial terms and conditions. Transactions between Cuscal and its controlled entities include the provision of financial facilities on commercial terms and conditions.

Note 43 – Parent entity disclosures

The Parent entity of the Cuscal Consolidated Group is Cuscal Limited.

	30 June 2026 $m	30 June 2025 $m
Result of the parent entity for the financial year		
Profit for the year	**28.3**	23.0
Other comprehensive income	**0.3**	0.8
Total comprehensive income for the year	**28.6**	23.8
Financial position of the parent entity at year end		
Total assets	**4,321.5**	3,465.0
Total liabilities	**(3,901.3)**	(3,088.5)
Net assets	**420.2**	376.5
Total equity of the parent entity comprises:		
Contributed equity	**190.9**	158.6
Reserves	**5.7**	3.5
Retained earnings	**223.6**	214.4
Total equity	**420.2**	376.5

Note 44 – Earnings per share

Basic Earnings per share (**EPS**) is calculated by dividing the profit for the period attributable to ordinary equity holders of the parent by the weighted average number of ordinary shares outstanding during the year.

Diluted EPS is calculated by dividing the profit for the year attributable to ordinary equity holders of the parent by the weighted average number of ordinary shares outstanding during the year plus the weighted average number of ordinary shares that would be issued on conversion of all the dilutive potential ordinary shares into ordinary shares.

The weighted average number of ordinary shares outstanding during the year was 193.2 million (2025: 185.0 million). The weighted average number of ordinary shares and potential ordinary shares used in calculating diluted EPS was 195.8 million (2025: 185.9 million).

	Consolidated	
	30 June 2026	30 June 2025
Basic and diluted EPS		
Basic EPS (cents per share)	**22.1**	15.5
Diluted EPS (cents per share)	**21.8**	15.4

Note 45 – Net assets per share

Net assets per share is calculated by dividing total net assets for the year attributable to ordinary equity holders of the parent by the number of ordinary shares outstanding during the year.

	Consolidated	
	30 June 2026 $	30 June 2025 $
Net assets per ordinary share		
Basic net assets attributable to the owners of Cuscal, per ordinary share at year end	**$2.17**	$1.96

Note 46 – Additional company information

Cuscal Limited is a limited company incorporated in Australia. The parent entity and ultimate parent entity of the Consolidated Entity is Cuscal Limited. The registered office and principal place of business is:

Level 11
Tower 1, Darling Park
SYDNEY NSW 2000

The average number of Consolidated Entity employees was 810 (2025: 658) during the financial year. This includes permanent and fixed term employees and excludes external contractors.

Directors' Declaration

The Directors declare that, in their opinion:

- The financial statements and notes of the Company and the Group are in accordance with the *Corporations Act 2001* (Cth), including:
  - Giving a true and fair view of the Company's and the Group's financial position as at 30 June 2026 and of its performance for the year ended on that date; and
  - Complying with Australian Accounting Standards (including the Australian Accounting Interpretations) and Corporations Regulations 2001.
- There are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable;
- The attached consolidated entity disclosure statement required by section 295(3A) of the Corporations Act is true and correct;
- The attached financial statements are in compliance with International Financial Reporting Standards, as stated in Note 1 to the financial statements;
- The attached financial statements and notes thereto are in accordance with the Corporations Act, including compliance with accounting standards and giving a true and fair view of the financial position and performance of the company and the consolidated entity; and
- This declaration has been made after receiving the declarations required to be made to the directors in accordance with section 295A of the Corporations Act for the financial year ending 30 June 2026.

Signed in accordance with a resolution of the directors made pursuant to section 295(5) of the Corporations Act.

On behalf of the Directors

Elizabeth Proust AO
Chairman

20 August 2026

Craig Kennedy
Managing Director

20 August 2026

Independent Auditor's Report

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Independent auditor's report to the members of Cuscal Limited

Report on the audit of the financial report

Opinion

We have audited the financial report of Cuscal Limited (the Company) and its subsidiaries (collectively the Group), which comprises the consolidated statement of financial position as at 30 June 2026, the consolidated statement of profit and loss, the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, notes to the financial statements, including material accounting policy information, the consolidated entity disclosure statement and the directors' declaration.

In our opinion, the accompanying financial report of the Group is in accordance with the *Corporations Act 2001*, including:

a. Giving a true and fair view of the consolidated financial position of the Group as at 30 June 2026 and of its consolidated financial performance for the year ended on that date; and

b. Complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for opinion

We conducted our audit in accordance with Australian Auditing Standards. 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 auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to audits of the financial report of public interest entities in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial report of the current year. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, but we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the *Auditor's responsibilities for the audit of the financial report* section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial report. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying financial report.

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Independent Auditor's Report

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Accounting for acquisitions

Why significant	How our audit addressed the key audit matter
During the year ended 30 June 2026, the Group completed the acquisition of Indue Limited and of Paymark Limited as disclosed in Note 3 of the financial statements. The acquisitions are material and accounting for these transactions involves significant judgement from management to determine the purchase price allocation including the valuation of identifiable intangible assets. Consequently, this was considered to be a key audit matter.	Our audit procedures included the following: ▸ Reviewed key transaction agreements to assess the nature of the acquisitions and the purchase consideration transferred. ▸ Assessed management's identification of acquired assets and liabilities, including whether identifiable intangible assets had been appropriately recognised separately from goodwill. ▸ Involved our valuation specialists to assist in assessing the appropriateness of the methodologies, assumptions and inputs used to determine the fair value of acquired intangible assets including key assumptions used in the valuation models such as forecast cash flows, discount rates and useful lives, by comparison to management budgets, historical performance and externally available market data where appropriate. ▸ Tested the mathematical accuracy of the purchase price allocation and the allocation of purchase consideration to the acquired assets and liabilities. ▸ Assessed the adequacy and appropriateness of the disclosures included in the Notes to the financial statements.

Core transaction-based revenue

Why significant	How our audit addressed the key audit matter
For the year ended 30 June 2026, the Group generated $348.7 million from core transaction-based revenue as disclosed in Note 4 of the financial statements. Due the significance of revenue to the users of the financial report as a key revenue stream, this was considered to be a key audit matter.	Our audit procedures included the following: ▸ Evaluated any changes in the Group's revenue accounting and assessed whether the Group's accounting policies comply with the relevant requirements of Australian Accounting Standards. ▸ For a sample of revenue transactions, we obtained supporting audit evidence such as contracts with customers and schemes, invoices, customer deposit statements and/or bank statements to assess the timing and value of revenue recognised. ▸ Obtained a sample of contracts and fee schedules entered into with customers and schemes to identify the related performance obligations. ▸ For a sample of manual journal entries posted to revenue accounts, we inspected supporting audit evidence and assessed whether the entries had been subject to appropriate review and approval prior to posting. ▸ Assessed the adequacy and appropriateness of the disclosures included in the Notes to the financial statements.

Carrying value of goodwill

Why significant	How our audit addressed the key audit matter
At 30 June 2026, the carrying value of goodwill was $91.0 million as disclosed in the financial statements. Goodwill is tested annually for impairment and requires the Group to estimate the recoverable amount of the relevant cash-generating units (CGUs). The key inputs and judgements involved in the impairment assessment include: ▸ Determination of CGUs;	Our audit procedures included the following: ▸ Assessed the Group's determination of CGUs used in the impairment model, based on our understanding of the nature of the Group's business and the economic environment in which it operates. ▸ Obtained an understanding and evaluated the Group's process for performing goodwill impairment assessments and the determination of any asset impairment outcomes. ▸ Involved our valuation specialists in assessing the terminal growth rate and discount rate used in the model, and whether

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Why significant	How our audit addressed the key audit matter
▸ Discount rates, terminal growth rates and revenue and expense assumptions used in the discounted cashflow models; and ▸ Evaluating the sensitivity of the impairment assessment to reasonable possible changes in key assumptions. Due to the high degree of judgement and complexity in assessing the carrying value of goodwill, we considered this to be a key audit matter.	the impairment model methodology applied was in accordance with the requirements of the Australian Accounting Standards. ▸ Tested the mathematical accuracy of management's impairment models used to calculate the recoverable amount. ▸ Assessed whether cash flow forecasts incorporated in the impairment assessments were Board approved and consistent with historical forecasting accuracy. ▸ Assessed the Group's sensitivity analysis and evaluated whether any reasonably foreseeable change in assumptions could result in an impairment by varying the key input assumptions and its resulting impact on the recoverable amount. ▸ Assessed the adequacy and appropriateness of the disclosures included in the Notes to the financial statements.

Information Technology (IT) systems and controls over financial reporting

Why significant	How our audit addressed the key audit matter
The Group's operations and financial reporting systems are heavily dependent on IT systems, including automated accounting procedures and IT dependent manual controls. The Group's controls over IT systems include: ▸ The framework of governance over IT systems; ▸ Controls over program development and changes; ▸ Controls over access to programs, data and IT operations; and ▸ Governance over generic and privileged user accounts. Due to the reliance on the IT systems in the financial reporting process, we considered this to be a key audit matter.	Our audit procedures included the following: ▸ Tested the design and operating effectiveness of relevant controls over the continued integrity of the IT systems that are integral to the financial reporting. ▸ On a sample basis, in conjunction with our IT specialists, we tested system functionality that was key to our audit approach, in order to assess the accuracy of certain system calculations, the generation of reports and the operation of certain system enforced access controls. ▸ Performed alternative procedure testing where we noted design or operating effectiveness matters relating to IT system controls relevant to our audit. We also considered mitigating controls in order to respond to the impact on our overall audit approach.

Information other than the financial report and auditor's report thereon

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial report and our auditor's report thereon.

Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon in this auditor's report, with the exception of the Remuneration Report and our related assurance opinion. We have issued a separate auditor's report on selective sustainability information included in the Sustainability Report.

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, 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.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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Responsibilities of the directors for the financial report

The directors of the Company are responsible for the preparation of:

- The financial report (other than the consolidated entity disclosure statement) that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001*; and
- The consolidated entity disclosure statement that is true and correct in accordance with the *Corporations Act 2001;* and

for such internal control as the directors determine is necessary to enable the preparation of:

- The financial report (other than the consolidated entity disclosure statement) that gives a true and fair view and is free from material misstatement, whether due to fraud or error; and
- The consolidated entity disclosure statement that is true and correct and is free of misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters relating to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial report

Our objectives are 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 the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and 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 this financial report.

As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

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- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.
- Plan and perform the Group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Group as a basis for forming an opinion on the Group financial report. We are responsible for the direction, supervision and review of the audit work performed for the purposes of the Group audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated to the directors, we determine those matters that were of most significance in the audit of the financial report of the current year and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on the audit of the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included in pages 87 to 112 of the directors' report for the year ended 30 June 2026.

In our opinion, the Remuneration Report of Cuscal Limited for the year ended 30 June 2026, complies with section 300A of the *Corporations Act 2001*.

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 responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

Ernst & Young

Ernst & Young

Andrew Harmer

Partner

Sydney

20 August 2026

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Consolidated Entity Disclosure Statement

The consolidated entity disclosure statement has been prepared in accordance with the requirements of section 295(3A) of the *Corporations Act 2001* (Cth).

Consolidated	Entity Type	Place Formed or Incorporated	% of Share Capital Held	Australian or Foreign Resident	Jurisdiction for Foreign Resident
Parent Entity					
Cuscal Limited	Body corporate	Australia		Australian	n/a
Controlled Entities					
Indue Ltd(i)	Body corporate	Australia	100	Australian	n/a
Paymark Limited(ii)	Body corporate	New Zealand	100	Australian(iii)	n/a
Cuscal Management Pty Limited	Body corporate	Australia	100	Australian	n/a
Integris Securitisation Services Pty Limited	Body corporate	Australia	100	Australian	n/a
Strategic Payments Services Pty Limited	Body corporate	Australia	100	Australian	n/a
Cuscal Payments Holdings Pty Limited	Body corporate	Australia	100	Australian	n/a
Cuscal Payments NZ Limited	Body corporate	New Zealand	100	Australian	n/a
Braavos Corporation Pty Limited	Body corporate	Australia	100	Australian	n/a
Basiq Pty Limited	Body corporate	Australia	100	Australian	n/a
Basiq.io D.O.O.	Body corporate	Serbia	100	Australian	n/a

(i) Cuscal acquired 100% interest in Indue Ltd on 1 December 2025.

(ii) Cuscal acquired 100% interest in Paymark Limited on 29 May 2026.

(iii) Paymark Limited is incorporated in New Zealand. The Group is undertaking a review of the tax residency status of the entity following its acquisition during the reporting period. Based on the information available at 30 June 2026, Paymark Limited has been classified as an Australian tax resident for purposes of the Consolidated Entity Disclosure Statement. The review remains ongoing.

Shareholder Information

The following shareholder information is current as at 31 July 2026.

Corporate Governance Statement for FY26

Cuscal's governance practices complied with the Australian Securities Exchange (**ASX**) Corporate Governance Council Corporate Governance Principles and Recommendations (ASX Recommendations). Further details are set out in the FY26 Corporate Governance Statement, which has been approved by the Board and is available on the Company's website at: https://www.cuscal.com/investors/corporate-governance.

The FY26 Corporate Governance Statement outlines the extent to which Cuscal has followed the ASX Recommendations during FY26.

Substantial Shareholders

The number of securities held by substantial shareholders (holding no less than 5%) and their associates, as shown in substantial shareholder notices received by the Company pursuant to section 671B of the *Corporations Act 2001* (Cth) as at 31 July 2026, is as follows.

Substantial Holder	Number of Ordinary Shares	% of Issued Capital
Credit Union Australia Limited (trading as Great Southern Bank)	**12,982,816**	6.50
Yarra Capital Management and related entities	**13,603,820**	6.81

Distribution of Security Holders

Holding Distribution

Range		Total Holders of Ordinary Shares	Number of Ordinary Shares	% of Issued Capital
1–1,000		1,077	496,579	0.25
1,001–5,000		1,421	3,827,594	1.92
5,001–10,000		605	4,410,817	2.21
10,001–100,000		758	17,104,426	8.56
100,001 and over		59	173,973,203	87.07
	Total	**3,920**	**199,812,619**	**100.00**
		22	594	0.00

There were 22 holders of less than a marketable parcel of ordinary shares, based on the Company's closing market price of $5.03 on 31 July 2026.

Shareholder Information

Twenty Largest Security Holders of Ordinary Shares as at 31 July 2026

Rank	Name	Number of Shares	% of Shares
1.	J P MORGAN NOMINEES AUSTRALIA PTY LIMITED	39,849,364	19.94
2.	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	37,901,010	18.97
3.	CITICORP NOMINEES PTY LIMITED	26,797,403	13.41
4.	CREDIT UNION AUSTRALIA LTD (GREAT SOUTHERN BANK)	12,982,816	6.50
5.	BEYOND BANK AUSTRALIA LIMITED	6,038,510	3.02
6.	BNP PARIBAS NOMS PTY LTD	5,067,930	2.54
7.	WARBONT NOMINEES PTY LTD	4,850,163	2.43
8.	UBS NOMINEES PTY LTD	4,572,412	2.29
9.	BNP PARIBAS NOMINEES PTY LTD	3,321,800	1.66
10.	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	3,277,989	1.64
11.	POLICE BANK LTD	3,268,764	1.64
12.	MIRRABOOKA INVESTMENTS LIMITED	2,854,051	1.43
13.	COMMUNITY FIRST CREDIT UNION LIMITED	2,659,666	1.33
14.	BNP PARIBAS NOMINEES PTY LTD	2,233,109	1.12
15.	BANK OF QUEENSLAND LIMITED	1,905,208	0.95
16.	UNITY BANK LIMITED	1,656,655	0.83
17.	LUAGA PTY LTD	1,033,234	0.52
18.	NETWEALTH INVESTMENTS LIMITED	969,754	0.49
19.	CERTANE CT PTY LTD	962,578	0.48
20.	POLICE CREDIT UNION LIMITED	890,362	0.45
	Total	**163,092,778**	**81.62**
	Balance of register	**36,719,841**	**18.38**
	Grand total	**199,812,619**	**100.00**

Unquoted Equity Securities

Securities issued under the Company's Long Term-Incentive (**LTI**) Plan are subject to vesting conditions that, if met, entitle the holder to ordinary fully paid shares in the Company.

Type of Security	Number Held	Number of Holders
Performance Rights	1,968,888	17
Share Rights	1,030,847	16

On-market buy-back

There is no current on-market buy-back in relation to Cuscal securities.

Voting Rights

Ordinary Fully Paid Shares

Under the Company's Constitution, each voting shareholder who is present at a general meeting of the Company – whether in person or by proxy, attorney or duly appointed representative – is entitled to one vote on a show of hands or, in the case of a poll, to one vote for each fully paid ordinary share they hold.

Performance Rights

Performance Rights holders do not have any voting rights attached to the Performance Rights issued under the Company's LTI Plan.

Share Rights

Share Rights holders do not have any voting rights attached to the Share Rights issued under the Company's LTI Plan.

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Corporate Information

Registered Office and Principal Place of Business

Cuscal Limited
ACN 087 822 455
Level 11, Darling Park Tower 1
201 Sussex Street
Sydney NSW 2000

T: +61 2 8299 9000

Cuscal Investor Relations
T: +61 2 9066 4040
OR +61 423 151 378

E: investor@cuscal.com.au

Directors

Elizabeth Proust AO
Independent Chairman

Craig Kennedy
Managing Director

Belinda Cooney
Independent Non-Executive Director

Trudy Vonhoff
Independent Non-Executive Director

Claudine Ogilvie
Independent Non-Executive Director

Peter Wright
Independent Non-Executive Director

Leila Fourie
Independent Non-Executive Director

Wayne Stevenson
Non-Executive Director

Company Secretary

Manell Saad

Annual General Meeting

20 October 2026

Australian Securities Exchange (ASX)

Cuscal Limited shares are listed on the ASX under ticker code: CCL

Share Registry

MUFG Corporate Markets, a division of MUFG Pension & Market Services

Locked Bag A14
Sydney South NSW 1235

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+61 1300 554 474 (outside Australia)

E: support@cm.mpms.mufg.com

Auditor

Ernst & Young

Website

https://www.cuscal.com/

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