

5 November 2025

Hansen to Acquire 100% of Digitalk

Hansen Technologies Limited (ASX: HSN) ('Hansen', the 'Company', the 'Group'), a global provider of industry-specific software products and expertise, is pleased to announce that it has entered into a binding agreement to acquire 100% of the shares in Digitalk Group Holdings Ltd ("Digitalk"), a provider of Mobile Virtual Network Operator (MVNO) and carrier-grade platforms for the global communications industry.

Transaction Highlights

- **Acquisition:** 100% of Digitalk Group Holdings Ltd.
- **Purchase Price:** Enterprise value of £33.1 million (circa A\$66.4 million), subject to customary completion adjustments, to be funded through a combination of existing cash reserves and debt.
- **Strategic Rationale:** Digitalk serves approximately 150 customers across more than 30 countries with solutions that are highly complementary to Hansen's Global Communications Suite, enabling integration and unlocking cross-sell opportunities.
- **Financial Impact:** The transaction is expected to be immediately accretive to Adjusted Earnings Per Share (EPSa)¹, supported by strong recurring revenue and profitability.
- **Completion Timeline:** Expected to be completed by the end of the 2025 calendar year, subject to regulatory approvals and other closing conditions.

About Digitalk

Founded in 1996 and headquartered in the UK, Digitalk provides mission-critical platforms for mobile and carrier-grade communication operators. Its flagship offering is a full-stack MVNO-in-a-box platform comprising Billing, Customer Relationship Management (CRM), Online Charging System (OCS), Provisioning, and Interactive Voice Response (IVR), that enables Communication Service Providers (CSPs) to launch, operate, scale, and monetise MVNO and sub-brand services rapidly and efficiently.

Digitalk also offers a cloud-based wholesale voice trading platform, including routing, billing, fraud prevention, and monitoring, for international mobile carriers and wholesale service providers.

Digitalk is a historically profitable and cash-generative business. The company employs a team of approximately 60 staff, primarily based in the UK, and supports approximately 150 customers across more than 30 countries. For the financial year ending June 2025 (FY25), Digitalk reported unaudited revenue of approximately £10.5m (over 90% recurring) and Cash EBITDA² of £3.3m, reflecting an acquisition multiple of approximately 10x enterprise value to Cash EBITDA.

¹ Adjusted Earnings Per Share (EPSa) refers to the Company's net profit attributable to shareholders, adjusted for significant non-recurring items, divided by the weighted average number of shares outstanding.

² Cash EBITDA is EBITDA excluding capitalised development costs.

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Strategic Rationale

The acquisition of Digitalk is highly complementary and strongly aligned with Hansen's strategy to expand its global leadership in the communications and media industry. Key benefits include:

- **Ownership of best in breed MVNO software:** Digitalk's globally scalable MVNO and carrier-grade applications are highly complementary to Hansen's existing Global Communications Suite.
- **Immediate earnings accretion:** The transaction is expected to be immediately earnings accretive, supported by recurring high-margin Software-as-a-Service (SaaS) revenue.
- **Expansion into high-growth segments:** Digitalk's MVNO platform enables Hansen to serve digital-first MVNOs and sub-brands leveraging rapid deployment and scalability.
- **Blue chip customer base:** Digitalk is a top tier provider of MVNO solutions, with deep integrations and longstanding partnerships with global CSPs.
- **Cross-Sell and upsell opportunities:** Hansen will be able to offer Digitalk's solutions to its existing customer base, leveraging its global sales capability and standards.
- **Global reach and resilience:** Digitalk's international footprint and blue-chip customers enhance Hansen's geographic and customer diversity.

Deal Structure and Funding

The acquisition will be a wholly owned subsidiary of Hansen Technologies Limited. The purchase price will be funded through a combination of cash and debt. Completion of the acquisition is expected to occur before the end of the 2025 calendar year, subject to regulatory approvals and other standard closing conditions.

Hansen's Global Chief Executive Officer and Managing Director, Andrew Hansen, said:

"Digitalk is a highly complementary acquisition for Hansen – technologically, commercially, and culturally. It expands our recurring revenue base and unlocks new growth avenues in MVNOs and wholesale voice. We're very excited to welcome the Digitalk team and accelerate value creation for our combined customers and stakeholders. We look forward to discussing this acquisition in more detail at our upcoming Annual General Meeting on 20th November 2025."

A brief conference call to discuss the acquisition will be held today 5 November 2025 at 11am Melbourne time. Click the link below to pre-register for the call. You will be sent an invitation and dial in details.

<https://registrations.events/direct/MCM723144>

This announcement is authorised by the Board.

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**For further information:
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About Hansen

Hansen Technologies (ASX: HSN) is a leading global provider of software and services to the Energy & Utilities and Communications & Media industries. With its award-winning software portfolio, Hansen serves companies with customers in over 80 countries, helping them to create, sell, and deliver new products and services, manage and analyse customer data, and control critical revenue management and customer support processes.

For more information, visit www.hansencx.com

Important information

This announcement contains forward-looking statements that involve subjective judgement and analysis and are subject to significant uncertainties, risks and contingencies, many of which are outside the control of, and are unknown to the Company. These forward-looking statements use words such as 'potential', 'expect', 'anticipate', 'intend', 'plan', 'target' and 'may', and other words of similar meaning. No representation, warranty or assurance (express or implied) is given or made in relation to any forward-looking statement by any person (including the Company). Actual future events may vary materially from the forward-looking statements and the assumptions on which the forward-looking statements are based. Given these uncertainties, readers are cautioned not to place undue reliance on such forward-looking statements. Subject to the Company's continuous disclosure obligations at law and under the listing rules of the Australian Securities Exchange, the Company disclaims any obligation to update or revise any forward-looking statements. The factors that may affect the Company's future performance include, among others: changes in economic conditions; changes in the legal and regulatory regimes in which the Company operates; litigation or government investigations; competitive developments affecting our products; changes in behaviour of major customers, suppliers and competitors; acquisitions and divestitures; the success of research and development activities and the Company's ability to protect its intellectual property.