

Paratus Namibia Holdings Limited
Incorporated in the Republic of Namibia
(Registration number 2017/0558)
NSX Share code: PNH
ISIN code: NA000A2DTQ42
"PNH" or "the Group"

REVIEWED FINANCIAL RESULTS

For the year ended 30 June 2026

EXTRACT OF CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION as at 30 June 2026

	Notes	30 June 2026 Reviewed N\$ '000	30 June 2025 Restated* N\$ '000
Property, plant and equipment	3.2	1,440,885	1,417,138
Intangible assets	3.2	350,501	302,475
Trade and other receivables	3.3	137,065	95,809
Investments at fair value		92,072	442,435
Cash and cash equivalents		50,985	12,100
Other assets**		90,741	59,968
TOTAL ASSETS		2,162,249	2,329,925
EQUITY AND LIABILITIES			
Share capital		1,097,712	1,097,712
Distributable reserves	3.3	33,943	71,049
Non-controlling interest		1,515	1,322
Borrowings	2.3	479,626	620,832
Contract liabilities	3.3	376,646	346,178
Trade and other payables		90,922	95,107
Bank overdraft		20,000	25,129
Other liabilities**		61,886	72,596
TOTAL EQUITY AND LIABILITIES		2,162,249	2,329,925

* Restated, for details refer note 3.3.

** Other assets and other liabilities are a sum of assets and liabilities not shown separately as this reflects only an extract of the condensed consolidated statement of financial position.

EXTRACT OF CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME for the year ended 30 June 2026

	Note	30 June 2026 Reviewed N\$ '000	30 June 2025 Restated* N\$ '000
Revenue	3.1	806,111	651,860
Cost of sales		(451,235)	(348,658)

Gross Profit		354,876	303,202
Other operating losses **		(11,711)	(11,992)
Operating expenses		(328,909)	(232,805)
Operating profit		14,256	58,404
Investment income		18,515	36,587
Finance cost	2.3	(86,622)	(73,186)
(Loss) / Profit before taxation		(53,851)	21,806
Taxation		17,418	214
(Loss) / Profit for the year		(36,433)	22,020
Other comprehensive (loss) / income		-	-
Total comprehensive (loss)/ income for the year		(36,433)	22,020
Total comprehensive income attributable to:			
Equity holders of the parent entity	2.2	(37,106)	21,461
Non-controlling interests		673	559
		(36,433)	22,020

* Restated, for details refer note 3.3.

** Other operating (losses) / income is a sum of items not shown separately as this reflects only an extract of the condensed consolidated statement of comprehensive income.

EXTRACT OF CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
for the year ended 30 June 2026

	30 June 2026 Reviewed N\$ '000	30 June 2025 Restated* N\$ '000
Net Cash generated from operating activities*	79,773	99,959
Cash generated from operations*	132,921	139,841
Interest paid*	(52,667)	(39,463)
Interest received	153	120
Tax paid	(635)	(539)
Net cash flows generated from / (used in) investing activities *	108,736	(15,009)
Net cash flows used in financing activities *	(149,643)	(51,130)
Net increase in cash and cash equivalents	38,866	33,820
Cash and Cash equivalents at the beginning of the year	12,100	(21,783)
Effect of exchange rate on cash and cash equivalents	19	63
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	50,985	12,100

* Restated, for details refer note 3.3.

1. OTHER INFORMATION

	30 June 2026 Reviewed	30 June 2025 Restated*
Total number of shares in issue ('000)	98,908	98,908
Weighted number of shares in issue ('000)	98,908	98,908
Net asset value per share (cents per share)	1,144	1,182

Listed market price per share (cents per share)	1,240	1,258
Market capitalisation (N\$ '000)	1,226,459	1,244,262
Premium to net asset value	8.4%	6.5%
Capital commitments (including approved but not contracted) (N\$ '000)	253,086	282,963
Adjusted earnings before interest, taxation, depreciation and amortisation ("EBITDA") (N\$ '000)	201,104	198,391
EBITDA margin %	24.9%	30.4%
Net interest bearing debt / EBITDA (not more than 3.5x)**	1.83x	1.03x
EBITDA interest cover (not less than 2.5x)**	3.83x	5.03x

* Restated, for details refer note 3.3.

** these covenant ratios, relating to the Senior Unsecured Floating Rate Notes described in more detail in note 2.3, excludes contract liabilities and the interest calculated thereon. PNH was established to raise equity and debt funding for the Paratus Namibia Group and has no business operations. The covenant ratios are therefore calculated based on the financial performance of the consolidated group.

2. NOTES TO THE FINANCIAL RESULTS

2.1 Basis of preparation

The reviewed condensed consolidated financial statements for the year ending 30 June 2026, from which this information is derived, is prepared in accordance with the requirements of the Namibia Securities Exchange ("NSX") Listings Requirements for provisional reports and the requirements of the Companies Act of Namibia. This announcement is not itself reviewed. The Listings Requirements require provisional reports to be prepared according to the framework concepts and the measurement and recognition requirements of IFRS® Accounting Standards and to also, as a minimum, contain the information required by IAS34, Interim Financial Reporting. The accounting policies applied in the preparation of the condensed consolidated financial statements are in terms of IFRS Accounting Standards and are consistent with those applied in the previous annual financial statements, except for the adoption of new or revised accounting standards as set out in the annual condensed financial statements. Selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in financial position and performance since the last annual condensed financial statements.

2.2. Basic and Headline earnings per ordinary share

The basic earnings and headline earnings per share for the year ended 30 June 2026 are calculated as follows:

	30 June 2026 Reviewed N\$ '000	30 June 2025 Restated* N\$ '000
Earnings (Loss) / profit for the year attributable to the equity holders of the parent	(37,106)	21,461
Headline adjustments:		

Before taxation loss on sale of property, plant and equipment	335	2
Gain on lease modification	-	(8)
Taxation effect on headline adjustments	(100)	2
Headline earnings	(36,871)	21,457
Basic earnings per ordinary share (cents)	(37.52)	21.70
Headline earnings per ordinary share (cents)	(37.28)	21.69

* Restated, for details refer note 3.3.

2.3 Borrowings

The Group's borrowings mainly relate to Senior Unsecured Floating Rate Notes issued under the NSX approved N\$1 billion Domestic Medium-Term Note Programme (N\$431.5 million) and vendor financing arrangement (N\$47.6 million). During the period notes amounting to N\$25 million matured and were refinanced under this programme.

The total finance cost related to borrowings amounts to N\$48.7 million (30 June 2025: N\$35.9 million).

The debt covenants under the Note Programme remain unbreached. Refer to Note 1 for further details.

3. Directors' commentary

3.1 The market and prospects

The Namibian economy recorded modest growth over the Group's financial year. Real GDP grew by 2.5% in the third quarter of 2025, slowed to 0.1% in the fourth quarter and recovered to 2.0% in the first quarter of 2026; the second quarter estimate is due in September 2026. Growth for the 2025 calendar year slowed to 1.7% (2024: 3.8%), weighed down by mining (-12.2%) and manufacturing (-5.9%), while tertiary industries grew 5.1%. The Information and Communication sector, in which the Group operates, grew by 13.3% and 8.4% in the third and fourth quarters of 2025 before moderating to 0.4% in the first quarter of 2026. Inflation averaged 3.3% for the year, easing to 2.1% in March 2026 before accelerating on higher fuel prices to 4.4% in June 2026 (June 2025: 3.7%). The repo rate was reduced to 6.50% in October 2025 and raised to 6.75% in June 2026.

For the year ended 30 June 2026, the Group generated total revenue of N\$806.1 million (30 June 2025: N\$651.9 million), representing growth of 23.7%. Revenue recognised over time increased to N\$683.9 million (30 June 2025: N\$587.8 million) and revenue recognised at a point in time to N\$122.2 million (30 June 2025: N\$64.0 million). Revenue for the second half of the year amounted to N\$424.8 million, against N\$381.3 million for the six months ended 31 December 2025, confirming that the growth trajectory established following the mobile launch in September 2025 was sustained through the second half.

Gross profit increased to N\$354.9 million (30 June 2025: N\$303.2 million), with the gross margin at 44.0% (30 June 2025: 46.5%). The margin reflects the higher cost base associated with the mobile business in its first year of operation. Encouragingly, the gross margin recovered in the second half of the

year to 48.5%, from 39.1% for the six months ended 31 December 2025, as subscriber revenue scaled against a largely fixed cost base.

Operating expenses for the year amount to N\$328.9 million (30 June 2025: N\$232.8 million), an increase of 41.3%, driven by the first year of mobile operations, advertising and marketing expenditure in support of the mobile launch and broader brand positioning, and the cost of servicing an expanded customer base. Operating expenses of N\$153.2 million in the second half compared with N\$175.7 million incurred in the first half, indicating that the step-up in the cost base has largely stabilised. Net impairment losses on financial assets increased to N\$20.5 million (30 June 2025: N\$8.0 million), reflecting the expansion of the customer base and prudent provisioning in line with the growth trajectory, and a foreign exchange gain of N\$8.5 million was recorded for the year (30 June 2025: loss of N\$4.5 million).

The Group recorded an operating profit of N\$14.3 million for the year (30 June 2025: operating profit of N\$58.4 million). Earnings before interest, taxation, depreciation and amortisation ("EBITDA") amounts to N\$201.1 million (30 June 2025: N\$198.4 million), with the EBITDA margin at 24.9% (30 June 2025: 30.4%). Second-half EBITDA of N\$118.7 million exceeded the N\$82.4 million generated in the first half, an increase of 44.1%.

Finance costs increased to N\$86.6 million (30 June 2025: N\$73.2 million) following the additional Notes issued in September 2025 to fund network expansion, while investment income reduced to N\$18.5 million (30 June 2025: N\$36.6 million) as investment balances were applied to capital expenditure and the settlement of the vendor financing arrangement. The loss before taxation for the year amounts to N\$53.9 million (30 June 2025: profit before taxation of N\$21.8 million), and the loss for the year to N\$36.4 million (30 June 2025: profit of N\$22.0 million). Basic and headline losses per share amount to 37.52 cents and 37.28 cents respectively (30 June 2025: earnings of 21.70 cents and 21.69 cents respectively). The variance between the loss before taxation and EBITDA is largely attributable to depreciation charges on the expanded network infrastructure and finance costs on borrowings utilised to fund the Group's continued investment in its mobile, fibre and data centre assets.

The Group's financial position strengthened during the year. Cash and cash equivalents increased to N\$51.0 million (30 June 2025: N\$12.1 million) and total borrowings reduced to N\$479.6 million (30 June 2025: N\$620.8 million), principally through the settlement of the vendor financing arrangement. Both debt covenants under the Domestic Medium-Term Note Programme were met, with net interest-bearing debt to EBITDA at 1.83x against a maximum of 3.5x (30 June 2025: 1.03x) and EBITDA interest cover at 3.83x against a minimum of 2.5x (30 June 2025: 5.03x). The Board monitors these ratios closely and expects headroom to improve further as mobile revenue scales against the established cost base.

For Paratus Telecommunications (Proprietary) Limited ("Paratus Namibia"), the Group's operating entity, revenue for the year ended 30 June 2026 amounted to N\$800.3 million (30 June 2025: N\$646.5 million), an increase of 23.8%. Recurring revenue, being revenue recognised over time, increased by 16.5% to N\$679.5 million (30 June 2025: N\$583.3 million), while non-recurring revenue, being revenue recognised at a point in time, increased by 91.0% to N\$120.7 million (30 June 2025: N\$63.2 million). The mobile business contributed revenue of N\$94 million in its first year of operation, of which N\$49.8 million was

recognised over time and N\$44.2 million at a point in time. The entity recorded a loss before taxation of N\$66.3 million (30 June 2025: loss before taxation of N\$6.6 million). Operating expenditure increased by 43.7% to N\$323.8 million (30 June 2025: N\$225.3 million), of which N\$77 million is attributable to the mobile project. Advertising and marketing expenditure amounted to N\$39.0 million (30 June 2025: N\$19.9 million) and consulting and professional fees to N\$15.5 million (30 June 2025: N\$9.0 million). The movement in the expected credit loss allowance for the year amounted to N\$20.5 million (30 June 2025: N\$7.8 million).

The mobile subscriber numbers are tracking the approved business case and therefore the Board is confident that the investment in the mobile network and the state-of-the-art digital software stack continues to position the Group well for long-term sustainable revenue growth and market share gains. The first year of mobile operations has delivered strong revenue growth, an improving margin profile through the second half and an operating profit for the year, with a materially stronger second-half performance. The Board expects the incremental revenue contribution from a maturing subscriber base to progressively absorb the launch-phase cost base and to enhance Group profitability over the medium term.

3.2 Capital projects

The Group's property, plant and equipment increased to N\$1,440.9 million as at 30 June 2026 (30 June 2025: N\$1,417.1 million), reflecting continued investment in network infrastructure and the digital software stack to support the expanded operations. Capital commitments reduced materially against the prior year as the mobile network build programme moved from deployment into operation, with capital expenditure in the current year focused on connecting customers, densifying mobile coverage and enhancing network capacity.

Paratus Namibia invested N\$256.7 million in infrastructure during the year ended 30 June 2026 (30 June 2025: N\$471.4 million), comprising additions to property, plant and equipment of N\$185.7 million and additions to software and other intangible assets of N\$71 million. Of this amount, approximately N\$36.6 million was directed at the mobile project (30 June 2025: N\$389.2 million), principally mobile core equipment and radio network additions, with the balance applied to customer fibre and Sky-Fi connections, fibre passive infrastructure and network capacity.

3.3 Restatement of comparative information

The comparative information for the year ended 30 June 2025, and the opening balances as at 1 July 2024, have been restated in accordance with IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors. The restatements reduced total assets at 30 June 2025 by N\$30.2 million and distributable reserves by N\$19.9 million. There is no effect on the Group's net cash and cash equivalents at either date. A third statement of financial position as at 1 July 2024 is presented in the condensed consolidated annual financial statements from which this announcement is extracted.

The restatements reduced profit for the year ended 30 June 2025 attributable to the equity holders of the parent by N\$4.5 million, and basic and headline earnings per ordinary share from 26.29 cents to 21.70 cents and from 26.28 cents to 21.69 cents respectively. The related deferred tax effect of N\$1.3 million has been recognised.

3.4 Events after the reporting period

The directors are not aware of any adverse material subsequent events.

3.5 Changes to the Board

The composition of the Board of Directors has remained the same since the last reporting period. Josephine Shikongo and Reagon Graig were reappointed as Directors at the last Annual General Meeting held in January 2026.

3.6 Contingent liabilities

The Group becomes involved from time to time in various claims and lawsuits incidental to the ordinary course of business. As at the date of approval of the financial results, the Board was not aware of any contingent liabilities.

3.7 Dividends

In accordance with the Group's dividend policy approximately 50% of net income after tax may be paid as a dividend. Due to the net loss after tax, the Board of Directors has resolved not to declare a dividend for the year ended 30 June 2026 (30 June 2025: 10.00 cents per share). This decision is also consistent with the policy's objective of balancing shareholder returns against the need to fund strategic growth initiatives. The mobile business, launched on 2 September 2025, has gained meaningful traction in its first year of operation but, as is characteristic of new telecommunications ventures of this scale, remains in its revenue build-up phase and requires sustained capital investment to realise its full commercial potential. The Board is encouraged by the strength of revenue growth, the improvement in the gross margin through the second half and the return to operating profitability in the latter six months of the year, and is confident that as the mobile subscriber base matures the Group will be well positioned to resume shareholder distributions in line with its dividend policy at an appropriate time. In the interim, capital will continue to be reinvested in the business with the aim of enhancing long-term shareholder value.

3.8 Appreciation

The Board would like to thank the management team and staff, service providers and our valued customers for their continued support and dedication as we drive innovation and growth. Finally, we would like to thank our shareholders for their support and association with Paratus Namibia Holdings Limited.

By order of the Board
H Jansen van Vuuren
Chairman of the Board

30 September 2026

REGISTERED OFFICE

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S I de Bruin, R R Graig+, J N N Shikongo+, I D J van de Merwe+**, G P J

Duvenhage*

(+ Non-executive, * Alternate, ** South African)

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