

**LIST OF DIRECTORS, MANAGERS AND AUDITORS AND
DECLARATION REGARDING A COMPLIMENTARY REVIEW OR
CORRECTION ASSIGNMENT**

LIST OF DIRECTORS, MANAGERS AND AUDITORS

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Mandate :Chairman of the Board of Directors

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Mandate :Director

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Mandate : Director

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Mandate :Director

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Mandate : Director

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Mandate :Director

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Mandate :Director

DE PRYCKER Martin, Director of Companies
De Cauwerstraat 41, 9100 Sint-Niklaas, BELGIUM
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Perrymead Street 29, SW6 3SN, London, UNITED KINGDOM
Mandate : Director

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LIST OF DIRECTORS, MANAGERS AND AUDITORS

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VAN DEN HOVE Luc, President & CEO imec
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Mandat: Chairman of the Board of Auditors

Represented by Declercq Fabio
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Auditor, Membership number: A01556

Luc CALLAERT SRL
Zwaluwstraat 117, 1840 Londerzeel, BELGIUM
Company number: BE 0463.716.022
Membership number: B00342
Mandat: Auditor

Represented by Luc Callaert
Zwaluwstraat 117, 1840 Londerzeel, BELGIUM
Auditor, Membership number: A01123

Consolidated financial statements

Prepared under International Financial Reporting Standards for each of the two years ended 31 December 2025 and 2024.

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Consolidated Balance Sheet

(EUR million)

As at 31 December

ASSETS	Note	2024	2025
NON-CURRENT ASSETS		10,969	10,710
Goodwill	3	3,275	2,899
Intangible assets with finite useful life	4	2,076	1,824
Property, plant and equipment	5	4,745	4,967
Right-of-use assets	6	307	323
Lease receivable		9	7
Contract costs	7	103	108
Investments in associates and joint ventures	8	23	25
Deferred income tax assets	10	17	4
Equity investments measured at fair value	9	2	2
Pension assets	11	296	352
Other non-current assets	12	117	198
CURRENT ASSETS		2,358	2,257
Inventories	13	147	118
Trade receivables	14	1,046	1,028
Contract assets	14	198	191
Current tax assets		5	10
Other current assets	15	329	240
Investments	17	41	105
Cash and cash equivalents	17	497	565
Non-current assets held for sale	16	94	0
TOTAL ASSETS		13,327	12,967
LIABILITIES AND EQUITY	Note		
EQUITY	18	4,535	4,666
Shareholders' equity attributable to the parent	18	4,310	4,505
Non-Controlling interests	18	225	162
NON-CURRENT LIABILITIES		5,606	5,818
Interest-bearing liabilities	19	3,981	4,222
Lease liabilities	6	197	261
Liability for pensions, other post-employment benefits and termination benefits	11	324	287
Provisions	20	233	191
Deferred income tax liabilities	10	313	292
Other non-current payables non-interest-bearing	21	36	80
Other non-current payables interest-bearing	21 (*)	522	484
CURRENT LIABILITIES		3,186	2,482
Interest-bearing liabilities	19	525	22
Lease liabilities	6	97	104
Liability for pensions, other post-employment benefits and termination benefits	11	34	32
Provisions other than for pensions, other post-employment benefits and termination benefits		6	3
Trade payables	(*)	1,503	1,430
Contract liabilities	22	121	115
Tax payables		28	43
Other current payables non-interest-bearing	22	824	696
Other current payables interest-bearing	22 (*)	37	37
Liabilities associated with assets classified as held for sale	16	10	0
TOTAL LIABILITIES AND EQUITY		13,327	12,967

(*) "Other current payables Interest-bearing" include interest-bearing payables "Trade payables"

Consolidated Income Statement

(EUR million)	Note	2024	2025
Net revenue	23	6,376	6,248
Other operating income	24	163	372
Total income		6,539	6,620
Costs of materials and services related to revenue	25	-2,364	-2,224
Workforce expenses	26	-1,435	-1,415
Non-workforce expenses	27	-790	-729
Total operating expenses before depreciation, amortization and goodwill impairment		-4,589	-4,369
Operating income before depreciation, amortization and goodwill impairment		1,950	2,251
Depreciation and amortization	28	-1,259	-1,326
Impairment on goodwill	28	0	-275
Operating income		691	650
Finance income	29	26	28
Finance costs	29	-185	-174
Net finance costs	29	-159	-146
Share of loss on associates	8.3	-18	-17
Income before taxes		513	487
Tax expense	10	-57	-82
Net income		456	405
Attributable to:			
Equity holders of the parent (Group share)		447	398
Non-controlling interests		9	7
Basic earnings per share (in EUR)	30	1.39	1.23
Diluted earnings per share (in EUR)	30	1.39	1.23
Weighted average nb of outstanding ordinary shares	30	322,573,717	322,837,609
Weighted average nb of outstanding ordinary shares for diluted earnings per share	30	322,573,717	322,837,609

Consolidated Statement of Comprehensive Income

(EUR million)	Note	2024	2025
Net income		456	405
Other comprehensive income:			
Items that may be reclassified to profit and loss			
Exchange differences on translation of foreign operations		20	-163
Cash flow hedges:			
Gain/(Loss) taken to equity	32.2	-3	10
Transfer to profit or loss for the period	32.2	-14	-19
Other		-1	2
Total before related tax effects		1	-170
Cash flow hedges:			
Gain/(Loss) taken to equity	32.2	1	-3
Transfer to profit or loss for the period	32.2	3	5
Income tax relating to items that may be reclassified		4	2
Total of items that may be reclassified to profit and loss - net of related tax effects		6	-168
Items that will not be reclassified to profit and loss			
Remeasurement of net defined benefit obligations	11	110	92
Total of items that will not be reclassified to profit and loss		110	92
Total before related tax effects		110	92
Related tax effects			
Remeasurement of net defined benefit obligations		-29	-23
Income tax relating to items that will not be reclassified		-29	-23
Total of items that will not be reclassified to profit and loss, net of related tax effects		81	69
Total comprehensive income		543	306
Attributable to:			
Equity holders of the parent		529	346
Non-controlling interests		14	-41

Consolidated Cash Flow Statement

(EUR million)	Note	As at 31 December	
		2024	2025
Cash flow from operating activities:			
Net income		456	405
Depreciation, amortization and goodwill impairment	4/5/6	1,259	1,601
Net finance costs		159	147
Tax expense		57	82
Share of loss on associates and JV	8.3	18	17
Ebitda (Reported) (1)		1,950	2,251
Adjustments for non-cash items in Ebitda:			
Impairment on intangible assets and property, plant and equipment	16	38	1
Impairment on other amounts receivable			3
Increase/(decrease) of provisions	20	-9	-19
Unrealized exchange gains/losses on loans			10
Remeasurement to FV of Previously held interest	8.4	-78	0
(Gain)/loss on disposal of consolidated companies	8.4	0	-285
(Gain) /loss on disposal of property, plant and equipment	24	-3	-14
(Decrease)/increase in working capital (net of interests, income tax, acquisitions/disposals of subsidiaries):			
Decrease/(increase) in inventories		12	23
Decrease/(increase) in trade receivables		-24	-44
(Decrease)/increase in trade payables		-5	5
Decrease/(increase) in other assets		-30	-78
(Decrease)/increase in other liabilities		14	-8
(Decrease)/increase in net liability for pensions, other post-employment benefits and termination benefits	11	-29	-2
Interests Paid/Received & Other financial cash outflows			
Interests Received		20	18
Interests Paid		-146	-152
Other financial cash outflows		-1	-4
Income Tax Paid			
		-108	-92
A. Net cash flow from operating activities		1,602	1,615
Cash flow from /(to) investing activities:			
Cash paid for acquisitions of intangible assets and property, plant and equipment	4/5	-1,474	-1,316
Cash (paid to)/received from other participating interests (acquisition/sale, loans and/or derivatives)	8.4	-17	-18

Cash paid for acquisition of consolidated companies, net of cash acquired	8.4	-737	-60
Cash received from sales of consolidated companies, net of cash disposed of		0	384
Cash received from sales of intangible assets, property, plant and equipment		0	66
Cash paid for other non-current assets		0	-73
B. Net cash flow from / (to) investing activities		-2,228	-1,017
Cash flow before financing activities (A. + B.)		-626	598
C.1 Lease payments	6	-101	-118
Free cash flow (A. + B. + C.1) (2)		-727	480
Cash flow from / (to) financing activities other than lease payments:			
Dividends paid to shareholders	31	-360	-156
Dividends to and transactions with non-controlling interests	18.2	-2	-11
Interests paid on Perpetual subordinated borrowing			-33
Net sale of treasury shares		0	4
Net sale of investments		0	1
Impact of transactions with equity holders	8.4	83	0
Issuance / (repayment) of Perpetual subordinated borrowing	18.1	700	0
Cash received from / (paid to) cash flow hedge instrument related to long term debt		-1	59
Issuance / (repayment) of Asset financing arrangements	19.3	-10	-9
Issuance of long-term debt		714	738
Repayment of long-term debt	19.3	-614	-997
Repayment of short-term debt	19.3	-4	4
C.2 Net cash flow from / (to) financing activities (other than lease payments)		506	-400
D. Exchange rate impact		2	-11
Net increase/(decrease) of cash and cash equivalents (A + B + C.1 + C.2 + D)		-219	68
Cash and cash equivalents at 1 January		716	497
Cash and cash equivalents at the end of the period		497	565

(1) Ebitda: Earnings Before Interest, Taxes, Depreciation and Amortization; corresponds to revenue minus cost of sales, workforce and non-workforce expenses.

(2) Free Cash Flow: this is cash flow before financing activities and after lease payments.

Consolidated Statement of Changes in Equity

(EUR million)	Issued capital	Treasury shares	Restricted reserve	Equity instruments and hedge reserve	Other remeasurement reserve	Foreign currency translation	Retained Earnings	Hybrid Instruments	Shareholder's Equity	Non-control interests	Total Equity
Balance as at 1 January 2024	1,000	-419	100	134	42	11	2,432	0	3,300	0	3,300
Total comprehensive income and expense	0	0	0	-14	81	15	447	0	529	14	543
Dividends to shareholders (relating to 2023)	0	0	0	0	0	0	-226	0	-226	0	-226
Interim dividends to shareholders (relating to 2024)	0	0	0	0	0	0	-161	0	-161	0	-161
Dividends of subsidiaries to non-controlling interests	0	0	0	0	0	0	-2	0	-2	0	-2
Business combination	0	0	0	0	0	0	165	0	165	138	303
Partial disposal of a subsidiary without loss of control	0	0	0	0	0	0	47	0	47	43	90
Business combination under common control	0	0	0	0	0	0	-32	0	-32	32	0
Perpetual subordinate borrowings	0	0	0	0	0	0	-12	700	688	0	688
Treasury shares											
Sale of treasury shares	0	2	0	0	0	0	-3	0	-1	0	-1
Stock options											
Exercise of stock options	0	0	0	0	0	0	2	0	2	-1	1
Total transactions with equity holders	0	2	0	0	0	0	-222	700	481	212	692
Balance as at 31 December 2024	1,000	-417	100	120	124	26	2,657	700	4,310	225	4,535
Total comprehensive income	0	0	0	-5	69	-115	398	0	346	-41	306
Dividends to shareholders (relating to 2024)	0	0	0	0	0	0	-32	0	-32	0	-32
Interim dividends to shareholders (relating to 2025)	0	0	0	0	0	0	-97	0	-97	0	-97
Dividends of subsidiaries to non-controlling interests	0	0	0	0	0	0	0	0	0	-11	-11
Business combination	0	0	0	0	0	0	7	0	7	-12	-5
Perpetual subordinate borrowings	0	0	0	0	0	0	-33	0	-33	0	-33
Treasury shares											
Sale of treasury shares	0	3	0	0	0	0	1	0	4	0	4
Stock options											
Total transactions with equity holders	0	3	0	0	0	0	-155	0	-151	-23	-175
Balance as at 31 December 2025	1,000	-413	100	115	192	-89	2,900	700	4,505	162	4,666

Notes to the consolidated financial statements

Note 1. Corporate information

The consolidated financial statements at December 31st, 2025, were authorized for issue by the Board of Directors on February 26th, 2026. They comprise the financial statements of Proximus SA, its subsidiaries, as well as the Group's interest in associates and joint ventures accounted for under the equity method and joint operations (hereafter "the Group").

Proximus SA is a "Limited Liability Company of Public Law" registered in Belgium. The transformation of Proximus SA from "Autonomous State Company" into a "Limited Liability Company of Public Law" was implemented by the Royal Decree of 16 December 1994. Proximus SA headquarters are located at Boulevard du Roi Albert II, 27 1030 Brussels, Belgium. Proximus' shares are listed on Euronext Brussels.

Proximus Group (Euronext Brussels: PROX), is a provider of future-proof connectivity, IT and digital services, headquartered in Brussels. The Group is actively engaged in building a connected world that people trust, so society blooms.

The Domestic segment is focused on providing state-of-the-art telecommunications and IT services in the Benelux. In Belgium, core products and services are offered under the Proximus, Mobile Vikings and Scarlet brands for the residential market and Proximus NXT for the Enterprise market. The Group is also active in the Netherlands (Proximus NXT) and in Luxembourg (Tango and Proximus NXT).

Proximus Global overarches the international activities of the Group, gathering the strengths of BICS, Telesign and Route Mobile. Encompassing the entire value chain from P2P Voice & Messaging and Mobility services to CPaaS and Digital Identity, Proximus Global is in a unique position to become a global digital communications leader.

The Group has the ambition to build the #1 gigabit network for Belgium and plays a central role in creating inspiring digital ecosystems, while fostering an engaging culture and empowering ways of working. Building upon these strengths, Proximus aims to contribute to an inclusive and sustainable digital society, delight customers with an unrivalled experience and achieve profitable growth both locally and internationally to deliver long-term value for stakeholders. The number of employees of the Group (in full time equivalents) amounted to 12,560 on December 31st, 2025, and 13,131 on December 31st, 2024. For the year 2025, the average headcount of the Group was 156 management personnel and 12,630 employees; for the year 2024, the average headcount of the Group was 159 management personnel and 12,470 employees.

Note 2. Material accounting policy information

Note 2.1. Basis of preparation

The accompanying consolidated financial statements as of 31 December 2025 and for the year then ended have been prepared in accordance with International Financial Reporting Standards (“IFRS”) as adopted for use in the European Union. The Group did not early adopt any IASB standards or interpretations.

Note 2.2. Changes in accounting policies

The accounting policies have been applied consistently with those of previous financial year. The Group applies changes to standards or new standards as adopted by the European Union and as they become mandatory. The new or revised IFRS standards and interpretations that became effective on 1 January 2025 are as follows:

- Amendments to IAS 21 – Lack of exchangeability

The adoption of these new and amended standards has limited impact on the financial statements of the Group.

Note 2.3. Operating segments

The Group’s operating segments are components whose results are regularly reviewed by the Leadership Squad, the Group’s Chief Operating Decision Makers (CODM), to make resource allocation decisions and assess performance.

Following the acquisition of control over Route Mobile in 2024 (see note 8.4), a global CPaaS services provider listed on NSE and BSE in India, the Group revamped its internal decision-making, governance, and management reporting processes to optimize resource allocation and performance assessment of its operating segments.

Consequently, the Group implemented a two-pillar governance structure by establishing a new executive committee, the ‘International Management Committee,’ alongside the ‘Domestic Management Committee.’ This international committee was created to facilitate key decisions and ensure alignment among international affiliates, including BICS, Telesign, and Route Mobile. This new executive committee enhances accountability, coordination, and provides a stronger voice in group decision-making for international business.

Segmental information used for internal decision-making and performance assessment by the CODM is now provided at the Domestic and International components, identified as operating segments:

- **International Segment:** this segment combines the following entities:
 - **International Carrier Services (BICS):** manages international carrier activities in the global communications market.
 - **TeleSign:** specializes in international delivery authentication and digital identity services for major internet brands, digital champions, and cloud-native businesses.
 - **Route Mobile:** offers omnichannel communication solutions, including automated SMS or WhatsApp notifications for order updates, appointment reminders, and promotions, as well as voice-based and email solutions. Route Mobile also provides AI-based firewall analytics solutions to mobile network operators worldwide.
- **Domestic Segment:** remains unchanged from the previous year, providing communication and ICT services to residential, business, and telecom wholesale markets in Belgium/Benelux.

Note 2.4. Alternative Performance Measures

The Group uses so called “Alternative Performance Measures” (“APM”) in the financial statements and notes. An APM is a financial measure of historical or future financial performance, financial position, or cash flows, other than a financial measure defined in the applicable financial reporting framework (IFRS). A glossary describing these is included in the section “Management Discussion” of the Consolidated Management Report. They are consistently used over time and when a change is needed, comparable information is restated.

Note 2.5. Basis of consolidation

Subsidiaries are those entities controlled by the Group. Control exists when the Group has the power over the investee, is exposed or has rights to variable returns from its involvement with the investee and can use its power to affect its returns. Note 8 lists the Group’s subsidiaries, joint operations, joint ventures and associates.

Consolidation of a subsidiary begins from the date on which the Group obtains control over the subsidiary and ceases when the Group loses control over the subsidiary. Intercompany balances and transactions and resulting unrealized profits or losses between Group companies are eliminated in full in consolidation. When subsidiaries accounting policies are not aligned with the Group ones, the Group performs the necessary adjustments to ensure that the consolidated financial statements are prepared using uniform accounting policies.

Changes in Group’s ownership interests in subsidiaries that do not result in the Group losing control over the subsidiaries are accounted for as equity transaction. In the event of a change in the percentage of ownership, the non-controlling interests (NCI) will be adjusted based on the increase or decrease in their percentage of ownership in the net assets of the subsidiary involved in the transaction, after consolidation adjustments and including goodwill. Any difference between the amount by which non-controlling interests are adjusted and the fair value of the consideration paid or received is recognized directly in equity and attributed to owners of the Company. Transaction costs associated with the purchase or sale of a non- controlling interest in a subsidiary, when control is maintained, is recognized as a deduction from equity only if they are incremental costs directly attributable to the equity transaction.

A joint arrangement is an arrangement in which two or more parties share joint control, established by contractual agreement. Joint control exists only when decisions about relevant activities require the unanimous consent of the parties sharing control. Joint arrangements are classified as either a joint venture or a joint operation:

- Joint ventures: the parties with joint control have rights to the net assets of the arrangement. Joint ventures are accounted for in the consolidated financial statements using the equity method.
- Joint operations: the parties with joint control have rights to the assets and obligations for the liabilities relating to the arrangement. Arrangements designed so that the parties are substantially the only source of cash flows ensuring the continuity of operations of the arrangement are recognized as joint operations.

When the Group undertakes its activities under joint operations, the Group recognizes based on its ownership interest, net off intercompany eliminations, its share in the assets and liabilities and its share in the costs and revenue. Revenue is only recognized when the joint operation sells its output to third parties.

Associated companies are companies in which the Group has a significant influence, defined as an investee in which the group has the power to participate in its financial and operating policy decisions, but not to control the investee. These investments are also accounted for using the equity method.

Under the equity method, the investments held in associates or joint ventures are initially recognized at cost and the carrying amount is subsequently adjusted to recognize the Group’s share in the profit or losses or other comprehensive income of the associate or joint

venture as from the date of acquisition. These investments and the equity share of results for the period are shown in the balance sheet and income statement as respectively, investments in associates and joint ventures, and share in the result of the associates and joint ventures. Unrealised profits and losses are eliminated to the extent of Proximus interest in the entity.

Note 2.6. Business Combinations

Acquisitions of businesses are accounted using the acquisition method. The consideration transferred is measured at fair value, which is calculated as the sum of the acquisition-date fair values of the assets transferred, the liabilities incurred to the former owners of the acquiree, if any, and the equity interests issued, if any. Acquisition related costs are accounted for as expenses in the periods in which the costs are incurred.

At acquisition date, the identifiable assets acquired, and the liabilities assumed are recognized at their fair value at that date. This also includes fair valuing the unrecognized assets and liabilities in the balance sheet of the acquiree, which concerns mainly customer bases and trade names.

Non-controlling interests are initially measured at the proportionate share of the recognized amounts of the acquiree's identifiable net assets at acquisition date.

Note 2.7. Judgments and estimates

In preparing the consolidated financial statements, management is required to make judgments and estimates that affect amounts included in the financial statements.

Judgments and estimates that are made at each reporting date reflect conditions that existed at those dates (e.g. market prices, interest rates and foreign exchange rates, as well as existing accounting rules and guidance in domains where there is limited authoritative literature). Although these estimates are based on management's best knowledge of current events and actions that the Group may undertake, actual results may differ from those estimates.

The potential risks and opportunities associated with climate change to which the Group is exposed, as well as broader sustainability considerations, are presented in the Group's non-financial statements. Based on the information currently available to it, management has exercised its judgment in concluding that the main areas potentially affected by climate change, i.e. the useful life of the Group's assets and provisions, are currently and in the short term not significantly affected. These judgments are monitored on an ongoing basis as part of the Group's risk management process, given that the future impacts of climate change depend on environmental, regulatory, and other factors beyond the Group's control, not all of which are currently known.

The Group's risk management framework aims to identify, assess and manage risks that could affect the achievement of its strategic, operational and financial objectives. The framework is embedded in the Group's governance and decision-making processes and is supported by internal controls and regular reporting to management and the Audit & Compliance Committee. The current geopolitical and macroeconomic environment continues to be characterised by heightened uncertainty, including geopolitical tensions, energy price volatility, higher interest rates and disruptions in global supply chains. These risks are consistent with those described in the Group's Risk Management Report and are reflected, where relevant, in the judgments and estimates applied in the preparation of the consolidated financial statements.

Note 2.7.1. Critical judgments in applying the Group accounting policies

The following are the critical judgments, apart from those involving estimations (which are presented separately below), that the directors have made in the process of applying the Group's accounting policies and that have the most significant effect on the amounts recognized in financial statements.

- **Assessment of control on entities incorporated in the context of fiber network deployment**

In the context of its ultimate objective of connecting Belgium through an open, future-proof network that brings high or very high-speed connectivity to every home and business, including those in less densely populated areas, Proximus co-created three separate companies, Fiberklaar, Unifiber and Glasfaser Ostbelgien, to help it accelerating the fiber roll-out in respectively Flanders, Wallonia and in the German-speaking Community.

These three companies have for business to engineer, design, build, maintain, upgrade, own, deploy, run and market a passive wholesale Point-to-Point Fiber-To-The-Home network in the Footprint (the "FTTH Network"), with a minimum rollout speed, a coverage ambition for the defined footprint, certain technical qualities (speed, capacity...). The networks to be built will be open and neutral, i.e. available to all Service Providers under non-exclusive and non-discriminatory terms to allow Service Providers (Proximus for instance) to compete on downstream markets.

On July 26, 2024, Proximus Group acquired control of Fiberklaar (see note 8.4) by reaching an agreement with EQT Infrastructure, the other co-founder of Fiberklaar, for the acquisition of its majority stake (50.33%) in Fiberklaar Group (hereinafter 'Fiberklaar').

In its assessment of the type of control its exercises on Unifiber and Glasfaser Ostbelgien (control alone, joint control or significant influence), Proximus identified what the companies' relevant activities were, how the decisions about these activities were taken and whether it obtained variable return from its interaction with them, via, among others, the exercise of its voting rights. Other facts and circumstances were also considered in the assessment, such as the companies' social purposes, the nature of the companies' other shareholders, the existence of pre-agreed and negotiated contexts and the companies' dependency to their shareholders as sources of cash flows contributing to the continuity of their operations.

Proximus concluded when these two entities were co-created, that it was not controlling them alone as the decisions about the activities identified as relevant within the context of the arrangements signed with the co-investors are not taken alone by Proximus. These decisions were about essentially the approval of the budget, the appointment and dismissal of senior management, the commercialization of the offer, the building of the network. Furthermore, Proximus expected, based on the information available at that moment, that it would not substantially be the only source of cash flows contributing to the continuity of the operations of the arrangements by these entities. On that basis, the Group concluded that the investments in Unifiber and Glasfaser Ostbelgien, qualified as joint venture and associate, respectively.

These conclusions are periodically reviewed considering the criteria, underlying facts, governance, and existing agreements between shareholders or with the companies. The monitoring of these elements did not reveal any factors that would call into question the current classifications of these arrangements.

Note 2.7.2. Key sources of estimation uncertainty

- [Claims and contingent liabilities and assets \(see note 34\)](#)

Related to claims and contingencies, judgment is necessary in assessing the existence of an obligation resulting from a past event, in assessing the probability of an economic outflow, and in quantifying the probable outflow of economic resources. This judgment is reviewed when new information becomes available and with support of outside experts advises.

- [Recoverable amount of cash generating units including goodwill](#)

In the context of the impairment test, the key assumptions that are used for estimating the recoverable amounts of cash generating units to which goodwill is allocated are discussed in note 3 (Goodwill).

- [Actuarial assumptions related to the measurement of employee benefit obligations and plan assets](#)

The Group holds several employee benefit plans such as pension plans, other post-employment plans and termination plans. In the context of the determination of the obligation, the plan assets and the net periodic cost, the key assumptions that are used are discussed in note 11 (Assets and liabilities for pensions, other post-employment benefits and termination benefits).

Note 2.8. Foreign currency translation

The individual financial statements of each subsidiary are prepared in the currency of the primary economic environment in which the entity operates. When the factors set out by IAS 21 to determine the functional currency are mixed and the functional currency is not obvious, management judgment is used to determine which functional currency most faithfully represents the economic effects of its underlying transactions, events and conditions.

Foreign currency transactions are recognized in functional currency on initial recognition, at the foreign exchange rate prevailing at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency of the entity at the balance sheet date using the exchange rate at that date. Non-monetary assets and liabilities denominated in foreign currencies are not remeasured. Net exchange differences on the translation of monetary assets and liabilities are classified in "non-workforce expenses" in the income statement in the period in which they arise.

Note 2.9. Foreign operations

Results and financial position of entities with a functional currency other than Euro are included in the Proximus Group accounts as follows:

- Assets and liabilities (including comparatives) are translated at the closing rate at the reporting date.
- Income and expenses are translated at exchange rates at the date of the transaction.
- Non-controlling interests are translated at exchange rates at the date of the transaction.
- All resulting exchange differences are recognized in other comprehensive income. On disposal of such entity, the deferred cumulative amount recognized in other comprehensive income relating to that foreign operation is recognized in profit or loss. The same principle applies for partial disposals without loss of control and implies the recycling to profit and loss (P&L) only pro rata to the proportion disposed of.

Note 2.10. Goodwill

Goodwill represents the excess of the sum of the consideration transferred, the amount of non-controlling interests, if any, and the fair value of the previously held interest, if any, over the net fair value of identifiable assets, liabilities and contingent liabilities acquired in

business combination. When the Group obtains control, the previously held interest in the acquiree, if any, is re-measured to fair value through profit or loss.

Goodwill is stated at cost and not amortized but subject to an annual impairment test at the level of the cash generating unit to which it is allocated and whenever there is an indicator that the cash generating unit to which the goodwill has been allocated may be impaired. The Group monitors the goodwill at the level of the operating segments as this reflects the way the Group manages its operations.

Changes in a contingent consideration included in the consideration transferred are adjusted against goodwill when they arise during the provisional purchase price allocation period and when they relate to facts and circumstances existing at acquisition date. In other cases, depending on whether the contingent consideration is classified as equity or not, changes are taken into equity or in profit or loss.

Acquisition costs are expensed, and non-controlling interests are measured at acquisition date at their proportionate interest in the fair value of the identifiable assets and assumed liabilities of the acquiree, on a transaction-by-transaction basis.

Note 2.11. Intangible assets with finite useful life

Intangible assets consist primarily of the Global System for Mobile communication ("GSM") license, the Universal Mobile Telecommunication System ("UMTS") license, 4G and 5G spectrum licenses, customer bases, patents and trade names acquired in business combinations, internally and externally developed software and other intangible assets such as football rights and broadcasting rights.

Intangible assets with finite life acquired separately are measured on initial recognition at cost and subsequently stated at cost less accumulated amortization and impairment losses. Only the fixed portion of the consideration is capitalized. Contractual minimum guaranteed fees are treated as fixed amounts, while judgment is applied to determine whether any portion beyond that minimum should be recognized. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition.

The residual value of such intangible assets is assumed to be zero.

The Group capitalizes:

- The football broadcasting rights, and all other multi-seasonal sport broadcasting rights, for the full contract duration together with the recognition of the corresponding liability (for the full contract duration)
- For contracts with other TV channels, the costs for the total contract duration, as the content is deemed to be sufficiently identifiable (a major part of the content is already produced) for the non-cancellable duration of the contract (generally 18 months-3 years).
- Certain costs incurred in connection with developing or purchasing software for internal use and certain media production costs when they are identifiable, when the Group controls the asset and when future economic benefits from the asset are probable.
- The unique licence fee (fixed amount) due in connection with the spectrum licences granted to Proximus.

The Group considers the annual fees due in connection with the spectrum licences granted to Proximus to be variable (contingent) payments and therefore expenses them as incurred. The net present value of these annual fees is disclosed in note 34.

The Group enters SaaS arrangement and pays a fee in exchange for a right to receive access to the supplier's application software for a specified term. The Group recognizes a software asset in a cloud-computing arrangement at the contract commencement date if it obtains control of that software at that date. This is when, at the inception of the arrangement:

- The Group has the contractual right to take possession of the software during the hosting period without significant penalty, and
- It is feasible for the Group to run the software on its own hardware or contract with another party unrelated to the supplier to host the software.

The company continues to monitor the related accounting rules and guidance in this domain where there is limited authoritative literature.

Customer bases and trade names acquired in business combinations are straight-line amortized over their estimated useful life (3 to 20 years). Except if the useful life is based on the contractual limits or reflecting management intention, it is set consistently with the expected cash flows used in the valuation model for such an asset. It is defined in such a way that the expected cumulated discounted cash flows generated by the concerned asset over its useful life represent approximately 90% of the total cumulated discounted cash flows expected from the asset.

GSM, UMTS, 4 G and 5G spectrum licenses, other intangible assets and internally generated assets with finite useful life are amortized on a straight-line basis over their estimated useful life. Amortization commences when the intangible asset is ready for its intended use. The licenses' useful lives are fixed by Royal Decree, and they range from 5 to 20 years.

The useful lives are assigned as follows:

	Useful life (years)
GSM, UMTS, 4G and other network licenses	Over the license period
SPECTRUM 2600 MHZ	15
SPECTRUM 800 MHZ	20
SPECTRUM 1800 MHZ 2G	20
SPECTRUM 2100 MHZ 3G	20
SPECTRUM 900 MHZ	20
SPECTRUM 1400 MHZ	20
SPECTRUM 700 MHZ	20
SPECTRUM 3600 MHZ	17 years 8 months
Customer bases, trade names, patents and software acquired in a business combination	3 to 20
Software	5
Broadcasting rights for sport seasons	Over the contract period
Rights to use, and other broadcasting rights	Over the contract period (usually from 2 to 5)

The amortization period and the amortization method for an intangible asset with finite useful life are reviewed at least at each financial year-end. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are accounted for by changing the amortization period or method, as appropriate, and treated as changes in accounting estimates.

Note 2.12. Property, plant and equipment

Property, plant and equipment including assets rented to third parties through operating leases, are presented according to their nature and are stated at cost less accumulated depreciation and accumulated impairment losses. The cost of additions and substantial improvements to property, plant and equipment is capitalized. The cost of maintenance and repairs of property, plant and equipment is charged to operating expenses when it does not extend the life of the asset or does not significantly increase its capacity to generate

revenue. The cost of an item of property, plant and equipment includes the estimated costs of its dismantling, removing or restoring, when the Group has the obligation to incur such costs as a result of installing the asset.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the year the asset is derecognized.

Depreciation of an asset begins when the asset is ready for its intended use. Depreciation is calculated using the straight-line method over the estimated useful life of the asset.

The useful lives are assigned as follows:

	Useful life (years)
Land and buildings	
Land	Indefinite
Buildings and building equipment	22 to 33
Facilities in buildings	3 to 10
Leasehold improvement and advertising equipment	3 to 10
Technical and network equipment	
Cables and ducts	15 to 20
Switches	8 to 10
Transmission	6 to 8
Radio Access Network	6 to 7
Mobile sites and site facility equipment	5 to 10
Equipment installed at client premises	2 to 8
Data and other network equipment	2 to 15
Furniture and vehicles	
Furniture and office equipment	3 to 10
Vehicles and smart cables	3 to 10

The asset's residual values, useful life and depreciation methods are reviewed, and adjusted if appropriate, at each financial year-end.

Costs of material, workforce and non-workforce expenses are shown net of work performed by the enterprise that is capitalized in respect of the construction of property, plant and equipment.

Note 2.13. Contract costs

Contract costs eligible for capitalization as incremental costs of obtaining a contract comprise commissions paid to dealers relating to postpaid contracts. Contract costs are recognized as non-current assets as the economic benefits from these assets are expected to be received in the period longer than twelve months.

Contract costs relating to postpaid contracts are deferred on a systematic basis that is consistent with the transfer to the customer of the services, being the time, at which related revenue is recognized. The group adopted a portfolio approach for the contract costs. Contract costs related to the residential market, acquired before 2024, are deferred over three years. For contracts acquired from 2024 onwards, costs are deferred over four years, reflecting the observed increase in customer lifetime. This change is primarily attributed to fixed-mobile convergence.

All other commissions are expensed when incurred.

Note 2.14. Impairment of non-financial assets

The Group reviews the carrying value of its non-financial assets at each balance sheet date for any indication of impairment.

The Group compares at least once a year the carrying value with the estimated recoverable amount of intangible assets under construction and cash generating units including goodwill. The Group performs this annual impairment test during the fourth quarter of each year, on basis of the Group long-term plan approved by the Group's board.

An impairment loss is recognized when the carrying value of the asset or cash generating unit exceeds the estimated recoverable amount, being the higher of the assets or cash generating unit's fair value less costs to sell and its value in use for the Group.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or cash generating unit.

Note 2.15. Deferred taxation

Deferred taxation is provided for all temporary differences between the carrying amount of assets and liabilities in the consolidated balance sheet and their respective taxation bases.

Deferred tax assets associated to deductible temporary differences and unused tax losses carried forward are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary difference or the unused tax losses can be utilized.

The carrying amount of deferred income tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized. Unrecognized deferred income tax assets are reassessed at each balance sheet date and are recognized to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset will be realized, or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the balance sheet date.

Changes in deferred tax assets and liabilities are recognized in profit or loss except to the extent that they relate to items recognized directly in equity, in which case the tax effect is also recognized directly in equity.

Note 2.16. Pensions, other post-employment benefits and termination benefits

The Group operates several defined benefit pension plans to which the contributions are made through separately managed funds. The Group also agreed to provide additional post-employment benefits to certain employees. The cost of providing benefits under the plans is determined separately for each plan using the projected credit unit actuarial valuation method.

Actuarial gains and losses, the return on plan assets, excluding amounts included in net interest on the net defined benefit liability (asset) and any change in the effect of asset ceiling – if applicable, are recognized through Other Comprehensive Income. Any past service cost and gain or loss on settlement is recognized in profit and loss when they occur.

The Group classifies the periodic cost in operating and financing activities for their respective components.

The Group also operates several defined contribution plans. For plans with guaranteed minimum return management applied the 'Projected Unit Credit' method.

The discount rate used to calculate the present value of the defined benefit obligation of the plans is determined by reference to the yield on high-quality corporate bonds (at the end of the reporting period) of currency and term consistent with the liabilities. The net defined benefit liability is defined as the present value of the defined benefit obligation less the fair value of the plan assets (if any).

The Group operates several restructuring programs that involve termination benefits or other forms of additional compensation. Voluntary termination benefits to encourage employees to leave service are recognized when employees accept the offer of those benefits. Involuntary termination benefits are recognized when the Group has communicated its plan of termination to the affected employees, and the plan meets specified criteria. Related provisions are recognized when valid expectations are raised in those affected by the plans and implementation is started i.e. an agreement is reached with the unions on the features of the plans and those features are communicated to those affected.

Benefits conditional on future service being provided do not qualify as termination benefits but as long-term employee benefits. The liability for those benefits is recognized over the period of the future service.

For certain participants of the restructuring plans, benefits are paid until the earliest retirement date. Assumptions used to make a reliable estimate of the ultimate cost to the Group are pension age, the discount rate and future price inflation. Assumptions are reviewed at the end of the reporting period. The actuarial gains and losses on the liabilities for restructuring programs are recognized in profit or loss when incurred.

Note 2.17. Short-term and long-term employee benefits

The cost of all short-term and long-term employee benefits, such as salaries, employee entitlements to leave pay, bonuses, medical aid and other contributions, are recognized during the period in which the employee renders the related service. The Group recognizes those costs only when it has a present legal or constructive obligation to make such payment and a reliable estimate of the liability can be made.

Note 2.18. Financial instruments

Note 2.18.1. Classification

The Group classifies its financial assets in the following categories:

- At fair value through profit and loss ("FVTPL"); or
- At fair value through other comprehensive income ("FVTOCI"); or
- At amortized cost.

The Group classifies its financial liabilities in the following categories:

- At fair value through profit and loss ("FVTPL"); or
- At amortized cost.

Financial assets

The Group determines the classification of the financial assets at initial recognition. The classification is driven by the Group's business model for managing the financial assets ('hold to collect', 'hold to collect and sell' and 'other') and their contractual cash flow characteristics (Solely Payments of Principal and Interest "SPPI" test i.e. whether contractual cash flows are solely payments of principal and interest on the principal amount outstanding).

If a non-equity financial asset fails the SPPI test, the Group classifies it at Fair Value Through Profit or Loss (FVTPL). If it passes the SPPI test, it will either be classified at amortized cost if the 'hold to collect' business model test is met, or at Fair Value Through Other Comprehensive Income (FVTOCI) if the 'hold to collect and sell' business model test is met.

For equity financial assets other than interests in subsidiaries, associates and joint ventures, the Group makes at initial recognition an irrevocable election (on an instrument-by-instrument basis) to designate them as at FVTOCI or FVTPL.

The equity investments held for trading are always designated at FVTPL.

Financial liabilities

Financial liabilities are measured at amortized cost, unless they are required to be measured at FVTPL (such as instruments held for trading or derivatives).

Long-term non-interest-bearing liabilities are recognized at their discounted amount.

Hybrid perpetual bonds

Hybrid perpetual bonds are classified as equity instruments. Consequently, the interests to be paid on these securities and the directly attributable transaction costs are recognized directly in equity and presented together with the principal amount as a separate line item within equity. Repayment of the principal amount and interest is disclosed as part of the financing activities in the cash flow statement.

Note 2.18.2. Measurement

- **Financial assets at FVTOCI**

Investments in equity instruments designated at FVTOCI are initially recognized at fair value plus directly attributable transaction costs. Subsequently they are measured at fair value, with gains and losses arising from changes in fair value recognized in other comprehensive income, with no subsequent recycling to profit or loss.

Accumulated remeasurements of equity instruments carried at FVOCI are reclassified from OCI to retained earnings on disposal or settlements.

The Group holds no other investment measured at FVTOCI.

Dividend income is recognized in profit or loss.

- **Financial assets and liabilities at amortized cost**

Financial assets, other than trade receivables, and liabilities at amortized cost are initially recognized at fair value plus or minus directly attributable transaction costs. Trade receivables are measured at their transaction price if the trade receivables do not contain a significant financing component.

These financial instruments are subsequently carried at amortized cost using the effective interest rate method less any impairment, if applicable.

- **Financial assets and liabilities at FVTPL**

Financial assets and liabilities carried at FVTPL are initially recorded at fair value and transaction costs are expensed. Realized and unrealized gains and losses arising from changes in the fair value of the financial assets and liabilities are included in the consolidated net (loss) income in the period in which they arise. The Group has not designated financial liabilities at FVTPL (FV option).

Derivatives are measured at FVTPL, except for those to which hedge accounting is applied.

Note 2.18.3 Expected credit losses

The Group applies the forward-looking expected credit loss (ECL) model.

The ECL model considers all losses that result from all possible default events over the expected life of the financial instrument (lifetime expected credit losses) or that result from possible default events over the next 12 months (12-month expected credit losses), depending on whether the credit risk of the financial asset has increased significantly since initial recognition or not (the general ECL model).

The Group recognizes a loss allowance for expected credit losses on financial assets that are measured at amortized costs. Same treatment is applied to contract assets resulting from the application of IFRS 15 and lease receivables, even though these are not classified as financial assets.

At each reporting date, the Group measures the loss allowance for these assets.

The Group has limited trade receivables with financing component. The Group applies a simplified method and measures the loss allowance at an amount equal to the lifetime expected credit losses, for all trade receivables, whether assessed on an individual or collective basis, considering all reasonable and supportable information, including information that is forward-looking.

- **Domestic:** for receivables on residential and professional market, the payment delays compared to the contractual due dates and the status of the legal actions taken to recover the receivables due are the main information considered to assess whether credit risk has increased significantly since initial recognition. A provision matrix is used.

The same methodology is applied for contract assets.

- **TeleSign** calculates the expected credit losses for trade receivables based on a combination of factors considering historical losses adjusted for current market conditions, customer's financial condition, disputes, the current aging and incorporating relevant forward-looking data.
- **BICS** considers experience and reasonable and supportable information about future expectations to define provision rates on an individual case basis. Following indicators are used by BICS:
 - An actual or expected significant deterioration of the customer's external (if available) or internal credit rating
 - Significant deterioration of the country risk in which the customer is active
 - Existing or forecasted adverse changes in business, financial or economic conditions that are expected to cause a significant decrease in the debtor's ability to meet its debt obligations
 - An actual or expected significant deterioration in the operating results of the debtor

- An actual or expected significant adverse change in the regulatory, economic, or technological environment of the debtor that results in a significant decrease in the debtor's ability to meet its debt obligations
- **Route Mobile** applies the simplified approach which requires measurement of loss allowance at an amount equal to lifetime expected credit losses. Estimated irrecoverable amounts are based on the ageing of the receivable balance, historical experience and are adjusted for forward looking information.

For financial assets at amortized costs, contract assets and lease receivables, allowances and impairment are recognized in profit or loss.

The Group writes off a financial asset when there is information indicating that the debtor is in severe financial difficulty and there is no realistic prospect of recovery, e.g. when the debtor has been placed under liquidation or has entered into bankruptcy proceedings, or in the case of trade receivables, when the amounts are assumed not recoverable by external recovery agency, whichever occurs sooner. Financial assets written off may still be subject to enforcement activities under the Group's recovery procedures, taking into account legal advice where appropriate. Any recoveries made are recognized in profit or loss.

Note 2.18.4. Criteria for initial recognition and for de-recognition of financial assets and liabilities

Financial assets and liabilities are initially recognized when the Group becomes party to the contractual terms of the instruments. "Regular way" ("spot") purchases and sales of financial assets are accounted for at their settlement dates.

Financial assets (or a portion thereof) are derecognized only when the contractual rights to cash flows from the financial assets expire. For equity investments, the accumulated remeasurements to fair value in other comprehensive income are reclassified to retained earnings on de-recognition.

Financial liabilities (or a portion thereof) are de-recognized when the obligation specified in the contract is discharged, cancelled or expires. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable, including any non-cash assets transferred or liabilities assumed, is recognized in profit or loss.

Note 2.18.5. Fair value of financial instruments

The following methods and assumptions are used to estimate the fair value of financial instruments:

- For long-term debts carrying a floating interest rate, the amortized cost is assumed to approximate fair value.
- For long-term debts carrying a fixed interest rate, the fair value is determined based on the market value when available or otherwise based on the discounted future cash flows calculated using the market interest rates at the reporting date.
- For derivatives, fair values are estimated by either considering their quoted price on an active market, and if not available by using different valuation techniques, particularly the discounting of future cash flows.

Note 2.18.6. Criteria for offsetting financial assets and liabilities

Where a legally enforceable right of offset currently exists for recognized financial assets and liabilities, and the Group has the intention to settle the liability and realize the asset simultaneously, or to settle on a net basis, all amounts in the statement of financial position are offset.

Note 2.19. Trade receivables

Trade receivables are measured in the balance sheet at amortized costs (SPPI model applies) less any allowance for expected credit losses.

Note 2.20. Cash and cash equivalents

Cash and cash equivalents include cash, current bank accounts and term accounts with a maturity on acquisition of less than three months. These assets are highly liquid, readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value.

Cash and cash equivalents are carried at amortized cost.

Note 2.21. Non-current assets or disposal group classified as held for sale

The Group classifies assets or disposal group (group of assets with some directly associated liabilities) as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through a continuing use. This condition is met when the assets or disposal group are available for immediate sale in their present condition, the sale is highly probable and expected to occur within one year. Assets or disposal group classified as held for sale are recorded at the lower of their carrying value or fair value less costs to sell and are classified as current assets and current liabilities. The Group no longer amortizes non-current assets classified as held for sale.

Note 2.22. Interest-bearing liabilities

All loans and borrowings are initially recognized at their cost which generally corresponds to the fair value of the consideration received (net of issuance costs associated with the borrowings). After initial recognition, debts are measured at amortized cost using the effective interest rate method, with amortization of discounts or premiums through profit or loss.

Proximus checks regularly whether it has the ability to defer settlement of a loan liability for at least twelve months after the reporting period and if that ability to defer settlement is subject to meeting certain covenants.

Note 2.23. Derivatives

The Group does not hold or issue derivative financial instruments for trading purposes but some of its derivative contracts do not meet the criteria set by IFRS 9 to be subject to hedge accounting and are therefore treated as derivatives held for trading, with changes in fair value recorded in profit or loss.

The Group makes use of derivatives such as IRS, IRCS, forward foreign exchange contracts and options to reduce its risks associated with interest rates fluctuations related to future bonds emissions and with foreign currency fluctuations on underlying assets, liabilities and anticipated transactions. The derivatives are carried at fair value under the caption's other assets (non-current and current), non-interest-bearing liabilities (non-current and current) and other payables (non-current and current).

The group used:

- An IRCS to reduce the Group exposure to interest rate and foreign currency fluctuations on a long-term debt denominated in JPY
- Interest rate swaps to mitigate the risk of Interest rate variations between the hedges inception dates and the issuance dates of highly probable fixed rate long-term debts
- A zero-cost collar swaption to protect the value of its existing pre-hedging interest rate swap against interest rates fluctuations

When these hedging instruments are designated in a cash flow hedge relationship, the effective portion of changes in their fair value is recognized in other comprehensive income and gradually reclassified to profit or loss through financial result, in the same period during

which the hedged item hits the Group profit or loss through the interests paid. The derivatives to which the Group does not apply hedge accounting are consequently carried at fair value, with changes in fair value recognized in profit or loss through financial result.

The long-term debt expressed in JPY includes an embedded derivative. Such derivative is separated from its host contract and carried at fair value with changes in fair value recognized in profit or loss. The mark-to-market effects on this derivative are offset by those on the IRCS.

- The Group used contingent foreign exchange forward transaction to limit its exposure to the variability in cash flows that is attributable to the currency risk related to a highly probable future transaction, that has actually taken place (Route Mobile acquisition, see note 8.4), and was settled in foreign currency. The Group applied hedge accounting to this hedging transaction. The changes in intrinsic value were recognized in the cash flow hedge reserve (OCI), while the changes in time value and forward element were recognised in the cost of hedging reserve (OCI).

The Group contracted derivatives (forward foreign exchange contracts) to hedge its exposure to currency fluctuations for highly probable forecasted transactions. The Group applied cash flow hedge accounting for part of these hedging transactions.

- For hedging transactions to which the Group does not apply hedge accounting, the derivatives are consequently carried at fair value, with changes in fair value recognized in profit or loss through financial result. When the underlying is recognized in the balance sheet and relates to costs recorded in operating income or to capitalized expenditures, the changes in fair value recognized in profit or loss are reclassified to the operating income when the hedging instrument matures.
- For hedging transactions to which hedge accounting is applied, the effective portion of the gains and losses on the hedging instrument is recognized via other comprehensive income until the hedged transaction occurs. If the hedged transaction leads to the recognition of an asset, the carrying amount of the asset at the time of initial recognition is adjusted with the amount previously recognized via other comprehensive income. If the hedge transaction relates to costs recorded in operating income, the amount previously recognized via other comprehensive income are reclassified in operating income when the costs related to the underlying service are recognized in profit and loss. The ineffective portion of a cash flow hedge is always recognized in profit or loss.

The Group applied IAS 32 to option contracts that are share-based payments not granted in exchange for goods or services nor granted to employees in their capacity as employees. Option contracts, such as written put options to non-controlling interests on a Group subsidiary, that qualify as derivatives and financial liabilities are classified as financial liabilities at fair value through profit and loss (financial result).

The Group entered in 2023 into a Virtual Power Purchase Agreement where it pays a fixed price and receives the spot price for a contractually specified part of the electricity produced by a specific offshore wind farm. The purchase of the electricity is virtual meaning that there is no physical delivery of the power being purchased (net settlement in cash). The objective of the transaction is to reduce the Group's exposure to the volatility of the electricity price and at the same time to receive several Energy Attribute Certificates (EACs) corresponding to the agreed upon green electricity volume. Derivatives embedded in non-derivative host contracts that are not financial assets are treated as separate derivatives when they meet the definition of a derivative, their risks and characteristics are not closely related to those of the host contract, and the host contract is not measured at fair value through profit or loss. The Group considers the VPPA as a hybrid instrument with a non-financial host contract for the purchase of the EACs and an embedded derivative related to power. As the power component of the hybrid contract is not closely related to the host contract, it is measured separately and at Fair Value through P&L. The purchase of EACs qualify for own use exemption and the related costs are expensed as the EACs are received.

Note 2.24. Net gains and losses on financial instruments

Dividends, interest income and interest charges arising from financial instruments are posted to the finance income (costs).

Note 2.25. Contract assets

A contract asset is the Group's right to consideration in exchange for goods or services that it has already transferred to a customer and arise essentially in the context of contracts containing mobile and fix joint offer with a subsidized handset delivered at contract inception and which revenue is recognized at a point in time and services to be delivered over the duration of the contract, generally 24 months and up to 36 months, the revenue of which being recognized over the duration of the contract. The contract asset corresponds to the excess of revenue allocated to the devices over the cash received. The "contract asset" is transferred to "trade receivable" over the contract term. The assets are classified as current as they are expected to be realized as part of the Group normal operating cycle.

In case of early termination, the customer has to pay a penalty which corresponds to the prorata of the discount offered in the joint offer for the remaining contract duration. This penalty is always higher than the remaining balance of the contract asset. The difference between the reversal of the contract asset and the penalty is recognized as device revenue.

Contract assets is a conditional right recognized on the balance sheet at cost less loss allowance, as defined on the lifetime expected credit loss model.

Note 2.26. Inventories

Inventories are stated at the lower of cost and net realizable value.

Cost is determined based on the weighted average cost method except for IT equipment (FIFO method) and goods purchased for resale as part of specific contracts containing a performance obligation involving the construction of an asset (individual purchase price).

For inventory intended to be sold in joint offers, calculation of net realizable value considers the future margin expected from the telecommunications services in the joint offer, with which the item of inventory is offered.

For contracts including performance obligation involving the construction of an asset, the revenue for that performance is recognized over time based on an input method. That method measures the progress towards complete satisfaction of the related performance obligation by reference to the amount of contract costs incurred for work performed at balance sheet date in proportion to the estimated total costs for the contract. Contract cost includes all expenditures directly related to the specific contract and an allocation of fixed and variable overheads incurred in connection with contract activities based on normal operating capacity.

Note 2.27. Lease agreements

The Group assesses whether a contract is or contains a lease, at inception of the contract. Under IFRS 16 a contract is, or contains, a lease if it conveys the right to control the use of an identified asset (the underlying asset) for a period of time in exchange for consideration.

For some contracts, judgment is required to assess whether a contract conveys the right to control the use of an asset or is instead a contract for a service that is provided using that asset. When a contract does not qualify as a lease under IFRS 16, any amounts prepaid under such contracts are treated as prepaid expense (service), which is the case for certain fibre-related capacity acquired by the Group.

Note 2.27.1. Group as a lessee (receives a right to use an asset from a supplier)

When the Group is lessee, it applies a single recognition and measurement approach for all leases. The Group recognizes a right-of-use asset and a corresponding lease liability with respect to all lease arrangements in which it is the lessee. The Group does not apply the short-term lease recognition exemption nor the low-value recognition exemption.

The lease term consists of the non-cancellable period of a lease, together with periods covered by options to extend the lease if the Group is reasonably certain to exercise these options, and periods covered by options to terminate the lease if the Group is reasonably certain not to exercise these options. Judgment is required in assessing whether these options will be exercised or not, considering all facts and circumstances that create an economic incentive to exercise an extension or termination option. The assessment is reviewed if a significant event or a significant change in circumstances occurs which affects this assessment.

The Group has defined four major categories of leases:

- Buildings: mainly concern commercial (point of sale) or service activity (office and head office) leases, as well as leases of technical buildings not owned by the Group
- Mobile sites: only includes site rentals for mobile antennas and leases of R-layers (i.e. well identified area of a pylon) on pylons of another operator
- Fleet: contains the lease of vehicles (management, sales, and utility cars) and bikes
- Other: primarily consists of ICT equipment and cloud infrastructure from partnership with HCL

Lease liabilities

The Group recognizes a liability (i.e. a lease liability) at the date the underlying asset is made available. The lease liability is equal to the present value of the lease payments not paid at that date, plus any amounts that the Group is reasonably certain to pay at the end of the lease such as the exercise price of a purchase option (where it is reasonably certain to be exercised) or penalties payable to the lessor for terminating the lease (where such termination option is reasonably certain to be exercised).

The Group systematically determines the lease term as the period during which leases cannot be cancelled, plus periods covered by any extension options that the lessee is reasonably certain to exercise and by any termination options that the lessee is reasonably certain not to exercise.

The lease liability is measured using the interest rate implicit in the contract. If the rate cannot be readily determined, the Group uses its Incremental Borrowing Rate (IBR) which it assumes to be the theoretical interest rate the Group would need to pay when issuing funding over a similar term as in the lease.

The applicable rate per contract is primarily dependent on the total expected term of a lease at its commencement date (new leases) or the total expected remaining lease term in case of a remeasurement of a lease.

The lease liability is remeasured after the lease commencement date to reflect changes arising in the following situations:

- **Change in Lease Term**
This includes modifications to the contract or a revised assessment of whether it is reasonably certain that:
 - a renewal option will be exercised, or
 - a termination option will not be exercised.
- **Change in Lease Payments**
For example, adjustments due to the application of a new index or rate affecting variable lease payments.
- **Change in Purchase Option Assessment**
A revised evaluation of whether a purchase option is expected to be exercised.
- **Other Contractual Changes**
Such as modifications to the scope of the lease or changes to the underlying asset.
- **Advance Payments**
Any advances paid in addition to scheduled reimbursements are deducted from the long-term lease liability.

The lease liabilities are included in Interest-bearing loans and borrowings (see Note 19).

Right-of-use assets

A right-of use is recognized as an asset, with a corresponding lease liability. Group recognizes right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use).

Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities.

The cost of right-of-use assets includes the amount of lease liabilities recognized, lease payments made at or before the commencement date less any lease incentives received and the estimate of costs to be incurred by the Group in dismantling and removing the underlying asset, restoring the site on which the underlying asset is located or restoring the underlying asset to the condition required by the terms and conditions of the lease. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets. The right-of-use assets are also subject to impairment.

Note 2.27.2. Group as a lessor (grants a right to use an asset to a customer)

A contract by which the Proximus customer does not obtain substantially all of the benefits of the identified asset or where the customer has not the right to direct the use of the asset does not qualify as a lease-out. This is the case for modems and decoders used by Proximus to deliver the services to the customer. Income for these contracts is accounted for on a straight-line basis over the period of use by the customer and is included in revenue in the statement of profit or loss due to its operating nature.

Leases whereby the Group transfers substantially all the risks and rewards incidental to ownership of the underlying asset to the lessee are classified as finance lease. For finance leases the Group recognizes a receivable at an amount equal to the net investment in the lease, this is the gross investment in the lease discounted at the interest rate implicit in the lease. The Group did not enter into material finance lease out contracts.

Note 2.28. Provisions

The amount recognized as provision is the best estimate of the expenditure required to settle the present obligation at the end of the reporting period. Provisions are discounted where the effect of the time value of money is material. The unwinding is recognized via the finance expense.

The estimated costs associated with dismantling and restorations to its original condition are recorded under property, plant and equipment and depreciated over the useful life of the asset. This total cost, discounted to its present value, is recorded under provisions. Where discounting is used, the increase in the provision due to the passage in time is recognized in financial expense in profit or loss.

Note 2.29. Share-based payment

Equity and cash settled share-based payments to employees are measured at the fair value of the instrument at the grant date taking into account the terms and conditions upon which the rights are granted.

For cash settled arrangement the fair value is recognized in workforce expenses over their vesting period together with an increase in the liabilities. The liabilities are regularly re-measured to reflect the evolution of the fair values.

We refer to note 35 for the explanation of the valuation techniques used.

Note 2.30. Contract liabilities

Contract liabilities comprise the Group's obligation to transfer goods or services to a customer for which the Group has received consideration or the amount is due.

Note 2.31. Revenue

When Proximus enters a new contract, it determines the contract duration, the transaction price, the performance obligations included in the contract and the stand-alone selling price for each promise identified.

To define the duration of its contracts the Group considered the contractual period in which the parties to the contract have present enforceable rights and obligations. A contract has a duration when it includes a substantive termination payment. The duration runs until the termination payment is not due anymore. If there is no substantive termination payment clause, the contract has no duration (i.e. open-ended contracts).

The Group assesses at contract inception the goods or services promised in a contract with a customer and identifies as performance obligation each promise to transfer to the customer either a good or service (or a bundle of) that is distinct, either a series of distinct goods or services that are substantially the same and that have the same pattern of transfer to the customer. Identifying the performance obligations requires judgment and a thorough understanding of the contract promises and how they interact with each other.

Performance obligations are identified when following criteria are met

- Capable of being distinct: the customer can benefit from the goods and services on its own or together with other resources readily available to the customer
- Distinct within the context of the contract: a promise within the context of the contract is distinct from other promises in the contract if the Group considers that it fulfils its contractual obligations by delivering the concerned promise independently from the others. Promises in a context of a contract are not distinct within the context of the contract when their nature is to be transferred in combination with other promises.

Following promises can be performance obligations, depending on their natures and interdependencies with the other promises in the contract:

- Traffic and data usage services: revenue is recognized on usage
- TV services: revenue is recognized over the contractual term
- Maintenance services: recognized over the contractual term
- Sale of equipment: revenue is recognized when the customer obtains control over the equipment
- Rent of equipment: rental revenue is recognized over the contractual period
- Setup/installation/activation fees: recognized when delivered
- License of intellectual property: revenue recognized when transferred to the customer.

When these promises are not distinct, the Group combines them with other promises in the arrangement until the combined promises form a promise that is distinct (i.e. a performance obligation). Timing of revenue recognition for a Performance Obligation is based on the pattern of transfer to the customer of the predominant promise in that bundle.

When the "series guidance" applies i.e. when goods and services are distinct and substantially the same, the Group considers them as one performance obligation. Each pricing plan – postpaid and prepaid (mobile voice, fix voice, internet, TV) is therefore considered as single performance obligation.

When contracts include different performance obligations that are not substantially the same, the transaction price is allocated to the different performance obligations of the arrangements based on their relative stand-alone selling prices. When contracts include customer options (i.e. unilateral rights granted to the customer) to acquire additional goods or services with a discount, including sales incentives, customer award points, contract renewal options or other discounts on future goods or services, revenue is allocated to these options when they provide the customer with a material right i.e. an unilateral right for the customer to obtain an advantage because he enters the contract.

When another party is involved in providing goods or services to a customer, the Group assesses for each performance obligation whether the nature of its promise is to provide the specified goods or services itself (ie the Group is a principal) or to arrange for those goods or services to be provided by the other party (ie the Group is an agent). To assess whether it acts as principal or agent in a transaction, when another party is involved, Proximus determines whether it controls the goods and services before they are transferred to its end customer. To this extent, Proximus Group analyses the legal terms of the contracts and their substance through the prism of the indicators of control. Proximus takes also into consideration other facts and circumstance to complete its understanding of the situation.

When the Group acts as agent the commission only is recognized in revenue.

Determination of the stand-alone selling price: in situations where the stand-alone selling price is not directly observable, the Group assesses it using all information (including market conditions, Proximus-specific factors and information about the customer or class of customer) that is reasonably available to it. This situation occurs mainly in the context of combined offers with subsidized devices, for which a cost-plus approach method is applied to one of the components. Discounts granted because a customer entered into a contract, are allocated to all performance obligations triggering the granting of the discount.

Note 2.32. Operating expenses

The costs of materials and services related to revenues include the costs for purchases of materials and services directly related to revenue.

Work force expenses are expenses related to own employees (personnel expenses and pensions) as well as to external employees.

Operating expenses are reported net of work performed by the Group, which is capitalized. They are reported by nature.

Incremental costs to obtain a contract are deferred on a straight-line basis over 3 years for contract for the residential market and 5 years for the professional market.

Note 3. Goodwill

(EUR million)	Goodwill
As at 31 December 2023	2,592
Acquisitions of the year	675
Route Mobile	421
Fiberklaar	253
Others	1
Impairment loss	-1
Effect of movements in foreign exchange	9
As at 31 December 2024	3,275
Impairment loss on goodwill	-275
Finalisation of Route Mobile PPA	10
Disposal of BeMobile	-18
Effect of movements in foreign exchange	-92
As at 31 December 2025	2,899

Changes in 2025

Compared to year-end 2024, goodwill decreased by EUR 376 million in 2025, primarily due to the impairment loss recognized on the goodwill allocated to the International operating segment (EUR 275 million), the effects of the translation differences on the portion of the International goodwill allocated to TeleSign, whose functional currency is USD (EUR - 13 million), and on the portion of the International goodwill allocated to Route Mobile, whose functional currency is INR (EUR - 80 million), and due to the disposal of BeMobile (see note 8.4, EUR - 18 million). The finalization of Route Mobile Purchase Price Allocation led to an increase of the goodwill by EUR 10 million.

Changes in 2024

Compared to year-end 2023, goodwill increased by EUR 683 million in 2024, primarily due to the acquisition of control of Route Mobile and Fiberklaar (see note 8.4). To a lesser extent, the increase was also influenced by translation differences on the goodwill allocated to TeleSign, whose functional currency is USD (EUR 6.7 million), and on the goodwill allocated to Route Mobile, whose functional currency is INR (EUR 2.6 million).

Goodwill is tested for impairment at the operating segment level, as this is the level at which the Group's Chief Operating Decision Maker monitors the goodwill. The Group internal decision-making, governance, and management reporting processes are organised around two operating segments, consistent with 2024: Domestic and International. Accordingly, goodwill is monitored at the level of these two segments.

As of December 31, 2025, all acquired businesses were fully allocated to a single operating segment. This was also the case in 2024.

The carrying amount of the goodwill is allocated to the operating segments as follows:

(EUR million)	As at 31 December	
	2024	2025
Domestic	2,442	2,423
International	833	475
Total	3,275	2,899

Goodwill impairment test outcome

General comments

The recoverable amounts of the Domestic and International segments have been determined for impairment testing purposes based on value-in-use calculations, an income valuation technique, using discounted cash flow models, in accordance with IAS 36. These calculations are performed under the constraints of the standard and reflect assumptions specific to the impairment test and do not represent fair value or other valuation bases that might be used for different purposes.

The cash flows are derived from the Group's Five-Year Plan (2026-2030) presented by management to the Board of Directors. The discount rates applied reflect current market assessments of the time value of money and risks specific to each segment. Further details on key assumptions, including discount rates and growth rates, are provided below.

The reliability of the impairment test outcome depends on the accuracy of the budgeting exercises on which it is based. The Group's Five-Year Plan represents management's view of the most likely scenario, based on its understanding of the evolution of the business and the company's long-term strategy.

The Group estimates a separate post-tax weighted average cost of capital for each segment. It takes into consideration:

- The specificities of the segment activities. These specificities are different enough from one segment to another one to justify separate calculations.
- The relative weight of the segment capital structure components, including a risk premium specific to its inherent risks.
- Other risks, such as the country risk, market risk & industry risk, the credit risk and the company size risk. These latest risks are captured in the weighted average cost of capital, through the careful selection of a risk-free interest rate, a beta, a market risk premium and a credit spread attached to the segment, considered for the purpose of the exercise as a separate entity.

In the context of its 2025 impairment test, the Group has refined its methodology for estimating the post-tax weighted average cost of capital used to value the domestic and international segments, applying discounted cash-flow valuation models. The updates primarily relate to the adjustment of the equity beta (specifically, the beta derived from the revised peer groups) and the target debt-to-equity ratio, with the objective of ensuring closer alignment with market standards.

Domestic

The recoverable amount of Domestic has been estimated based on its value in use, derived from the Group's Five-Year Plan (2026-2030) presented by management to the Board of Directors. However, to better capture the expected mid- to long-term positive effects of the ongoing roll-out fiber project, which would not have been possible using a steady growth rate beyond the years covered by the

Five-Year Plan, management considered a period up to year 2040 for the fiber related free cash flows, followed by a terminal value for the years thereafter.

This extended period considers the required time to deploy the fiber optic network, to migrate the customers to the new networks and to realize the resulting benefits. The related free cash flows are therefore influenced as follows:

- **Dense areas:** completion of Proximus standalone fiber rollout and customer migrations.
- **Mid-dense areas:** integration of financial impacts from existing fiber entities negotiated with the co-owners specifically created to accelerate the rollout of optical fiber and from the acquisition of the full ownership of Fiberklaar since July 2024.
- **Less dense areas:** the most likely collaboration scenario for Proximus to get access to Gigabit-networks over the remaining Belgium footprint, taking into consideration the BIPT council communication of 10 October 2023 on possible cooperation agreements to roll out fiber networks in Belgium. In Flanders, this scenario has been described during July 2024 quarterly results communication with the signing of an MoU between Proximus and Wyre for fiber collaboration in the mid- and less dense areas of Flanders. The Belgian Competition Authorities launched a public consultation on the proposed commitments submitted in the Flanders collaboration agreement on Oct 14, 2025. The outcome of the public consultation are being reviewed and discussed with the Authorities in the course of the first quarter of 2026. In Wallonia, a similar scenario has been described during July 2025 quarterly results announcement, with the signing of an MoU between Proximus and Orange Belgium SA for fiber collaboration in the mid- and less dense areas of Wallonia. The parties are still working with the ambition to finalize the long-form contract by mid - 2026 and to file the collaboration contract to the Competition Authorities for a public consultation in 2026.

In parallel, an exercise was conducted to extend the Baseline (i.e., before the incremental effects of fiber) up to the year 2040. This ensures alignment with the Group's strategic priorities and market evolution beyond a planning horizon of three to five years. The Baseline trending assumptions were reviewed to consider the following elements:

- The stabilization of the Domestic Telco business despite the entry of a 4th telecom operator and competitive market in Belgium.
- The profitability growth of Proximus' B2B IT business.
- The ambitious Strategic Workforce Planning and Efficiency plan aimed at reducing the opex cost base. These costs reductions are not related to future restructuring to which the Group is not yet committed but from improving or enhancing the assets performance.

The free cash flows projections are impacted by following key parameters:

- The fiber deployment speed
- The speed of customer migration to the fiber networks
- The Group ability to monetize the fiber investments (ability to upsell the average revenue per customer, to win-back market share and to attract other OLOs as wholesale customers)
- The size and importance of comparable fiber networks
- Fiber roll-out building costs, including impact of inflation and level of interest rates
- The funding policy of the JVs and the related equity injections from their shareholders
- The outcome of possible cooperation agreements in less dense areas including regulator and competition authorities' compliance
- The growth rate of the 4th telecom operator on the Belgian market

Assumptions made regarding these parameters are based on Proximus experience, the learning curve and available market information (interest rates, inflation, and European benchmarks on "Fiber-To-The-Home" networks).

The free cash flow is also dependent to

- The post-tax weighted average cost of capital (WACC)
- The growth rate in the terminal

Management is confident in the reliability of its projections, as a significant portion of the headroom is generated by the cash capex brought back to normal levels after the temporary fiber investment phase and by the wholesale revenue from other telco operators going through Fiberklaar which is fully consolidated in Proximus Group financials as from August 2024 following the acquisition of EQT shares in that entity. Limiting a valuation with a terminal value after the Group Five-Year Plan, in the middle of the fiber investment phase and without adjusting for these factors would be incorrect and, more importantly, would leave room for speculative estimation of the growth rate in the terminal value.

Management believes that its projections are based on realistic and achievable assumptions, which will be closely monitored as they evolve. However, management is aware that in the current volatile market environment, events beyond its control may impact the accuracy of these projections despite the measures taken to address them, and that the risk of inaccuracy increases with the length of the period covered by the impairment test.

Next to these specific considerations, Domestic operating income before depreciation and amortization is highly sensitive to following operational parameters: number of customers by type of service (TV, fix...), traffic (if applicable), net ARPU by customer for each type of service and manpower unit cost. The value attached to these operational parameters is the result of an internal process, conducted throughout the segment and at group level, by confronting data from the market, market perspectives, and the strategies the Group intends to implement to be adequately prepared for upcoming challenges.

The valuation model assumes following compound growth rates for the Domestic segment revenue and EBITDA (Earnings Before Interests, Taxes, Depreciation and Amortization):

Period	Revenue		EBITDA (*)	
	2024	2025	2024	2025
Years 2026 to 2030	1,4%	1,3%	0,7%	0,1%
Years 2031 to 2040	1,8%	2,2%	1,3%	0,9%
Years 2026 to 2040	1,6%	1,9%	1,1%	0,6%

(*) Underlying EBITDA, being essentially the reported EBITDA adjusted with the inclusion of the lease depreciation and interest charges and the exclusion of the gains on divestments.

The terminal value, calculated for the years after 2040, was based on a free cash growth rate of 0.43%, unchanged from 2024, and is identical for all FCF components.

The combination of these assumptions, along with those related to other components of the free cash flow (FCF), particularly the assumptions concerning the timing of the Group's cash capex returning to pre-fiber deployment levels, resulted in an implied compound growth rate of 19.3% for organic FCF over the period 2026-2040 (20.5% in 2024 over the period 2025-2040), reflecting FCF rebounding from a nearly break-even level to normal levels (i.e., pre-fiber investment period).

For the valuation of the Domestic segment, the Group's post-tax weighted average cost of capital (WACC) has been applied, subject to segment-specific adjustments reflecting the heightened uncertainty inherent in long-term projections, especially in a market subject to significant changes:

- An additional company risk premium of 1.0% has been incorporated into the cost of equity for Domestic. As in the prior year, this adjustment is intended to reflect the exceptional market conditions affecting the segment and does not constitute a permanent modification to the Group's valuation methodology.
- Furthermore, the WACC applied to Domestic is structured to increase over the forecast horizon to capture rising uncertainty in later periods. Specifically, the rate is increased by 0.5% in 2028 and by an additional 0.5% in 2031.

As a result, the calculated post-tax weighted average costs of capital for Domestic amounted to 5.90% for the period 2026 – 2027 (5.31% in 2024), 6.40% for the period 2028-2030 (5.81% in 2024) and 6.91% for the years after (6.31% in 2024). The average pre-tax weighted cost of capital was 8.03% in 2025 (7.72% in 2024).

Considering all the inputs and assumptions listed above, the impairment test of the Domestic segment showed an excess of EUR 1.69 billion at December 2025 (1.84 billion at December 31, 2024) of the segment recoverable amount over its carrying amount.

A sensitivity analysis performed on following key parameters, each taken separately (i.e. all other variables being unchanged), show that Domestic recoverable value equals its carrying amount with

- An average post-tax weighted average costs of capital of 8.07% (an average of 6.4% in 2024); or
- An implied underlying EBITDA growth rate for the years 2027 – 2040 of - 0.11% (-0.16% in 2024)

While each of these parameters taken in isolation is unlikely to lead to an impairment of the goodwill allocated to the Domestic segment, an unfavourable combination of several of these parameters could result in an impairment. For instances,

- If each of the WACC rates used in the Domestic impairment test were increased by 0.5% in absolute terms, Domestic recoverable value would equal its carrying amount with an underlying EBITDA implied compound growth rate for the years 2027 – 2040 of 0.25% (0.78% in 2024).
- If revenue growth decreased by 0.5% in absolute terms, Domestic recoverable value would equal its carrying amount with a decrease of the forecasted underlying EBITDA margin percentage for the years 2027 – 2040 by 0.89% in absolute terms (1.16 % in 2024), bringing the average margin for the period down to 30.1% (31.62% in 2024).

In the event that the expected collaboration scenario between Proximus and the other operators, particularly in the mid dense and less dense areas, does not materialize, management is committed to explore, develop and execute alternative scenarios to connect those areas. While this could negatively impact the recoverable amount of the Domestic segment, it will still exceed the segment's carrying amount. However, the headroom in certain scenarios could become more sensitive to adverse changes in growth assumptions and in the discount rate (WACC).

International

As noted in Section 2, the operations of this segment are driven by BICS, TeleSign, and Route Mobile. The valuation of the segment corresponds essentially to the sum of the valuations of these three companies, each measured based on its value in use, applying an income-based valuation technique.

The recoverable amount of International has been estimated based on its value in use, derived from the Group's Five-Year Plan (2026-2030) presented by management to the Board of Directors on 6 February 2026.

The impairment test performed at year-end 2025 indicated that the goodwill allocated to the international segment was impaired. The segment's carrying amount of EUR 1.35 billion exceeded its recoverable amount of EUR 1.08 billion, resulting in an impairment loss of EUR 275 million. This compares with a headroom of EUR 1.47 billion at 31 December 2024, based on a recoverable amount of EUR 2.95 billion and a carrying amount of EUR 1.48 billion. The valuation was performed using an implicit weighted average cost of capital of 9.88% (10.79% in 2024), a terminal-value revenue growth rate of 1.96% (3.08% in 2024) applied to the revenue beyond 2030 and an underlying EBITDA margin in the terminal value of 10.5% (14.6 % in 2030 in the 2024 test). The pre-tax weighted average cost of capital amounted to 12.6% in 2025.

The decline in the value of the international segment mainly reflects a structural deterioration in market conditions in the CPaaS/SMS business, and particularly in the International One-Time Password use case, to which the segment is significantly exposed, leading to a reduction of the segment expected direct margin, EBITDA and free cash flows. Updated forecasts indicate that weaker performance is not temporary but has a long-term impact on the segment's plan. This updated outlook, combined with missed expected cross-sell synergies between TeleSign and Route Mobile, integration challenges and the need to reassess long-term trending, explains the significant reduction in the segment's recoverable amount.

The table below summarizes the post-tax weighted average costs of capital and the growth rate used in the determination of these entities fair values:

	WACC		Revenue growth rate			
			2024		2025	
	2024	2025	In 5-Year Plan	In terminal value	In 5-Year Plan	In terminal value
BICS	10.3%	7.4%	0.3%	0.0%	-2.3%	0.5%
TeleSign	10.5%	9.5%	13.3%	3.5%	-0.2%	2.0%
Route Mobile	12.0%	12.0%	21.2%	5.0%	5.5%	3.0%
International segment	10.8%	9.9%	9.4%	3.1%	0.6%	2.0%

	Underlying EBITDA growth rate			
	2024		2025	
	In 5-Year Plan	In terminal value	In 5-Year Plan	In terminal value
BICS	4.6%	0.0%	-5.3%	0.5%
TeleSign	131.6%	3.5%	21.1%	2.0%
Route Mobile	22.9%	5.0%	6.3%	3.0%
International segment	19.9%	3.1%	0.6%	2.0%

An adverse variation of 0.5% (in absolute terms) in each of the following parameters, assessed in isolation, would reduce the segment's value by:

- a 0.5% increase in the WACC: EUR -69 million
- a 0.5% decrease in the long-term growth rate: EUR -51 million

BICS

BICS's revenue declined by 20% in 2025 compared with 2024, mainly due to the ongoing shift from traditional communication channels to digital alternatives and the market-wide decline of the legacy P2P Voice & Messaging business. The Group expects these downward pressures to continue over the next five years, which explains the revised revenue growth outlook for this period. However, the impact is expected to gradually lessen, supported by anticipated growth in BICS's other business lines, particularly in mobility services, CloudCom, Sim for Things and Network API.

Beyond the long-term growth rate and the post-tax weighted average cost of capital (WACC), the key variables used in determining BICS value in use were:

- The direct margin: BICS direct margin is highly sensitive to its voice and messaging activities, transaction volumes, as well as to the pricing of mobility and capacity products, competitive pressure on the margins, speed of new products take off.
- The operational expenditures: BICS expenditures are sensitive to inflation, especially in Belgium where salaries are directly indexed to inflation.
- The capital expenditures, which are assumed to be very stable over time.

TeleSign

TeleSign's revenue decreased by 16% in 2025 compared with 2024, mainly reflecting the structural decline in the CPaaS SMS business, with a particularly high exposure to the strongly decreasing International One Time Password market. To reflect this trend, the revenue growth assumptions have been revised downward compared with those used in 2024.

Over the five-year business plan, the impact of this decline is expected to be progressively mitigated by (i) the strong anticipated growth of the high margin Digital Identity products, which already represent more than one-third of TeleSign's revenue in 2025 and benefit from the company's solid positioning in this segment, (ii) TeleSign's ability to capture growth opportunities in the Omnichannel market (including WhatsApp, email and RCS), (iii) the strategic refocus on domestic markets, particularly the United States, which offers a more favorable margin profile, and (iv) the expected benefits from the launch of Network APIs leveraging assets across the three companies belonging to the International segment.

TeleSign's underlying EBITDA considered in the valuation exercise is supported by improvements in direct margin driven mainly by the anticipated growth of Digital Identity products and by a slower pace of Opex growth, given the entity largely fixed cost structure.

Beyond these elements, TeleSign direct margin and EBITDA are also impacted by the mobile network termination prices, as these affect production costs and the overall pricing of TeleSign solutions.

Route Mobile

Route Mobile's revenue is also impacted by the evolution of the CPaaS SMS business, although more present on the 'Domestic' markets (mainly India and Colombia), decreasing less than the International One Time Password market. This declining trend is however compensated by the high growth in the CPaaS Omnichannel business, slightly higher than market CAGRS thanks to the strategic focus on this product and on the Domestic markets. Routemobile is also capturing part of the Network API value generated by the international segment.

Route Mobile direct margin is expected to be rather stable over the 5 years planned, while the underlying EBITDA margin is expected to improve slightly until 2030.

Note 4. Intangible assets with finite useful life

(EUR million)	Licenses	Customer base & trade name	TV rights	Intangible Fixed & Mobile network	Software applications	Other intangibles and Intangibles under construction	Total
Cost							
As at 1 January 2024	761	941	624	667	2,951	113	6,058
Additions	9	0	132	62	256	19	479
Acquisition of subsidiary	0	453	0	0	2	20	475
Derecognition	0	-8	-222	-7	-96	-9	-341
Reclassifications	0	0	0	-18	11	7	0
Foreign exchange adjustment	0	8	0	0	3	0	11
As at 31 December 2024	770	1,394	533	705	3,127	151	6,681
Additions	0	0	103	59	243	18	423
Derecognition	0	0	-299	-25	-62	-1	-387
Disposal of subsidiary	0	-14	0	0	-7	-25	-46
Reclassifications	0	0	0	1	3	-4	0
Foreign exchange adjustment	0	-83	0	0	-6	-3	-92
As at 31 December 2025	770	1,297	337	740	3,297	137	6,578
Accumulated amortization and impairment							
As at 1 January 2024	-114	-873	-483	-495	-2,316	-75	-4,356
Amortization charge for the year	-40	-44	-157	-66	-258	-16	-581
Acquisition of subsidiary	0	0	0	0	0	-3	-3
Derecognition	0	8	222	7	96	8	341
Reclassifications	0	0	0	12	-8	-4	0
Foreign exchange adjustment	0	-4	0	0	-2	0	-6
As at 31 December 2024	-154	-912	-417	-543	-2,488	-91	-4,605
Amortization charge for the year	-40	-49	-135	-64	-280	-21	-589
Derecognition	0	0	299	24	62	1	387
Disposal of subsidiary	0	14	0	0	4	16	34
Reclassifications	0	0	0	0	-2	2	0
Foreign exchange adjustment	0	15	0	0	4	1	19
As at 31 December 2025	-194	-933	-254	-583	-2,699	-92	-4,754
Carrying amount as of 31 December 2024	617	482	116	162	639	60	2,076
Carrying amount as of 31 December 2025	577	365	83	157	598	45	1,824

The GSM and UMTS licenses acquisition value include the costs related to the Global System for Mobile communication ("GSM") and Universal Mobile Telecommunication System ("UMTS").

The first phase of the spectrum auction, organized by regulator BIPT, concluded on 20th June 2022. Proximus acquired substantive spectrum rights in the 900 MHz, 1800 MHz and 2100 MHz band, as well as in the auctioned 700 MHz and 3600 MHz bands, essential for a large-scale 5G deployment. These spectrum licenses represent a total investment of EUR 491 million for a period of 20 years (18 years for the 3600 MHz band) which is recognized as intangible fixed asset and payable by annual instalments over the same period. In

addition to this spectrum package Proximus secured on the 20th of July 2022 45 MHz of spectrum in the 1400 MHz band for a total investment of EUR 109 million for a period of 20 years.

The customer bases, trade names and patents were recognized mainly as a result of the purchase price allocation performed when the Group acquired control over Route Mobile, BICS, TeleSign and Mobile Vikings.

In July 2020, Proximus and Eleven entered into an agreement whereby Proximus acquired the right to broadcast to its customers Eleven's Pro League specific channels (national). The contract was signed for a duration of 5 years. The contract with Eleven related to international football events was extended until 2025. The contract was not renewed. In 2025, the Group acquired TV rights for an amount of EUR 103 million mainly broadcasting rights.

Note 5. Property, Plant and Equipment

(EUR million)	Land and buildings	Fixed Network	Mobile Network	Network for converged services	Technical equipment	Other tangible assets and assets under construction	Total
Cost							
As at 1 January 2024	155	9,455	991	43	1,296	136	12,075
Additions	7	581	126	5	76	108	904
Acquisition of subsidiary	3	0	0	0	73	536	612
Derecognition	-7	-516	-95	-7	-80	-6	-711
Classified as held for sale	-44	0	0	0	-158	0	-202
Reclassifications	0	0	0	0	76	-76	0
Exchange adjustment	0	0	0	0	1	0	1
As at 31 December 2024	113	9,520	1,022	41	1,284	699	12,679
Additions	7	476	133	5	78	139	838
Derecognition	-11	-276	-99	-1	-91	-26	-504
Disposal of subsidiary	0	0	-8	0	-3	0	-11
Reclassifications	0	744	0	0	-106	-641	-2
Exchange adjustment	0	0	0	0	-2	0	-3
As at 31 December 2025	110	10,464	1,048	45	1,159	171	12,997
Accumulated depreciation and impairment							
As at 1 January 2024	-53	-6,332	-679	-33	-1,028	-116	-8,241
Depreciation charge for the year	-10	-362	-88	-4	-106	-6	-575
Acquisition of subsidiary	0	0	0	0	-2	0	-2
Impairment charge	0	0	0	0	0	-36	-36
Derecognition	6	514	95	7	82	6	710
Subsidiaries reclassified as held for sale	39	0	0	0	136	36	211
Reclassifications	1	-1	0	0	2	-2	0
Foreign exchange adjustment	0	0	0	0	-1	0	-1
As at 31 December 2024	-18	-6,181	-672	-30	-916	-118	-7,934
Depreciation charge for the year	-8	-409	-80	-4	-97	-5	-603
Impairment charge	0	0	0	0	-1	0	-1
Derecognition	3	277	99	1	89	26	496
Disposal of subsidiary	0	0	4	0	3	0	7
Reclassifications	0	15	0	0	-16	5	4
Foreign exchange adjustment	0	0	0	0	2	0	2
As at 31 December 2025	-22	-6,298	-649	-32	-936	-92	-8,030
Carrying amount as of 31 December 2024	96	3,339	350	11	368	580	4,745
Carrying amount as of 31 December 2025	87	4,166	399	12	223	79	4,967

(*) see note 16

The carrying amount of tangible fixed assets increased by EUR 222 million to EUR 4,967 million, mainly driven by the strong ramp-up of fiber deployment, resulting from Proximus own activities and from the acquisition of control on Fiberklaar and the Mobile network upgrade and consolidation, supporting the Group growth and efficiency ambitions.

The reclassification between 'other tangible assets and assets under construction' and 'fixed network' in 2025 reflects management's assessment that the Fiberklaar network had reached a sufficient level of deployment to be considered usable by Proximus and other telecom operators. Consequently, the Fiberklaar network was deemed ready for its intended use as from the beginning of 2025 and is therefore no longer classified as assets under construction. The Group begins amortizing any additional capital expenditures related to the fiber network immediately upon incurrence.

Per December 2025, the gross carrying amount of fully depreciated property, plant and equipment that is still in use amounts to EUR 5.519 million the majority of which is related to technical and network equipment.

Note 6. Leases

The Group leases several assets including buildings (offices, shops, technical rooms ...), mobile sites (i.e. facilities to install mobile communication equipment), fleet (management cars, utility cars & bikes) and ICT equipment (mainly through the partnership with HCL Technologies that provides the datacenters with equipment). Other assets, like printing machines, are included in ICT because the amounts are not material.

The leases generally have lease terms between 4 and 21 years and the average lease term is 9 years.

The carrying amounts of right-of-use assets recognized and the movements during the period are disclosed below

(EUR million)	Buildings	Mobile sites	Fleet	ICT & Other	Total
As at 1 January 2024	137	89	53	29	308
New contracts	13	8	44	18	83
Depreciations	-32	-29	-32	-10	-103
Contract modifications/disposals/reassessments	6	11	-3	5	19
As at 31 December 2024	124	79	63	42	307
New contracts	23	16	51	1	141
Depreciations	-34	-28	-36	-36	-135
Contract modifications/disposals/reassessments	3	3	2	51	9
As at 31 December 2025	116	70	80	57	323

The carrying amount of right-of-use assets increased slightly in 2025. Additions from newly recognised leases (EUR 141 million) were almost entirely offset by depreciation expense for the year (EUR - 135 million).

The new leases relate mainly to the following asset classes:

- **Buildings:** the increases in new contracts compared with 2024 is essentially the result of leaseback arrangements entered into by the Group in connection with the sale of the datacenter business to Datacenter United in 2025 (see Note 8.4) (+ EUR 13 million at inception).
- **Mobile Sites:** the increases in new contracts compared with 2024 relates primarily to the leaseback of assets previously owned by Proximus Luxembourg Infrastructure, an entity sold by the Group in June 2025 (see Note 8.4). (+ EUR 8 million)
- **Fleet:** fleet-related leases is mainly driven by the continued electrification of the Group's vehicle fleet (employee and utility vehicles), with lease payments for fully electric cars being higher than for hybrid and non-electric vehicles (approximately EUR 7 million of incremental increase on new contracts compared to 2024)
- **Other:** the increase in this category results essentially from the additional leased assets recognized in the context of the Group's partnership with HCL Technologies (approximately EUR 50 million). Lease liabilities increased accordingly as disclosed in the next table.

Note 34.4.8 details the future cash outflows to which the Group is exposed in connection with the planned relocation of its headquarters to the 'Tour & Taxis' site in Brussels.

The carrying amounts of lease liabilities and the movements during the period are disclosed below

(EUR million)	Buildings	Mobile sites	Fleet	ICT & Other	Sub-leases	Total
As at 1 January 2024	138	82	53	14	11	298
New contracts	13	8	88	3	0	112
Contract modifications/disposals/reassessments	7	11	-47	13	0	-16
Capital Reimbursements	-31	-28	-32	-8	-2	-101
As at 31 December 2024	126	73	63	22	10	294
New contracts	51	29	51	1	0	132
Contract modifications/disposals/reassessments	1	2	2	50	0	57
Capital Reimbursements	-33	-28	-35	-20	-2	-118
As at 31 December 2025	145	77	81	54	8	364
Current portion	31	25	32	15	2	104
Non-current portion	114	52	49	39	6	261

The sale of the datacenter business to Datacenter United and the disposal of Proximus Luxembourg Infrastructure in 2025, as detailed in Note 8.4, resulted in the Group entering into additional lease arrangements linked to the underlying asset portfolios transferred. These transactions led to increases in right-of-use assets of EUR 13 million and EUR 8 million respectively, and corresponding increases in lease liabilities of EUR 39 million and EUR 22 million. The total increase in lease liabilities is EUR 40 million higher due to the IFRS sale-and-leaseback accounting treatment, which resulted in the deferral of a part of the gain generated by the by the transaction. The table above shows the movements of the lease liabilities.

There is no material cash outflow in 2025 relating to leases that have not commenced on 31 December 2025.

(EUR million)	2024	2025
The following are the amounts recognized in profit or loss:		
Depreciation	-103	-135
Interest expenses	-10	-12
Total	-113	-147
The Group had total cash outflows for leases of		
Repayment of lease liabilities (cash out for financing activities)	-101	-118
Interest expenses (in the operating cash flow)	-10	-12
Total	-110	-130

The maturity table of the undiscounted expected future cashflows to the lease liabilities are disclosed below:

(EUR million)	2025	2026	2027	2028	2029	2030	2031-2048	Total
As at 31 December 2024								
Undiscounted lease payments	103	69	45	26	18	14	37	311
As at 31 December 2025								
Undiscounted lease payments		112	100	43	32	23	87	397

Note 7. Contract costs

Contract costs include mainly the asset recognized in relation to commissions paid to dealers for the acquisition of post-paid contracts. These costs directly related to contracts, are incurred only because the Group entered into contracts and are expected to be recovered over the contract duration. Contract costs include also the expenses activated to ensure the matching principle with revenue. These activated expenses are taken to profit and loss at the same pace as the recognition of the related revenue.

For commissions related to the acquisition of mobile prepaid customers, the Group applies the practical expedient provided for in IFRS 15, allowing to expense as incurred incremental costs to obtain a contract if otherwise would have been deferred over one year or less.

The asset is deferred on a straight-line basis over 3 years for residential contracts acquired before 2024. For contracts acquired from 2024 onwards, costs are deferred over four years, reflecting the observed increase in customer lifetime. Contracts belonging to the enterprise market are deferred over 5 years. The deferral of these costs is recognized according to their nature being 'cost of material and services related to revenue'.

Movements on contract costs in 2025 and 2024 are as follows:

(EUR million)	As at 31 December	
	2024	2025
Balance as at 1 January	111	103
Decrease/ Increase in contract assets relating to existing contracts in the opening balance		
Normal evolution	-63	-54
New contract costs	55	59
Balance as at 31 December	103	108

The portion of the balance as at 31 December 2025 and 2024 of the contract costs deferred within the year and deferred more than one year are as follows:

(EUR million)	As at 31 December	
	2024	2025
Contract costs	103	108
Deferred within 12 months	48	43
Deferred beyond 12 months	54	65

Note 8. Investments in subsidiaries, joint operations, joint ventures and associates

Note 8.1. Investments in subsidiaries

The consolidated financial statements include the financial statements of Proximus SA and the subsidiaries listed in the following table (the percentage in the table below represents the percentage of shares held by the Group):

Name	Registered office	Country of incorporation	2024	2025
Proximus SA under Public Law	Bld du Roi Albert II 27 1030 Bruxelles VAT BE 0202.239.951	Belgium	Parent company	
PXS Re	Rue de Merl 74 2146 Luxembourg	Luxembourg	100%	100%
Proximus Real Estate SA (previously named Connectimmo SA)	Bld du Roi Albert II 27 1030 Bruxelles VAT BE 0477.931.965	Belgium	100%	100%
Proximus Media House SA	Rue Carli 2 1140 Evere VAT BE 0875.092.626	Belgium	100%	100%
Proximus NXT Nederland BV (previously named Telindus Isit BV)	Krommewetering 7 3543 AP UTRECHT VAT NL 30135115	The Netherlands	100%	100%
Proximus Luxembourg SA	18 rue du Puits Romain 8070 Bertrange VAT LU 15605033	Luxembourg	100%	100%
Proximus NXT IT SA	Koning Albert II laan 27 1030 Brussels VAT BE 0826.942.915	Belgium	100%	100%
Proximus Global SA (previously named Proximus Opal SA)	Bld du Roi Albert II 27 1030 Bruxelles VAT BE 0861.585.672	Belgium	91%	91%
Be-Mobile SA	Kardinaal Mercierlaan 1A 9090 Melle VAT BE 0881.959.533	Belgium (5)	93%	0%
Flitsmeister BV	Landjuweel 24 3905 PG Veenendaal VAT NL 55408567	The Netherlands (5)	93%	0%
Proximus Infrastructure Holding BV (previously named Cascador BV)	Koning Albert II laan 27 1030 Brussels VAT BE 0648 964 048	Belgium	100%	100%

Name	Registered office	Country of incorporation	2024	2025
Clearmedia NV	Merksemsesteenweg 148 2100 Deurne VAT BE 0831.425.897	Belgium	100%	100%
Davinsi Labs NV	Borsbeeksebrug 28/2verd 2600 Antwerpen VAT BE 0550.853.793	Belgium	100%	100%
Belgacom International Carrier Services Mauritius Ltd	Chancery House 5th floor , Lislet, Geoffrey Street Port Louis 1112-07	Mauritius (1)	91%	91%
Belgacom International Carrier Services SA	Bld du Roi Albert II 27 1030 Brussels VAT BE 0866.977.981	Belgium (1)	91%	91%
Belgacom International Carrier Services Deutschland GMBH	Eichweisenring 11 70567 Stuttgart VAT DE 812.710.228	Germany (1)	91%	91%
Belgacom International Carrier Services UK Ltd	2 New Bailey, 6 Stanley Street, Salford Greater Manchester M3 5GS	United Kingdom (1)	91%	91%
Belgacom International Carrier Services Nederland BV	Wilhelminakade 173, unit 41 32 3072 AP Rotterdam VAT NL 808.026.628.B01	The Netherlands (1)	91%	91%
Belgacom International Carrier Services North America Inc	Corporation trust center - 1209 Orange street USA - 19801 Willington Delaware	United States (1)	91%	91%
Belgacom International Carrier Services Asia Pte Ltd	9 Raffles Place, #26-01 Singapore 048619	Singapore (1)	91%	91%
Belgacom International Carrier Services (Portugal) SA	Avenida da Republica, 50, 10th floor 1069-211 Lisboa VAT PT 505.146.720	Portugal (1)	91%	91%
Belgacom International Carrier Services Italia Srl	Via della Moscova 3 20121 Milano VAT IT 13276650150	Italy (1)	91%	91%
Belgacom International Carrier Services Spain SL	Calle Salvatierra, 4, 2c 28034 Madrid	Spain (1)	91%	91%
Belgacom International Carrier Services Switzerland AG	Gesellschaftsstrasse 27 3001 Bern VAT CHE-109.559.886	Switzerland (1)	91%	91%
Belgacom International Carrier Services Austria GMBH	Wildpretmarkt 2-4 1010 Wien	Austria (1)	91%	91%
Belgacom International Carrier Services Sweden AB	Drottninggatan 30 411-14 Goteborg	Sweden (1)	91%	91%
Belgacom International Carrier Services JAPAN KK	10-10 Shirokanedai 3-Chome, Minato-ku Tokyo 108-0071	Japan (1)	91%	91%
Belgacom International Carrier Services China Ltd	5/F Manulife Place 348 Kwun Tong Road, Kowloon Hong Kong	China (1)	91%	91%

Name	Registered office	Country of incorporation	2024	2025
Belgacom International Carrier Services Australia Pty Ltd	1 Margaret Street - Level 11 Sydney NSW 2000 Australia VAT AU93.604.062.900	Australia (1)	91%	91%
Belgacom International Carrier Services Dubai FZ-LLC	Dubai Internet City Premises 306 - Floor 03- Building 02 -PO box Dubai	United Arab. Emirates (1)	91%	91%
Belgacom International Carrier Services South Africa Proprietary Ltd	Highveld Technopark 119 Witch-Hazel Avenue Highveld Technopark	South Africa (1)	91%	91%
Belgacom International Carrier Services Kenya Ltd	5th Floor, West Wing, ICEA Lion Center Riverside Park, PO Box 10643 00100 Nairobi	Kenya (1)	91%	91%
Belgacom International Carrier Services France SAS	Rue du Colonel Moll 3 75017 Paris VAT FR87.422.588.285	France (1)	91%	91%
Belgacom International Carrier Services Malaysia	Level 6, Menara 1 Dutamas Solaris Dutamas, No. 1 Jalan Dutamas 1, 50480 Kuala Lumpur No. 202001015524 (1371844-D)	Malaysia (1)	91%	91%
Torino Holding Corp.	13274 Fiji Way , Suite 600 Marina del Rey, CA 90292	United States (8)	91%	91%
TeleSign Holdings Inc	13274 Fiji Way , Suite 600 Marina del Rey, CA 90292	United States (8)	91%	91%
TeleSign Corporation	13274 Fiji Way , Suite 600 Marina del Rey, CA 90292	United States (8)	91%	91%
TeleSign UK	2 New Bailey, 6 Stanley Street, Salford Greater Manchester M3 5GS	United Kingdom (8)	91%	91%
TeleSign Mobile Ltd	2 New Bailey, 6 Stanley Street, Salford Greater Manchester M3 5GS	United Kingdom (8)	91%	91%
TeleSign Doo	Tresnjnog cveta 1 11070 Novi Beograd	Serbia (8)	91%	91%
TeleSign Singapore Pte. Ltd.	1 Robinson Road, #17-00 AIA Tower Singapore (048542)	Singapore (8)	91%	91%
TeleSign (Beijing) Technology Co., Ltd.	Office 1551, 15/F, Office Building A, Parkview 9 Dongdaqiao Road, Chaoyang District Beijing 100020	P.R. China (8)	91%	91%
Codit Holding BV	Gaston Crommenlaan 14, box 301 9050 Ledeberg VAT BE 662.946.401	Belgium	100%	100%
Codit BV	Gaston Crommenlaan 14, box 301 9050 Ledeberg VAT BE 0471.349.823	Belgium	100%	100%
Codit Switzerland AG	Seefeldstrasse 35 8008 Zürich VAT CHE-335.776.516	Switzerland	100%	100%

Name	Registered office	Country of incorporation	2024	2025
Codit Integration Ltd.	25 Cabot Square E14 4QZ London VAT GB 241.5781.10	United Kingdom	100%	100%
Codit Managed Services BV	Gaston Crommenlaan 14, box 301 9050 Ledeberg VAT BE 0835.734.875	Belgium	100%	100%
Codit Mare Limited	International House, Mdina Road BKR 3000 Mriehel C55412	Malta (7)	100%	0%
Codit Nederland B.V	Krommewetering 7 3543 AP Utrecht VAT NL 30246968	The Netherlands	100%	100%
PXS Portugal Techhub unipessoal Lda (previously named Votijnit Lda. (Codit Portugal))	Edifício LACS Anjos, Rua Febo Moniz, 27 1150-152 Lisboa NIPC 510.595.251	Portugal	100%	100%
Codit Software Limited	International House, Mdina Road BKR 3000 Mriehel C64225	Malta	100%	100%
Codit France S.A.S.	18, Boulevard Maiesherbes 75008 Paris 08 VAT FR 0478.300.189	France	100%	100%
UMBRiO Holding BV	Bisonspoor 3002-A501 3605 LT Maarssen VAT NL 58566317	The Netherlands	100%	100%
Mobile Vikings NV	Kempische Steenweg 309 - box1 3500 Hasselt VAT BE 0886.946.917	Belgium	100%	100%
Telesign Belgium BV	Koning Albert II laan 27 1030 Brussels VAT BE 0781.957.877	Belgium (8)	91%	91%
Telesign Colombia S.A.S	Cr71 B N°49 A27- Sec 2 Bogota DC Tax ID 9016318595	Colombia (8)	91%	91%
Telesign do Brazil	R Dr Sodre 122 Conj 43 Edif SL Business Center Vila Nova Conceicao, Sao Paulo TAX ID 58.506.115/0001-32	Brazil (8)	0%	91%
Telesign Israel (Vokee)	47 Hasivim St. 1st Fl. Petach Tikva Israel 4959503	Israel (8)	91%	91%
3M Digital Networks Private Limited (Mobtexting)	Prestige Technostar - Level 8 - B3 Doddanakundi Industrial Area 2, Bengaluru Bengaluru Urban - Karnataka 560048 U72200KA2012PTCO66750	India (1)	91%	91%
Proximus Ada	Cantersteen 12 1000 Brussels VAT BE 0781.848.902	Belgium	100%	100%
Doktr	Koning Albert II laan 27 1030 Brussels VAT BE 0787.949.212	Belgium (10)	80%	0%
Proximus Luxembourg Infrastructure	18 rue du Puits Romain 8070 Bertrange VAT LU 34353281	Luxemburg (5)	100%	0%
Proximus d.o.o	Tresnjinog Cveta 1/9 Beograd-Novi Beograd	Serbia	100%	100%
BICS South Korea LLC	#401, 4F, 23 Jong-ro 12-gil (Gwancheol-dong), Jongno-gu, Seoul	South Korea	91%	91%

Name	Registered office	Country of incorporation	2024	2025
Route Mobile (UK) Limited	183-189 The Vale London, W3 7RW VAT GB117999757	United Kingdom (2) (3)	68%	68%
Route Mobile Inc.	3240 E State Street Ext. Hamilton, NJ 08619	United States (2) (3)	68%	68%
Route Connect (Kenya) Limited	Standard House Plot Number 209/4045, House Number 10 Nairobi, Standard Street, P.O. Box 67290 Postal Code - 00200 - City Square.	Kenya (2) (3)	68%	68%
365squared Limited	Velzon Building, Block B, Triq Pantar, Lija LJA2023, Malta VAT MT21313106	Malta (2) (3)	68%	68%
Route Mobile Nepal Private Limited	Ward no 11, Trade tower Thapathali, Kathmandu Metropolitan City, Nepal 44600 VAT 606705057	Nepal (2) (3)	68%	68%
Route Mobile Lanka (Private) Limited	47, Alexandra Place Colombo 07, 00700	Sri Lanka (2) (3)	68%	68%
Route Mobile (Bangladesh) Limited	Genetic Bharo Bhuiyan House CWN 3A (A), Road-49, Level 13 Gulshan 2, Dhaka-1212, Bangladesh VAT 001224203-0101	Bangladesh (2) (3)	68%	68%
Route Mobile Malta Limited	Velzon Building, Block B Triq Pantar, Lija LJA2023, Malta VAT MT25478605	Malta (2) (3)	68%	68%
Route Mobile Uganda Limited	Ntinda Complex, Plot 33 Minds Road Block B, 3rd Floor, P O Box. 40411, Nakawa	Uganda (2) (3)	68%	68%
Route SMS Solutions Zambia Limited	2nd Floor, Lotti House, Suite 5 Western Wing, Cario Road Lusaka	Zambia (2) (3)	68%	68%
PT Route Mobile Indonesia	AXATower, 36th Floor, Kuningan City JL Prof. Dr. Satrio, Kav.18, Kuningan Jakarta Selatan 12940 VAT 42.515.929.0-031.000	Indonesia (2) (3)	68%	68%
Send Clean INC	16192 Coastal Highway in the city of Lewes, Country of Sussex	United States (2) (3)	68%	68%
Masivian S.A.S	Carrera 13# 98-70 Of. 305, 304,206,201 Bogota, Colombia VAT 901.034.523-5	Columbia (2) (3)	68%	68%
Masiv Chile SpA	Luis Thayer Ojeada 236 of 31 Comuna providencia	Chili (2) (3)	68%	68%
Mobilink Telecomunicaciones SpA	Av del Parque 5339 of 202 Huechuraba	Chili (2) (3)	68%	68%
Route Mobile Mexico S. de R.L. de C.V.	Calzada las Aguilas 1124 C304 San Clemente Sur	Mexico (2) (3)	68%	68%
Estratec S.A.S	Carrera 13# 98-70 Of. 305, 304,206,201 Bogota, Colombia VAT 830.121.553-1	Columbia (2) (3)	68%	68%

Name	Registered office	Country of incorporation	2024	2025
Elibom Colombia S.A.S	Carrera 13# 98-70 Of. 305, 304,206,201 Bogota, Colombia VAT 830.126.387-8	Colombia (2) (3)	68%	68%
Masivian Peru SAC	Avenida Jorge Basadre 607 equina con Calle Las Palmeras - Oficina 428 y lima, Perú	Peru (2) (3)	68%	68%
Trusense Identity Limited	183-189 The Vale London, W3 7RW	United Kingdom (2) (3) (9)	68%	0%
Route SMS Solutions Nigeria Limited	Suite 202, 2nd Floor, AHCN Towers, CIPM Avenue Central Business District, Alausa, Ikeja, Lagos VAT 17929373-0001	Nigeria (2) (3)	68%	68%
Route SMS Solutions FZE	A1-401B, Building No. A1 Al Hamra Industrial Zone-FZ, RAK United Arab Emirates VAT 100295481400003	United Arab Emirates (2) (3)	68%	68%
M.R Messaging FZE	Al Shmookh Business Center, One UAQ, UAQ Free Umm Al Quwain, U.A.E VAT 100464091600003	United Arab Emirates (2) (3)	68%	68%
Mr Messaging (Holding) Limited	Phoenix Office, Triq Ir-Rebbiegha, Mosta, MST4019, Malta	Malta (2) (3)	68%	68%
Mr Messaging Limited	Phoenix Office, Triq Ir-Rebbiegha, Mosta, MST4019, Malta VAT MT21787513	Malta (2) (3)	68%	68%
Mr Messaging South Africa (Pty)	Noland House, River Park Mowbray, 7700 VAT 4140278476	South-Africa (2) (3)	68%	68%
Route Ledger Technologies Private	408, Fourth Floor, Evershine Mall Mind Space New Link Road, Malad (West) Mumbai- VAT 27AALCS0827P1Zr	India (2) (3)	68%	68%
Send Clean Private Limited	401, Fourth Floor, Evershine Mall New link Road, Malad West., Mumbai, Maharashtra, VAT 27AACC1301P1ZT	India (2) (3)	68%	68%
Route Mobile PTE Ltd.	23 New Industrial Road, #04-09 Solstice Business Center, Singapore 536209 VAT 201628553C	Singapore (2) (3)	68%	68%
Call 2 Connect India Private Limited	401, Fourth Floor, Evershine Mall New link Road, Malad West. Mumbai-400064 VAT 27AACC1911B1ZE	India (2) (3)	68%	68%
Route Connect Private Limited	401, Fourth Floor, Evershine Mall, Meter Cabin No. New Link Road, Malad West, Mumbai City MUMBAI, Maharashtra, India, 400064 VAT 27AAICR8602G1Z9	India (2) (3)	68%	68%
Fiberklaar Midco BV	Raymonde de Larochelaan 13 9051 Sint-Denijs-Westrem VAT BE 760.489.106	Belgium (4)	100%	100%
Fiberklaar BV	Raymonde de Larochelaan 13 9051 Sint-Denijs-Westrem VAT BE 760.540.475	Belgium (4)	100%	100%
Datacenter United Brussels	Rue Carli 2 1140 Evere VAT 1 015 614 744	Belgium (2) (5)	100%	0%
Proximus Services Private Limited	Level 8, Prestige Technostar, B3 Building Doddanakundi Industrial Area 2, Phase 1 Brookefield, Mahadevapura, Bangalore, Karnata- Company ID 197078	India (6)	0%	100%

(1) Entity of BICS Group

(2) Entity created/acquired in 2024

(3) Entity of Route Mobile Group

(4) Entity fully acquired in 2024

(5) Entity sold in 2025

(6) Entity created in 2025

(7) Entity merged in 2025

(8) Entity of Telesign Group

(9) Entity dissolved in 2025

(10) Participation percentage
decreased in 2025

Note 8.2. Material subsidiaries with non-controlling interests

The non-controlling interests presented in the tables below arise from the following ownership structure: Proximus SA holds 91% of Proximus Global SA, which in turn owns 100% of TeleSign and BICS, and 75% of Route Mobile.

Detail of non-wholly owned subsidiaries of the Group that have material non-controlling interests

	Proportion of ownership interests and voting rights held by non-controlling interests			
	As at 31 December 2025			
	Proximus Global SA (previously named Proximus Opal SA)	Route Mobile (Group)	BICS (Group)	Telesign Group
	Belgium	India	Belgium	United States
	9%	32%	9%	9%
	(3)	(3) (4)	(2) (3) (4)	(3) (4)
Summarized financial information in respect of each of the Group's subsidiaries that has material non-controlling interests				
Current assets	104	237	543	93
Non-current assets	85	611	293	99
Current liabilities	3	70	415	165
Non-current liabilities	0	156	9	7
Equity attributable to owners of the company	200	507	358	13
Equity attributable to non-controlling interests	-14	115	54	8
Revenue (total)	3	453	772	407
Expenses (operating)	-5	-403	-665	-409
Profit for the year	0	-78	-92	-80
Attributable to:				
Equity holders of the parent	0	-85	-96	-76
Non-controlling interests	0	7	5	-4
Dividends paid to non-controlling interests	0	2	0	0
Net cash inflow from operating activities	-1	54	60	-8
Net cash outflow from investing activities	0	-10	-37	-7
Net cash inflow / (outflow) from financing activities (1)	-34	-18	-75	11
Exchange rate impact	0	-10	0	-2
Net cash inflow / (outflow)	-36	16	-52	-6

(1) Including lease payments

(2) The partial disposal of BICS took place on December 31, 2024

(3) Including intercompany transactions

(4) excluding intercompany transactions within the subgroup

Proportion of ownership interests and voting rights held by non-controlling interests

As at 31 December
2024

	Proximus Global SA (previously named Proximus Opal SA) (1)	Route Mobile (Group)	BICS (Group)	Telesign Group
	Belgium	India	Belgium	United States
	9%	32%	9%	9%
	(3)	(3) (4)	(2) (3) (4)	(4) (5)
Summarized financial information in respect of each of the Group's subsidiaries that has material non-controlling interests				
Current assets	135	301	680	103
Non-current assets	96	882	461	176
Current liabilities	1	123	542	162
Non-current liabilities	0	210	31	5
Equity attributable to owners of the company	223	682	518	112
Equity attributable to non-controlling interests	8	168	49	0
Revenue (total)	0	335	959	483
Expenses (operating)	-2	-293	-838	-492
Profit for the year	0	8	70	-19
Attributable to:				
Equity holders of the parent	1	-2	70	-19
Non-controlling interests	-1	10	0	0
Dividends paid to non-controlling interests	0	2	0	0
Net cash inflow from operating activities	555	48	101	-18
Net cash outflow from investing activities	-629	40	-38	-12
Net cash inflow / (outflow) from financing activities (1)	178	-27	-59	17
Exchange rate impact	0	0	0	2
Net cash inflow / (outflow)	103	61	4	-11

(1) Including lease payments

(2) The partial disposal of BICS took place on December 31, 2024

(3) Including intercompany transactions

(4) excluding intercompany transactions within the subgroup

Within the 32% interest held by non-controlling shareholders in Route Mobile, approximately 25% remains publicly traded.

Note 8.3. Investments in joint operations, joint ventures and associates

Note 8.3.1 Investments in joint operations

The Group has a material joint operation in Mwingz located Bld Simon Bolivar 34 in 1000 Brussels (VAT BE 0738 987 372). In November 2019, Proximus and Orange Belgium entered into a strategic agreement to share a part of their mobile access networks. The shared mobile access network is planned, built and operated by this joint company, owned 50/50 by Proximus and Orange Belgium which started its services to the shareholders in April 2020. The agreement is based on the following principles:

- The operators contractually share control of the agreement, i.e. decisions about the relevant activities require unanimous consent of the parties.
- Mwingz delivers services to the parents exclusively.

In its consolidated financial statements, the Group accounts Mwingz as a joint operation and recognizes its share in the assets and liabilities and its share in Mwingz costs from third parties, based on its ownership interest. Revenues from the sale of joint operation services to Proximus and Orange Belgium are eliminated.

Note 8.3.2 Investments in joint ventures and associates

(EUR million)	2024	2025
Carrying amount	23	25
Profit / (loss) of continuing operations	-18	-17

In September 2025, Proximus Group lost control of Doktr, which was reclassified as a joint venture. At the transaction date, the Group recognized an investment in the entity amounting to EUR 3 million (see Note 8.4). For both 2024 and 2025, the equity injections during the year and the Group's share of the entities' net losses largely offset each other.

The Group had interests in the following joint ventures and associates:

Name	Registered office	Country of incorporation	Group's participating interests	
			2024	2025
Associates				
Belgian Mobile ID SA/NV	Markiesstraat 1 1000 Brussel VAT BE 541.659.084	Belgium (1)	15%	15%
Synductis CV	Brusselsesteenweg 199 9090 Melle VAT BE 502.445.845	Belgium (1)	17%	17%
Experience @ work CVBA	Abdydreef 14 3070 Kortenberg VAT BE 627.819.632	Belgium	30%	30%
Tessares SA/NV	Avenue Jean Monnet 1 1348 Ottignies-Louvain-la-Neuve VAT BE 600.810.278	Belgium	23%	23%
aug.e NV (former I.Leco NV)	Berkenlaan 8C 1831 Diegem (Machelen) VAT BE 471.967.356	Belgium	48%	48%
Belgian Parking Register NV	Kardinaal Mercierlaan 1A 9090 Melle VAT BE 0778.406.687	Belgium	50%	0%
Ads&Data	Harenseseesteenweg 226 1800 Vilvoorde VAT BE 0809.309.701	Belgium (1)	11%	11%
Glasfaser Ostbelgien	Klötzerbahn 24 4700 Eupen VAT BE 0791.811.295	Belgium	50%	50%
FTI NV (Flanders Technology&Innovation)	Green Energy Park Ottergemseesteenweg Zuid 808/b377 9000 Gent VAT BE 1003.648.706	Belgium	11%	11%
Clarence S.A.	202, Z.A.E.Wolser F. 3290 Bettembourg VAT LU 35.288.286	Luxemburg	40%	40%
Route Mobile LLC	Business Bay, One by omniyat, 4th Floor, Office N° 403, PO Box 211743 Dubai VAT 100284371000003	United Arab Emirates (2)	33%	33%
Route Mobile	34, Wafra Downtown, Floor 4, Office No. 7 Block 5, Ahmed Al Jaber st, P.O.Box - 443-8000 Sharq 153000, Kuwait.	Kuwait (2)	33%	33%
Route Mobile Arabia Telecom	Office # 12? Building 4454, King Abdullah Ibn Abdulaziz Saud Branch Road Secondary # 6876, Al Mughrazat District, Postal Code 12482, Riyadh VAT 311053171900003	Saudi-Arabia (2)	48%	48%
Route Mobile Limited (Ghana)	Plot 8 (HW9) Teshie Rasta Rd, Mangoase La Dade – Kotopon, GL – 094-6225 VAT C0006675603	Ghana (2)	48%	48%
Doktr	Koning Albert II laan 27 1030 Brussels VAT BE 0787.949.212	Belgium (3)	80%	53%

Joint ventures

Unifiber Midco SA	Waterloo Office Park Drève Richelle 161 D, Boite 20 1410 Waterloo 0771.814.647 RPR/RPM	Belgium	50%	50%
Unifiber SA	Waterloo Office Park Drève Richelle 161 D, Boite 20 1410 Waterloo 0771.870.372 RPR/RPM	Belgium	50%	50%

(1) Significant influence as Proximus has a board member

(2) Entity of Route Mobile Group

(3) Participation percentage decrease in 2025

Unifiber was co-created in July 2021 with Eurofiber to accelerate the roll-out of fiber in Wallonia. Unifiber works to design, build, maintain, and upgrade the fiber network across the region to accelerate super-fast and stable fiber connectivity in Wallonia. Unifiber's target is to connect 0.6 million homes and businesses in Wallonia. Proximus holds 49.99% of Unifiber and the arrangement qualifies as joint venture under IAS 28.

In September 2022, Proximus co-created "Glasfaser Ostbelgien" or GO Fiber, a public-private partnership with the German-speaking Community and Ethias. Its objective is to connect almost all the 40,000 homes and businesses in this region, including in the so-called "white zones". Proximus owns 49.96% of Glasfaser Ostbelgien. The arrangement qualifies as associate under IAS 28.

Contingencies and commitments in relation with the joint-ventures and associates fiber entities (Unifiber and Glasfaser Ostbelgien):

Imposed to the fiber entities

- After the roll-out period, Unifiber is required to meet the net debt/EBITDA target ratios defined in their shareholders' agreements. Available cash must be used to meet these targets as a matter of priority before any distribution to shareholders.

Imposed to the fiber entities' shareholders

- Proximus has a contractual obligation to financially support Unifiber by acquiring a predefined volume of fiber connections for the already deployed areas (see notes 12 and 15). This will be done by the complete migration of its customer base and the phasing out of its copper network within a few years after the completion of the fiber rollout. For Glasfaser Ostbelgien, there is no predefined volume, but there is still the migration commitment.
- Upon the occurrence of a "Flip Over Event" (such as the achievement of the deployment of the network on a targeted number of households, a predefined date, etc.), the shareholders of the fiber entities are obliged to transfer the minimum number of shares required to Proximus for the latter to obtain control by having the majority of the shareholding. If necessary, and in the most limited way possible, adaptations could be made to the shareholders' agreements in order to ensure control at Proximus after Flip Over. The earliest change of control is expected to occur in 2031.
- At the timing of the Flip Over, Proximus has the right to acquire the number of shares necessary to own at least 50% plus one and up to 75% minus one of Glasfaser Ostbelgien Shares.
- Unifiber and Glasfaser Ostbelgien will maximize their funding through debt and operating cash flows. The shareholders will supplement the remaining financing needs with a capital injection, pro rata to their share.
- All shares held by Midco Unifiber in Unifiber are pledged to financial institutions as part of the financing arrangements obtained by Unifiber. The same applies to the shares held in Glasfaser Ostbelgien

Changes in associates and joint ventures:

(EUR million)	Unifiber SA	Fiberklaar BV	Other Associates	Total
Carrying amount				
As at 1 January 2024	11	77	2	90
Investments	15	0	3	18
Loss for the year	-9	-11	2	-18
Reclassification due to change in control	0	-67	0	-67
As at 31 December 2024	17	0	7	23
Investments	15	0	2	17
Loss for the year	-15	0	-2	-17
Reclassification due to change in control	0	0	3	3
As at 31 December 2025	17	0	9	25

At the end of July 2024, Proximus acquired 100% of Fiberklaar (see note 8.4). As a result, Fiberklaar has been fully consolidated since that date. Prior to the acquisition, Proximus accounted for its interest in Fiberklaar as an associate in accordance with IAS 28

Summary of balance sheet, profit and loss and other comprehensive income of the material associates and joint ventures:

(EUR million)	Unifiber		Fiberklaar	
	2024	2025	YTD-Jul 24*	2025
Non-current assets	363	558	630	0
Current assets	26	39	46	0
Cash and cash equivalents	20	3	38	0
Total assets	390	597	676	0
Equity	37	37	162	0
Non-current liabilities	302	400	460	0
Interest-bearing liabilities	302	400	460	0
Current liabilities	51	160	54	0
Total liabilities and equity	390	597	676	0
Total income	1	4	4	0
Total operating expenses before depreciation and amortization	-4	-6	-7	0
Depreciation and amortization	-1	-3	-2	0
Finance income	3	0	3	0
Interests and debt charges on financial instruments at amortized costs	-19	-25	-17	0
Tax expense	2	0	0	0
Profit or loss from continuing operations	-19	-30	-18	0
Total comprehensive income	-19	-30	-18	0
% ownership	50%	50%	50%	0%
Share held in Equity	18	19	81	0
Harmonization and retreatment	-2	-2	-14	0
Carrying amount	17	17	67	0

Note 8.4. Acquisitions and disposal of subsidiaries, joint ventures and associates

Disposal of subsidiaries in 2025

Sale of datacenter business to Datacenter United

On March 1, 2025, Proximus completed the sale of its datacenter business to Datacenter United, a Belgium-based service provider, for a consideration of EUR 130 million, net of cash held within the subsidiary at the transaction date.

As part of the transaction, Proximus entered into a Master Service Agreement (MSA) with the acquirer to ensure the continued provision of datacenter services for an expected term of 15 years (initial term of 10 years, with an option to extend for an additional 5 years). Under this agreement, Proximus has committed to a defined colocation capacity and related services for the duration of the contract.

The transaction perimeter also included real estate assets located in Evere and Mechelen, for which Proximus entered into separate multi-year lease agreements covering office and telecommunications spaces (see note 6).

The table below presents the carrying amounts of the assets and liabilities associated with the divested business as at 28 February 2025, the transaction date, when they were classified as held for sale until completion of the sale.

(EUR million)			
Non-current assets	26	Non-current liabilities	0
Plant property and equipment	26		
Current assets	0	Current liabilities	1
Trade receivables	0	Trade payables	1
Assets classified as held for sale	26	Liabilities classified as held for sale	1
Net asset transferred	25		

The transaction generated a gain of EUR 103 million, of which EUR 77 million was recognized at transaction date, with the remainder being deferred through a reduction of the right-of-use asset recognized at transaction date. This reflects the fact that part of the transaction qualifies as 'sale and leaseback' (see note 6). The deferral period spans 8 to 15 years, corresponding to the lease durations of the assets leased back.

At transaction date, lease liability and a right-of-use asset were recognized, respectively EUR 39 million and EUR 13 million. To calculate the portion of the gain related to leaseback assets, the Group had to make assumptions regarding the allocation of the gain among the different components of the transaction, the fair value of the buildings and racks, the part of the colocation fee paid for the lease components, and the estimated duration of the leases. The Group used market data or information resulting from negotiations between the parties involved in the transaction as much as possible.

Disposal of Proximus Luxembourg Infrastructure

In November 2024, Proximus Group signed a binding agreement with InfraRed Capital Partners to sell 100% of the shares of Proximus Luxembourg Infrastructure (PLI), a wholly owned subsidiary prior to the transaction. PLI comprised Proximus Luxembourg's telecommunications passive infrastructure business, including existing sites, related assets, and lease agreements.

The transaction, subject to regulatory approvals, was finalized on June 12, 2025, for a closing price of EUR 110.8 million. The consideration received, net of cash held within the subsidiary at the transaction date, amounted to approximately EUR 101 million.

As part of the agreement, Proximus Luxembourg will remain an anchor tenant on the sites transferred and has arranged with PLI to provide services on a non-exclusive basis. These services cover both the existing sites transferred to PLI and any new sites that may be developed. The services have been provided to Proximus Luxembourg since December 1, 2022.

The table below presents the carrying amounts of the assets and liabilities associated with the divested business on April 30, 2025, the transaction date, when they were classified as held for sale until completion of the disposal.

(EUR million)			
Non-current assets	9	Non-current liabilities	7
Pylons	4	ARO provisions	2
Right of Use Assets	5	Lease liabilities	5
Current assets	9	Current liabilities	3
Cash & cash equivalents	9	Other	3
Assets classified as held for sale	19	Liabilities classified as held for sale	10
Net asset transferred	9		

The transaction resulted in a gain of EUR 102 million, with EUR 88 million recognized on the transaction date. The remaining amount was deferred by reducing the right-of-use asset at the transaction date, reflecting that part of the transaction qualified as 'sale and leaseback'. The deferral period spans 15 years, corresponding to the lease durations of the assets leased back.

At the transaction date, lease liability and a right-of-use asset were recognized, amounting to EUR 22 million and EUR 8 million, respectively. To determine the portion of the gain related to leaseback assets, the Group made assumptions regarding the allocation of the gain among the various components of the transaction, the fair value of the pylons transferred, the portion of the services fee paid to PLI for the lease components, and the estimated duration of the leases. The Group utilized market data or information from negotiations between the parties involved as much as possible.

Further details on the transaction impact on the Group lease liabilities can be found in note 6.

Disposal of Be-Mobile

On October 2, 2025, Proximus completed the sale of its 92.7% stake in Be-Mobile to Arrive, a global provider of digital parking and mobility solutions. The transaction was based on an enterprise value of EUR 170 million, and the consideration received, net of cash held within the subsidiary at the transaction date, amounted to EUR 154 million. The transaction generated a gain of EUR 119 million. Be-Mobile is recognized as the market leader in Benelux for subscription-based driver companion applications, mobility payment solutions, and traffic data and control services.

The table below presents the carrying amount of the assets and liabilities associated with the divested business as at Sep 30, 2025, the transaction date, when they were classified as held for sale until completion of the disposal transaction.

(EUR million)

Non-current assets	32	Non-current liabilities	1
Goodwill	18	Lease liabilities	1
Intangible assets	12	Provisions	0
Right of use	1		
Current assets	51	Current liabilities	26
Inventories	6	Trade payables	16
Trade receivables	22	Advances received	5
Other	2	Other	5
Cash & cash equivalents	21		
Assets classified as held for sale	83	Liabilities classified as held for sale	27
Net asset transferred	56		

Loss of control on Doktr

Doktr is a digital healthcare platform that provides patients with secure access to telemedicine services, including video consultations and other digital health tools.

In September 2025, the entry of a fourth shareholder into Doktr's capital and the subsequent amendment of the shareholder agreement resulted in Proximus losing control over the entity. Proximus concluded that it no longer exercises control, as decisions on key activities—such as the budget, business plan, and appointment of senior management—now require unanimous consent rather than being taken solely by Proximus. Given that the entity is expected to deliver services primarily to parties other than its shareholders, the arrangement qualifies as a Joint Venture under applicable accounting standards.

The transaction, which is deemed disposal, generated a gain of EUR 2.2 million and led to the recognition of a participation for an amount of EUR 3 million. The consideration paid, net of cash held within the subsidiary at the transaction date, amounted to EUR - 1 million.

The net asset transferred associated with the divested business as of Sep 30, 2025, was lower than EUR 1 million.

Acquisitions in 2024

Acquisition of Route Mobile Limited

On May 8, 2024, after receiving all necessary regulatory approvals, Proximus Group completed the acquisition of a 58% stake in Route Mobile. Route Mobile is a global service company developing cloud communication services that has created a scalable and flexible industry leading global CPaaS platform, with omnichannel capabilities and built a position as a gateway, with global network and coverage, and full suite of A2P messaging solutions. This acquisition was conducted through Proximus Global, a Proximus group wholly owned subsidiary prior to the transaction. The initial cash consideration for this transaction was INR 59,224 million (EUR 662 million), which equates to a share price of INR 1,626.40.

To mitigate the risk of currency fluctuations until the closing of the transaction, Proximus Global entered a derivative foreign exchange forward contract at the time of deal signing. This hedging transaction, to which hedge accounting was applied, was settled in May 2024, resulting in a payment of EUR 26 million to Proximus Global.

Additionally, a mandatory tender offer (MTO) was completed on April 26, 2024. Under this offer, Proximus Global acquired an additional 25.11% stake in Route Mobile at the same initial share price, amounting to a consideration of EUR 293 million.

As a result of these transactions, Route Mobile has become a subsidiary of Proximus Global, with Proximus Global holding 83.11% of the extended voting share capital and common stock of Route Mobile. This percentage changed post-acquisition (see chapter "Post-Acquisition Date") due to a sale of shares by Proximus Global in the third quarter of 2024, the exercise of stock options granted by Route Mobile under the two ESOP plans launched in 2017 and 2021 (see note 35) and the contribution of BICS shares, a Group subsidiary fully owned by Proximus SA before the contribution, to Proximus Global. The shareholding percentage remains subject to further dilution due to the outstanding stock options as of December 31, 2024.

Concurrently with the above acquisition, the founding shareholders of Route Mobile acquired a 12.72% equity stake in Proximus Global on May 23, 2024, for a consideration of EUR 300 million. In substance, this transaction represents a change in ownership interest in Proximus Global without loss of control by Proximus Group. Therefore, it qualifies as an equity transaction between shareholders under the economic entity model in IFRS 10. The difference between the amount by which the non-controlling interests of Proximus Global (excluding interest in Route Mobile) is recorded (EUR 17 million), and the fair value of the consideration transferred (EUR 182 million), amounted to EUR 165 million and was recognized directly in equity.

After accounting for this reinvestment to acquire Route Mobile, the total net cash outflow (excluding the cash present within Route Mobile at the acquisition date) amounted to EUR 629 million. This was financed by the issuance of a EUR 700 million bond on March 20, 2024. As a result, Proximus Group held a 72.54% ownership stake in Route Mobile.

The different steps of the acquisition are one single transaction as they were negotiated together and/or result from legal requirements.

The consideration is detailed as follows (EUR million):

Mandatory tender offer (MTO) of 25.11% of ownership interests in Route Mobile	293
Acquisition of 58% of ownership interests in Route Mobile	662
Impact of cash flow hedge	-26
Cash received from Sellers	-300
Cash Consideration	629
Sale 12,72% shares of Proximus Opal (excluding interest in Route Mobile)	182
Total Consideration	812

The cash outflow on acquisition is as follows (EUR million):

Total net cash outflow to acquire the subsidiary	629
Net cash acquired of the subsidiary	-41
Transaction costs (being part of the operating cash flow)	28
Net cash outflow	616

Assets acquired and liabilities assumed

During the second quarter of 2025, the Group finalized the PPA for Route Mobile, which it acquired in May 2024. Compared to the year-end 2024, this resulted in an increase in goodwill, at acquisition date, of EUR 9.8 million and in non-controlling interests of EUR 4.5 million. The adjustments primarily relate to losses recognized on advanced payments (EUR 8 million) and an increase in contingent liabilities recognized in the framework of the Purchase Price Allocation (PPA), amounting to EUR 6 million.

The table below shows the provisional amounts for the net assets acquired and goodwill recognized at the acquisition date, post final Purchase Price Allocation:

The fair value of the identifiable assets and liabilities of Route Mobile as at the date of acquisition is detailed as follows:

EUR million	Fair Value recognized at acquisition	Carrying value
Goodwill acquired	0	57
Intangible assets with finite useful life	469	38
Property, plant and equipment	5	4
Right of use asset	3	3
Deferred income tax assets	2	1
Other non-current assets	133	43
Trade receivables	146	146
Current income tax assets	1	1
Other current assets	20	20
Investments	30	30
Cash and cash equivalents	41	41
Total assets	850	386
Non-current interest-bearing liabilities	9	9
Lease liabilities	3	3
Liability for pensions and termination benefits	1	1
Provisions for liabilities and charges	125	3
Deferred income tax liabilities	97	5
Other non-current payables non-interest bearing	8	8
Current interest-bearing liabilities	25	25
Trade payables	70	70
Contract liabilities	3	3
Other current payables	4	4
Income tax payables	9	9
Total liabilities	354	140
Net assets acquired	496	245
Consideration	812	
Non-controlling interests (PPA)	115	
Goodwill arising on acquisition	431	

The table above includes a sellers indemnification asset of EUR 93 million for the sole benefit of Proximus Global, recognized in relation to contingent liabilities, within the framework of the PPA. This asset is therefore entirely allocated to Proximus Global. No NCI has been calculated on it, unlike the contingent liabilities.

The Group identified and separately recognized on an aggregated basis the following intangible assets in this business combination: trademarks, customer relationships and technology platforms, software and licences and non-compete agreements. Altogether, the fair value of the identified intangible assets is EUR 469 million as of December 31, 2024. The valuation of assets identified was based on the following methods:

- (1) Customer relationships: using a Multi Excess Earnings Method (MEEM), in which the value of a specific intangible asset is estimated from the residual earnings after fair returns on all other assets employed (including other intangible assets) are deducted from the business' after-tax operating earnings.
- (2) Trademarks and technology platforms: using the Relief-from-royalty method, estimating the value of future foregone royalty payments over the life of the asset by virtue of owning the asset.

The recognition of the fair value of the intangible assets resulted in additional amortization expense amounting to EUR 23 million for the period between the acquisition date and December 31, 2024, and of EUR 31 million in 2025.

The fair value of PPE ("land & buildings") amounts to EUR 5 million as of December 31, 2024. A fair value step-up of EUR 0.5 million has been recognised related to the office in Dubai estimated on the basis of publicly available selling price per square foot of similar buildings in Dubai (i.e., market comparable prices) with a 10% discount.

Fair value estimates are based on a complex series of judgments about future events and uncertainties and rely heavily on estimates and assumptions used to determine the estimated fair value assigned to each class of assets acquired and liabilities assumed, as well as asset lives.

The deferred tax liability of EUR 92 million as of December 31, 2024, has been recognized in relation to the fair value step up of tangible and intangible assets applying the Indian corporate income tax rate.

Contingent liabilities that met recognition requirements under IFRS 3 have been identified and measured at EUR 111 million. The valuation is based on investigations and a detailed risk analysis performed using the information available at the acquisition date. In accordance with the Route Mobile Share Purchase Agreement, these contingencies are largely offset by the seller's indemnification for the benefit of Proximus Global, amounting to EUR 93 million (100 million USD), limiting the net exposure to less than EUR 20 million as of the acquisition date. Recalculations have not yet been fully performed and finalised in this respect as of December 31, 2024.

Additional provisions for onerous supplier contracts have been recognized for a total amount of EUR 8 million, among others as SMS volumes from clients reduced significantly due to stringent sanctions imposed upon Myanmar. A deferred tax asset of EUR 0.3 million has been recognized in relation to the provision for onerous contracts, applying the Maltese corporate income tax rate.

The Group elected to recognize non-controlling interests at their proportionate share of the acquired net identifiable assets, valued at their acquisition date fair value. Additionally, the outstanding vested and unvested ESOP share-based payment transactions have been measured at their market-based value as if the acquisition date were the grant date. They are allocated to the non-controlling interest based on the ratio of the portion of the vesting period completed to the total vesting period, for an amount of EUR 4 million. As a result of the revised purchase price allocation exercise, the total non-controlling interests amounted to EUR 115 million in addition to the EUR 17 million recognized in relation to the transaction qualifying as an equity transaction (see above the text on the equity transaction).

The goodwill is attributable to expected synergies with the Group, as the combination will enable it to thrive by delivering a distinctive customer value proposition and making structural changes to create a more sustainable and efficient operating model. The acquisition also brings the potential to drive significant revenue and margin synergies for the Group, contributing to the Group's revenue growth from closing date and being accretive to Proximus' earnings in future years.

Route Mobile was consolidated using the full-integration method as of April 30, 2024.

Acquisition-related costs, which include legal and other fees, amounted to EUR 28 million, have been recorded primarily under operating expense. According to IFRS 3 'Business Combinations', the payment of these costs cannot be considered part of the consideration transferred to the sellers in exchange for control of Route Mobile. The costs to issue the EUR 700 million bond to finance the transaction, and are part of the acquisition-related costs, are deferred over the duration of the bond. These costs amounted to EUR 6.2 million.

Post-acquisition date

To comply with Indian regulation, which mandates that the public shareholding of an Indian listed company must be at least 25%, Proximus Global sold 5,024,376 shares in the third quarter of 2024. This sale, equivalent to 8.0% of Route Mobile's total outstanding

shares, generated proceeds of EUR 90 million. Consequently, Proximus Global's shareholding in Route Mobile decreased from 83.11% to 75.11% as of December 31, 2024. The Group's shareholding percentage consequently decreased from 72.54% to 65.56%. This transaction qualified as an equity transaction as resulting in a decrease of ownership without loss of control. It led to an increase of the non-controlling interests by EUR 43 million and of the shareholders' equity by EUR 47 million. These two items accounted for nearly the entire EUR 83 million reported in the cash flow from financing activities.

The exercise of stock options granted by Route Mobile under the two ESOP plans launched in 2017 and 2021 (see note 35) in September and November 2024 led to further dilution of the Group's shareholding in Route Mobile. A total of 174,165 shares were exercised, resulting in Proximus Global's stake in Route Mobile decreasing from 75.11% to 74.90% (and from 65.56% to 65.37% at Group level). These transactions qualified as equity transactions as resulting in a decrease of ownership without loss of control.

The Group transferred all the BICS shares owned by Proximus SA (ownership of 100% before the transaction) to Proximus Global, an entity that it controlled and owned at 87.28 %. This transfer, effective as of December 31, 2024, encompassed all business activities of BICS and was structured as a contribution in kind against issuance of new shares of Proximus Global. The transaction led to the increase of the Proximus Group shareholding in Proximus Global from 87.28% to 91.30%, and de facto, to an increase in the shareholding in TeleSign (from 87.28% to 91.30% and Route Mobile from 65.37% to 68.35% and a decrease in BICS shareholding from 100% to 91.30%). The transaction qualifies as a business combination under common control, for which the Group opted to use the 'predecessor accounting' method. The choice of the method was based on the transaction substance and specific facts and circumstances and because it better reflects the continuity of control. Consequently, the transaction resulted in a EUR 32 million loss recognized in shareholders' equity, as also qualifying as equity transaction. Non-controlling interests increased by EUR 32 million.

In 2024, the Group's share in Route Mobile revenue amounted to EUR 304 million for the period since acquisition. In 2025, the Group's share in Route Mobile revenue totalled EUR 392 million. Excluding transaction and acquisition costs, the net income attributable to the Group, including purchase price allocation (PPA) adjustments, recognized in the 2024 consolidated income statement was EUR -2 million. For 2025, the Group's share in Route Mobile net income amounted to EUR 12 million

Route Mobile contribution to the Group revenue (Group share) and net income (Group share, incl. PPA adjustments), assuming that Route Mobile acquisition date would have been January 1, 2024, would have been, by the end of December 2024, EUR 454 million, and EUR 16 million accordingly and would have been materially different from what is included now in the consolidated income statement.

Acquisition of Fiberklaar

Fiberklaar was co-created in March 2021 by Proximus and EQT Infrastructure to accelerate the roll-out of fiber in Flanders. Fiberklaar works to design, build, maintain, and upgrade the fiber network across the region to accelerate super-fast and stable fiber connectivity in Flanders.

On 26 July 2024, Proximus Group reached an agreement with EQT Infrastructure for the acquisition of its majority stake (50.33%) in Fiberklaar Group ('Fiberklaar'), for a purchase price of EUR 246 million. An amount of EUR 186 million was paid on the acquisition date, with the remaining EUR 60 million settled in December 2025. As a result, Fiberklaar became a subsidiary of Proximus NV/SA, which now holds 100% of the extended voting share capital and common stock of Fiberklaar.

It has been concluded that the acquisition of Fiberklaar by Proximus is qualified as a business combination under IFRS 3. Fiberklaar has substantive processes that are critical to the ability to develop and convert the inputs and conduct its operations.

Prior to the acquisition, Proximus already held a 49.67% stake in Fiberklaar which qualified as an associate under IAS 28. As a result, the transaction qualifies as a business combination achieved in stages (known as a 'step acquisition') as Proximus acquires control of Fiberklaar through this transaction. The previously held equity interest is remeasured to fair value immediately before the acquisition date, and the resulting gain is recognized in profit or loss. The fair value of the previously held interest then forms one of the components that is used to calculate goodwill, along with consideration, less the fair value of identifiable net assets.

The transaction is financed by the issuance of commercial paper and an EUR 700 million long-term hybrid bond (see note 19).

The fair value of previously held interests of 49.67% in Fiberklaar is the following:

<u>Fair value of previously held equity interest (EUR million)</u>	<u>Fair value</u>
Carrying amount of equity interest	67
Gain on equity interest	78
<u>Fair value of previously held equity interest</u>	<u>144</u>

The consideration transferred consists of the following items:

<u>Consideration transferred (EUR million)</u>	<u>Fair value</u>
I. Upfront consideration	186
II. Deferred consideration	57
<u>Total consideration transferred</u>	<u>243</u>

At transaction date, the net cash outflow to acquire the control of Fiberklaar is as follows:

<u>The cash outflow on acquisition is as follows (EUR million):</u>	
Total net cash outflow to acquire the subsidiary	186
Net cash acquired of the subsidiary	-38
Transaction costs (being part of the operating cash flow)	2
<u>Net cash outflow</u>	<u>150</u>

The table below shows the final amounts for the net assets acquired and goodwill recognized for this acquisition.

EUR million	Fair Value recognized at acquisition	Carrying value
Intangible assets with finite useful life	3	3
Property, plant and equipment	606	627
Right of use asset	2	0
Trade receivables	4	4
Other current assets	3	5
Cash and cash equivalents	38	38
Total assets	656	676
Non-current interest-bearing liabilities	460	460
Lease liabilities	2	0
Trade payables	47	47
Other current payables	12	7
Total liabilities	522	514
Net assets acquired	134	162
Net identifiable assets acquired (excluding pre-existing relationships)	134	
Consideration	243	
Fair value of previously held equity interest	144	
Trade payable of Proximus to Fiberklaar (previously existing relationship)	-1	
Trade receivable of Proximus from Fiberklaar (previously existing relationship)	1	
Goodwill arising on acquisition	253	

The business combination settled pre-existing relationships between Proximus and Fiberklaar. This includes contractual seller and customer relationships between these parties. The settlement occurred as the relationship became an 'inter-company' relationship and was eliminated upon acquisition in the net amount of EUR 0.51 million. This is not part of the business combination and is accounted for separately. In accordance with IFRS 3, no gain or loss has been recognized related to the pre-existing contractual relationships that have been effectively settled by the transaction, as the terms of those contracts for the favorable or unfavorable part of are neither favorable or unfavorable at the acquisition date.

The fair value of assets acquired, and liabilities assumed, the allocation of the acquisition price to underlying assets has been finalized during the measurement period at the reporting date as of December 31, 2024. Fair value estimates are based on a complex series of judgments about future events and uncertainties and rely heavily on estimates and assumptions. The goodwill as presented above is not subject to further change. Compared to initial business combination accounting, and the opening balance sheet as of July 31, 2024, the fair value of derivative liabilities has been increased with EUR 0.53 million, which also resulted in a corresponding increase in goodwill. This measurement period adjustment does not have a material impact on the Group's results of operations and financial position.

The goodwill is attributable to expected synergies with the Group. The acquisition ensures enhanced strategic autonomy and increased flexibility for Proximus in the deployment of fiber in Flanders. Through the future integration of its operations, Proximus secured full owner-economics of the network. The agreement is expected to generate synergies through optimizing funding and operating costs and will allow to exchange best practices and continue to roll out fiber in an efficient, qualitative, and customer-friendly way going forward. Fiberklaar will pursue its operations as a standalone entity within the Proximus Group. Fiberklaar will continue to be led by the current management team, with 100% representation of Proximus in the Board of Directors and reinforced operational collaboration between both companies.

Acquisition-related costs, which include legal and other fees for an amount of EUR 1.7 million have been recorded essentially under operating expenses. The payment of these costs cannot be considered as being part of the consideration transferred to the sellers in exchange for control of Fiberklaar in accordance with the provisions in IFRS 3 'Business Combinations'.

Note 9. Equity investments measured at fair value

At 31 December 2025 and 2024, the group held participating interests in non-quoted companies, the fair value amounted to EUR 2 million in 2024 and EUR 2 million in 2025.

The group elected to classify at initial recognition these interests at fair value through other comprehensive income as they are not held for a purpose of trading but acquired with a long-term strategic view.

Note 10. Income taxes

Gross deferred income tax assets / (liabilities) relate to the following:
(EUR million)

	As at 31 December	
	2024	2025
Accelerated depreciation	-32	-27
Fair value adjustments on acquisition	-101	-75
Statutory provision not retained under IFRS	-11	-13
Remeasurement of financial instruments to fair value	-47	-43
Deferred taxation on sales of property, plant and equipment	-7	-7
Post-employment, termination and other benefits	-65	-81
Deferred taxation on contract assets & contract costs	-75	-75
Gross deferred income tax liabilities	-340	-321
Fair value adjustment on fixed assets	11	10
Tax losses carried forward	15	0
Provisions for liabilities and charges	9	8
Other	9	14
Gross deferred income tax assets	44	33
Net deferred income tax assets / (liabilities), when grouped per taxable entity, are as follows :		
Net deferred income tax liability	-313	-292
Net deferred income tax asset	17	4

The movements in 2025 of the deferred tax position are as follows
(EUR million)

As at 31 December 2024	-296
Increase as the result of the purchase price allocation	13
Decrease recognized through other comprehensive income	-23
Increase recognized in income statement	18
As at 31 December 2025	-288

The 2025 deferred tax expense in the profit or loss is mainly the consequence of the increase in the FV adjustments on acquisitions, partially offset by the decrease of the tax losses carried forward, and the post-employment and termination benefits

The deferred income tax assets on fair value adjustment of fixed assets relate mainly to the elimination of the gain resulting from the sale at fair value of certain fixed assets.

2025 in EUR	Total tax deductions and credit carried forward	Tax losses to carry forward	Dividend received deduction	Tax credit carried forward	Limitation disallowed expenses carried forward	Recognized as deferred tax asset
Belgacom International Carrier Services Deutschland	9,083,740	9,083,740	0	0	0	0
Belgacom International Carrier Services France	936,575	936,575	0	0	0	0
Belgacom International Carrier Services South Africa	169,588	169,588	0	0	0	0
Belgacom International Carrier Services Mauritius	119,106	119,106	0	0	0	0
Codit Holding BV	746,084	746,084	0	0	0	0
DOKTR	4,963,438	4,963,438	0	0	0	0
TeleSign Corporation	49,199,613	46,308,294	0	2,085,301	806,018	0
Route Mobile Ghana	374,641	374,641	0	0	0	0
Route Mobile Kenya	15,790	15,790	0	0	0	0
Route Mobile Sri Lanka	29,869	29,869	0	0	0	0
Route Mobile Bangladesh	604,790	604,790	0	0	0	0
Route Mobile Nepal	19,209	19,209	0	0	0	0
Route Mobile Uganda	166,924	166,924	0	0	0	0
Route Mobile Indonesia	476,953	476,953	0	0	0	0
Route Mobile Zambia	1,626	1,626	0	0	0	0
	66,907,946	64,016,627	0	2,085,301	806,018	0

Deferred tax assets have not been recognized in respect of the losses of subsidiaries that have been loss-making for several years. Cumulative tax losses and other assets carried forward available for such companies amounted to EUR 66.9million at 31 December 2025. All tax losses are carried forward, unlimited in time without any expiring date. The offset of US tax losses is generally limited to 80% of the taxable income.

In the income statement, deferred tax income/ (expense) relate to the following:

(EUR million)	Year ended 31 December	
	2024	2025
Accelerated depreciation	5	5
Fair value adjustments on acquisition	9	12
Remeasurement of financial instruments to fair value	0	2
Deferred taxation on sales of property, plant and equipment	0	1
Post-employment, termination and other benefits	0	7
Tax losses carried forward	15	0
Contract assets and contract cost	-6	0
Other	-5	-9
Deferred tax expense of the year	18	18

The consolidated income statement includes the following tax expense:

(EUR million)	As at 31 December	
	2024	2025
Current income tax expense	-75	-100
Deferred income tax	18	18
Income tax expense reported in consolidated income statement	-57	-82

The reconciliation of income tax expense at the statutory income tax rate to income tax expense at the group's effective income tax rate for each of the two years ended is as follows:

(EUR million)	2024	2025
Income before taxes	513	487
At Belgian statutory income tax rate of 25%	128	122
Lower income tax rates of other countries	2	-4
Non-taxable income	-40	-41
Non-deductible expenditures for income tax purposes	12	7
Non-deductible losses from subsidiaries	13	45
Non-deductible losses from joint ventures and associates	5	4
Non-taxable remeasurement	-19	0
Non-taxable gains from disposal of participating interests	0	-71
Investment deduction	-6	0
Income tax adjustments related to prior years	-23	-20
Non-deductible loss from goodwill impairment		69
Other	-14	-29
Income tax expense	57	82
Effective income tax rate	11.15%	16.78%

The 2025 effective income tax rate amounts to 16.78% which is higher compared to the effective income tax rate of 11.15% in 2024. The higher tax rate in 2025 compared to 2024 is mainly linked to the non-taxable gains from disposal of participating interests, partially compensated by the non-deductible losses from subsidiaries and the decrease in non-taxable remeasurement and the loss from impairment... The effective tax rate for 2025 is positively impacted by tax provision adjustments related to prior years (recording of previously non-recognized tax attributes carried forward and tax investment incentives relating to prior years but granted in 2025). The normalized ETR for FY25 correcting for the above elements amount to a similar percentage as last year. The non-taxable income mainly relates to the application of general principles of tax law such as the patent and innovation income deduction applicable in Belgium.

Pillar II

The OECD/G20 Inclusive Framework has continued to advance the implementation of Pillar II throughout 2024 and 2025, with a growing number of jurisdictions enacting legislation introducing a 15% global minimum tax. By the end of 2025, more than 100 jurisdictions had adopted or formally announced Pillar II rules, including key territories where the Group operates.

Additional administrative guidance was issued by the OECD in January 2025 and January 2026, including updates on safe harbours, transitional rules and GloBE Information Return (GIR) requirements. These publications provided further clarification on deferred tax treatment, allocation of taxes, safe harbours and reporting obligations for multinational enterprises.

Pillar II legislation has been enacted in several jurisdictions relevant to the Group, including Belgium (where the Group is headquartered). The Group remains in scope of the Pillar II framework due to consolidated revenues exceeding EUR 750 million.

The Pillar II rules are applicable to the Group as from the 2024 financial year. The Group continues to monitor developments in all jurisdictions in which it operates, particularly those that implemented additional legislative changes during 2025.

IAS 12 Temporary Exception

In line with the amendments to IAS 12, the Group continues to apply the temporary exception from recognising and disclosing deferred tax assets and liabilities related to Pillar II. Accordingly, no deferred tax impacts arising from the GloBE rules are recognised as per 31 December 2025.

Impact Assessment

Based on current legislation and the OECD guidance available at year end 2025:

- The introduction of Pillar II is not expected to materially impact the Group's effective tax rate (ETR).
- Cash tax outflows are not expected to increase materially in the short to medium term, largely due to safe harbour regimes introduced in several jurisdictions.
- The Group anticipates no material increase in overall tax expense arising from Pillar II.

However — and more importantly for forward looking operational planning — the Group expects an increase in compliance and reporting obligations:

- Jurisdiction by jurisdiction effective tax rate computations will require substantial data collection and system adjustments, particularly in countries implementing GloBE Information Return filings.
- New safe harbour regimes (permanent and transitional) will require detailed eligibility assessments and ongoing monitoring.
- Additional domestic reporting obligations introduced during 2025-26 in certain jurisdictions will further increase administrative burden.

While the direct financial impact of Pillar II on the Group's tax payments is expected to remain limited, the Group foresees a notable rise in compliance effort, including data, reporting and governance requirements. These increased obligations will require enhanced internal processes, additional resources, and strengthened coordination across the Group's tax and finance functions.

At present, the Group does not expect a material increase in overall tax expenses in the medium term due to Pillar II, nor any substantial impact on cash tax outflows. The Group will continue to evaluate the interaction between enacted QDMTT, IIR and UTPR rules in the jurisdictions where it operates as authorities issue further guidance and reporting requirements become effective.

Note 11. Assets and liabilities for pensions, other post-employment benefits and termination benefits

The Group has several plans that are summarized below:

(EUR million)	As at 31 December	
	2024	2025
Termination benefits and additional compensations in respect of restructuring programs	61	47
Defined benefit plans for complementary pension plans net liability / (net asset)	-296	-352
Other pension plans	3	3
Post-employment benefits other than pensions	293	267
Net asset recognized in the balance sheet	296	352
Net liability recognized in the balance sheet	358	318
Net liability (current)	34	32
Net liability (non-current)	324	287

The calculation of the liability is based on the assumptions established at the balance sheet date. The assumptions for the various plans have been determined based on both macro-economic factors and the specific terms of each plan relating to the duration and the beneficiary population.

The discount rate used for the valuation of pension plans, other post-employment benefit plans and termination benefits is based on the yield of Eurozone high quality corporate bonds with a duration matching the duration of such plans.

Note 11.1. Termination benefits and additional compensations in respect of restructuring programs

Termination benefits and additional compensations included in this chapter relate to employee restructuring programs. No plan assets are accumulated for these benefits.

In 2016, the Group implemented a voluntary leave program allowing for early termination from the age of 60 (or 58 for a small group). For certain participants to the early leave restructuring plan, benefits are paid from the age of 60 until the earliest retirement date.. The cost evolves with the index and the discount rate. The staff turnover is considered to be zero.

In 2019, Proximus launched its Fit for Purpose (FFP) transformation plan. An analysis based on the company's future challenges has led to the identification of areas of activity that either are being modified or that are disappearing. The provision for termination benefits was entirely booked as a result of a detailed and formal communication to those affected by the plan and as these benefits were not conditional to future service. The provision includes all benefits that are paid to the participants until earlier pensionable date. The long-term part of the provision relates to the payments to be made after more than one year (mainly until pensionable date). This evolves with the index and discount rate. The staff turnover assumption is considered to be zero in the calculation.

Any subsequent re-measurement of the liability for termination benefits and additional compensations is recognized immediately in the profit or loss.

The funded status of the plans for termination benefits and additional compensations is as follows:

(EUR million)	As at 31 December	
	2024	2025
Benefit Obligation	61	47
Benefit obligation in excess of plan assets	61	47

The movement in the net liability recognized in the balance sheet is as follows:

	As at 31 December	
	2024	2025
At the beginning of the year	82	61
Total expense (income) for the period	3	3
Payment to the participants	-23	-17
At the end of the year	61	47

The liability for termination benefits and additional compensations was determined using the following assumptions:

(EUR million)	As at 31 December	
	2024	2025
Discount rate	2.72%	2.72%
Future price inflation	2.60%	2.60%

Sensitivity analysis

An increase or decrease of 0.5% in the effective discount rate involves a fluctuation of the liability by approximately EUR 1 to 2 million.

The Group expects to pay an amount of EUR 13 million for termination benefits and additional compensations in 2026. The payments in 2025 amounted to EUR 17 million.

Note 11.2. Defined contribution and benefit plans for complementary pensions

Defined benefit plans of Proximus SA and some subsidiaries

Proximus SA and some of its Belgian subsidiaries offer defined benefit pension plans for their employees. These plans provide pension benefits, for services as of 1 January 1997 at the earliest. They provide benefits based on salary and years of service. They are financed through the Proximus Pension Fund, a legally separate entity created in 1998 for that purpose.

The financing method is intended to finance the current value of future pension obligations (defined benefit obligation – DBO) relating to the years of service already rendered in the company and taking into account future salary increase. The financing method is derived from calculations under IAS 19. The annual contribution is equal to the sum of the service cost, the net financial cost (interest cost on DBO minus the expected interest income on plan assets) and the amortization of the difference between the assets and the DBO exceeding 10% of the higher of the DBO or the assets. Therefore, the amount contributed may differ from the amount recognized in the income statement.

At 31 December 2025, the assets of the Pension Fund exceed the minimum required by the pension regulator, being the technical provision. The technical provision represents the amount needed to guarantee the short-term and long-term equilibrium of the Pension Fund. It is constituted of the vested rights increased with an additional buffer amount in order to guarantee the long-term durability of the pension financing. The vested rights represent the current value of the accumulated benefits relating to years of service already rendered in the company and based on current salaries. They are calculated in accordance with the pension regulation and applicable law regarding actuarial assumptions.

As for most of defined benefit plans, the pension cost can be impacted (positively or negatively) by parameters such as interest rates, future salary increases and inflation. These risks are not unusual for defined benefit plans.

For the complementary defined benefit pension plan, actuarial valuations are carried out at 31 December by external independent actuaries. The defined benefit obligation (DBO) and the current service cost and past service cost are measured using the projected unit credit method.

The funded status of the pension plans is as follows:

(EUR million)	As at 31 December	
	2024	2025
Defined Benefit Obligation	807	819
Plan assets at fair value	-1,103	-1,170
Deficit / (surplus)	-296	-352

The components recognized in the income statement and other comprehensive income are as follows:

(EUR million)	Year ended 31 December	
	2024	2025
Current service cost – employer	47	47
Net interest	-8	-11
Recognized in the income statement	40	36
Remeasurements		
Actuarial (gains)/losses from changes in financial assumptions	-7	-89
Actuarial (gains)/losses from changes in demographic assumptions	0	20
Actuarial (gains) / losses arising from experience adjustments	-22	23
Actuarial (gains) / losses related to return on assets, excluding amounts included in the net interest cost	-86	-23
Recognized in other comprehensive income	-115	-69
Total	-75	-34

The movement in the net liability recognized in the balance sheet is as follows:

(EUR million)	Year ended 31 December	
	2024	2025
At the beginning of the year	-187	-296
Expense for the period recognized in the income statement	40	36
Remeasurement recognized in other comprehensive income	-115	-69
Contributions paid	-33	-23
Net deficit/ (Net surplus)	-296	-352
Change in plan assets:		
	As at 31 December	
	2024	2025
At the beginning of the year	971	1,103
Interest income	32	36
Return on assets, excluding amounts included in the net interest expense	86	23
Contributions paid	33	23
Benefits payments and expenses	-20	-14
At the end of the year	1,103	1,170

Change in the defined benefit obligation:

(EUR million)	As at 31 December	
	2024	2025
At the beginning of the year	785	807
Service cost	47	47
Interest cost	25	24
Benefits payments and expenses	-20	-14
Actuarial losses/ (gain)	-29	-46
At the end of the year	807	819

The pension liability was determined using the following assumptions:

(EUR million)	As at 31 December	
	2024	2025
Discount rate	3.20%	3.80%
Future price inflation	2.60%	2.60%
Nominal future salary increase	3.30%-3.85%	3.10%-3.85%
Nominal future baremic salary increase	3.60%-3.75%	3.60%-3.75%
Mortality	BE Prospective IA/BE	BE Prospective IA/BE

The staff turnover is considered in the calculation of the pension liability. For statutory employees it is assumed to be zero and for contractual employees is based on a degressive withdrawal rate based on the age.

The pension liability is determined based on the entity's best estimate of the financial and demographic assumptions which are reviewed on an annual basis.

The duration of the obligation is 13.63 years.

Sensitivity analysis

Significant actuarial assumptions for the determination of the defined benefit plans obligations are discount rate, inflation and real salary increase. The sensitivity analysis has been determined based on reasonable possible changes of the respective assumptions, while holding the other assumptions constant.

If the discount rate increases (or decreases) by 0.5%, the estimated impact on the defined benefit obligation would be a decrease (or increase) by around 6% to 7%.

If the inflation rate increases (or decreases) by 0.25%, the defined benefit obligation would increase (or decrease) by around 3%. If the real salary increases (decreases) by 0.25%, the defined benefit obligation would increase (decrease) by around 6%.

Plan assets

The assets of the pension plans are detailed as follows:

(EUR million)	As at 31 December	
	2024	2025
Equity instruments	51.5%	42.2%
Debt instruments	35.3%	43.6%
Convertible bonds	4.3%	4.6%
Other (property, infrastructure, Private equity funds, insurance deposits)	9.0%	9.6%

The actual return on plan assets is as follows:

(EUR million)	As at 31 December	
	2024	2025
Actual return on plan assets	118	59

The investment strategy of the Pension Fund is defined to optimize the return on investment within strict limits of risk control and taking into account the profile of the pension obligations. The relatively long duration of the pension obligations (13.63 years) allows to allocate a reasonable portion of its portfolio to equities. Over the last five years, the pension fund has significantly increased the diversification of its investment portfolio across asset classes, regions and currencies in order to reduce the overall risk and improve the expected return.

At the end of 2025 the portfolio was invested by about 42.2% in listed equities (in Europe, US, World and Emerging Markets), about 43.6% in debt instruments (government bonds, corporate bonds, senior loans and private debt) and about 4.6% in convertible bonds (World ex US), the remaining part being invested in European infrastructure, global private equity, European non-listed real estate and cash. The actual implementation of the investments is outsourced to specialized asset managers.

Nearly all investments are done via mutual investment funds. Direct investments amount for less than 1% of the assets. Equity instruments, debt instruments (except private debt) and convertible bonds have quoted prices in active markets. The other assets, amounting for less than 10.0% of the portfolio are not quoted. The Pension Fund does not directly invest in Proximus shares or bonds, but it is not excluded that some Proximus shares, or bonds are included in some of the mutual investment funds in which the pension Funds invests.

The Proximus Pension Fund has taken a proactive approach about the inclusion of ESG criteria in its investment policy. As almost all investments are made through collective funds managed by external managers, this approach involves an ongoing dialogue with the managers, inviting them to take these criteria into account.

The Group expects to contribute an amount of EUR 15 million to this Defined Benefit Plan in 2026.

Other pension plans

The Group also operates another defined benefit plan with a more limited amplitude, being a Defined Benefit Obligation EUR 8 million and plan assets of EUR 6 million resulting in a net liability of EUR 2 million. A newly acquired subsidiary in the group operates limited amplitude unfunded gratuity plans, being a Defined Benefit Obligation EUR 1 million.

The Group operates some plans based on contributions for qualifying employees. For the plans operated abroad, the Group does not guarantee a minimum return on the contribution. For those operated in Belgium a guaranteed return is provided. All plans (operated in Belgium and abroad open and closed) are not material at Group level and do not present any net liability material for the Group.

Note 11.3. Post-employment benefits other than pensions

Historically, the Group grants to its retirees' post-employment benefits other than pensions in the form of socio-cultural aid premium, train tickets and other social benefits including a subsidized hospitalization plan. There are no plan assets for such benefits.

The subsidy to the hospitalization plan is based on an indexed fixed amount per beneficiary.

The funded status of the plans is as follows:

(EUR million)	As at 31 December	
	2024	2025
Defined Benefit Obligation	293	267
Net liability recognized in the balance sheet	293	267

The components recognized in the income statement and other comprehensive income are as follows:

(EUR million)	Year ended 31 December	
	2024	2025
Current service cost - employer	3	3
Interest cost	9	9
Expense recognized in the income statement, before curtailment, settlement and special termination benefits	12	12
Special termination benefits		
Curtailment or settlement loss / (gain) and past service cost	-2	0
Recognized in the income statement	10	12
Remeasurements		
Actuarial losses from changes in financial assumptions	6	-18
Effect of experience adjustments	-1	-4
Recognized in other comprehensive income	5	-22
Total	15	-11

The movement in the net liability recognized in the balance sheet is as follows:

(EUR million)	As at 31 December	
	2024	2025
At the beginning of the year	293	293
Expense for the period recognized in the income statement	10	12
Remeasurement recognized in other comprehensive income	5	-22
Payment to the participants	-15	-15
At the end of the year	293	267

The liability for post-employment benefits other than pensions was determined using following assumptions:

	As at 31 December	
	2024	2025
Discount rate	3.20%	3.80%
Future cost trend (index included)	2.60%	2.60%
Mortality	BE Prospective IA/BE	BE Prospective IA/BE

The liability for post-employment benefits other than pensions is determined based on the entity's best estimate of the financial and demographic assumptions which are reviewed on an annual basis.

The duration of the obligation is 10.94 years.

Sensitivity analysis

Significant actuarial assumptions for the determination of the defined benefit plans obligations are discount rate, inflation, future cost trend and mortality. The sensitivity analysis has been performed based on reasonable possible changes of the respective assumptions, while holding the other assumptions constant.

If the discount rate increases (or decreases) by 0.5%, the defined benefit obligation would decrease (or increase) by around 5% to 6%.

If the future cost trend increases (or decreases) by 0.5%, the defined benefit obligation would increase (or decrease) by around 5% to 6%.

If a 1-year age correction would be applied to the mortality tables, the defined benefit obligation would change by around 3% to 4%.

The Group expects to contribute an amount of EUR 17 million to these plans in 2026.

Note 12. Other non-current assets

(EUR million)	Note	As at 31 December	
		2024	2025
Other derivatives	32.1	1	0
Income tax receivable		3	2
Other financial assets at amortized cost		113	197
Total		117	198

As of 31 December 2025, the other financial assets at amortized costs primarily comprised:

- A seller's indemnification asset amounting to EUR 85 million (EUR 93 million in 2024). This asset, denominated in USD for an amount of USD 100 million, exclusively benefits Proximus Global. It is recognized in connection with contingent liabilities identified as part of the Route Mobile purchase price allocation (PPA) (see note 8.4).
- The non-current portion (EUR 95 million) of prepaid services relating to Irrevocable Rights of Use (IRU) acquired from Unifiber. As part of its fiber program, Proximus entered into a capacity agreement with Unifiber covering 40% of the homes passed (ready-for-sale) deployed by the company. The access-right fees, prepaid over a three-year period (see note 21), are recognized as expenses on a straight-line basis, taking into account the 20-year term of the IRU, matching this way the cost pattern with the revenue recognized from the services delivered to its end-customers. The current portion of these prepaid services amounts to EUR 4 million (see note 15).

Next to these assets, the other financial assets at amortized costs comprise also long-term cash guarantees and long-term receivables non-trade.

Note 13. Inventories

(EUR million)	As at 31 December					
	2024			2025		
	Gross amount	Written off	Net amount	Gross amount	Written off	Net amount
Raw materials, consumables and spare parts	43	-6	37	40	-6	34
Work in progress and finished goods	27	0	27	12	0	12
Goods purchased for resale	86	-3	83	74	-3	71
Total	156	-8	147	127	-9	118

Raw materials, consumables, and spare parts are mainly materials for the gigabit network, like cables and installation tools.

Work in progress and finished goods contain mainly projects which are not yet completed.

Goods purchased for resale are CPE's (customer premises equipment), like smartphones/tablets and their related accessories (58%), equipment for internet and TV at home (decoders (10%), modems (13%), TV's (2%)), ICT equipment (9%), terminals (4%) and PABX (3%).

Note 14. Trade receivables and contract assets

14.1 Trade receivables

(EUR million)	As at 31 December	
	2024	2025
Trade receivables	1,046	1,028
Trade receivables - gross amount	1,128	1,109
Loss allowance	-82	-82

Trade receivables are amounts due by customers for goods sold or services performed in the ordinary course of business. Most trade receivables are non-interest bearing and are usually on 30-90 days terms. For TeleSign most customers have a 30-day term, with few exceptions which have a 60-day term. Terms are somewhat longer for the receivables of the International Carrier Services segment (BICS), since major part of its trade receivables relates to other Telco operators. Given the bilateral nature of BICS business, netting practice is very common, but this process can be quite long. The related netting agreements are not legally enforceable.

BICS business being rather volatile, therefore when analysing variances in the cashflow those related to trade receivables and trade payables should be considered together.

For the Domestic business, the netting payment is also applied with some other telecom operators.

Route Mobile applies netting payments for a limited number of customers. The amounts concerned are immaterial.

For the years presented, no trade receivables were pledged as collaterals. In 2025, Proximus Group received bank and parent guarantees of EUR 8 million (in 2024, EUR 7 million) as securities for the payment of outstanding invoices.

14.2 Contract assets

(EUR million)	As at 31 December	
	2024	2025
Contract assets gross	210	202
Settled within 12 months of the reporting period	152	149
Settled after 12 months of the reporting period	58	54
Loss allowance	-12	-11
Contract assets net	198	191

The evolution of the gross amount of the contract assets during the year, can be explained as follows:

(EUR million)	As at 31 December	
	2024	2025
Balance at 1 Jan	176	210
Decrease in contract assets relating to existing contracts in the opening balance	-203	-222
Normal evolution	-173	-188
Anticipated termination	-30	-34
New contract assets	236	214
Balance at 31 Dec	210	202

Contract assets are mainly generated by contracts containing joint mobile and fixed-line telephony offers with a subsidized handset and services to be provided generally over 24 months and up to 36 months. (see note 2). The decrease in the balance of contract assets compared with 2024 is mainly due to the decrease in the number of Proximus Luxembourg contracts in force at the end of 2025

14.3 Loss allowance on trade receivables and contract assets

The group applies the IFRS 9 simplified approach for measuring the expected credit losses. This approach uses a lifetime expected loss allowance for all trade receivables and contract assets. To measure the expected credit losses, trade receivables and contract assets of residential and corporate markets have been grouped based on shared credit risk characteristics and the days past due. The contract assets relate to a right to consideration in exchange of goods and services that have already transferred and have substantially the same risk characteristics as the trade receivables for the same types of contracts. The Group has therefore concluded that the expected loss rates for trade receivables of the residential and corporate markets are a reasonable approximation of the loss rates for the contract assets. These expected loss rates correspond to historical credit losses experienced. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables.

The methodology applied to measure the expected credit losses for trade receivables is described in note 2.20.3.

The analysis of trade receivables that were past due but not impaired is as follows:

(EUR million)	Gross receivables / contract assets	Loss allowance	Net carrying amount	Not past due	Past due					
					< 30 days	30-60 days	60-90 days	90-180 days	180-360 days	> 360 days
Trade receivables										
2023	952	-86	866	557	85	25	16	49	25	110
2024	1,128	-82	1,046	700	105	48	23	49	25	96
2025	1,109	-82	1,028	684	118	41	18	50	35	81
2025 % loss allowance on trade receivables			7%	4%	1%	4%	10%	16%	18%	26%
The loss allowance on contract assets was as follows:										
Contract assets	202	-11	191	191						
2025 % loss allowance on contract asset			6%	6%						

The closing loss allowances for trade receivables and contract assets as at 31 December 2025 reconciles to the opening loss allowances as follows:

(EUR million)	Trade receivables	Contract assets	Total
As at 1 January 2024	86	10	96
Increase in loss allowance through income statement	32	2	34
Receivables written off as uncollectible	-37	0	-37
As at 31 December 2024	82	12	93
Increase in loss allowance through income statement	33	-1	32
Receivables written off as uncollectible	-30	0	-30
Other movements	-2	0	-2
As at 31 December 2025	82	11	93

Note 15. Other current assets

(EUR million)	Note	As at 31 December	
		2024	2025
VAT receivables		13	17
Derivatives	32.1	69	4
Prepaid expenses		181	159
Accrued income		5	5
Other receivables		61	56
Total		329	240

The amount of EUR 69 million at December 31, 2024, relating to derivatives, consisted mainly of two financial instruments:

- a 10-year forward starting interest rate swap for a notional amount of EUR 500 million, that was entered on February 2022 to cover the Group exposure to the variability in cash flows attributable to the long-term interest rate risk associated with one highly probable forecasted transaction, being the issue of a 10-year bond to be issued in April 2025. The Group applied hedge accounting to this swap. The fair value of this instrument amounted to EUR 56 million as of 31 December 2024.
- a zero-cost collar swaption entered by the group in 2023 to protect the value of its existing pre-hedging interest rate swap against interest rates fluctuations. The Group did not apply hedge accounting to this financial instrument. The fair value of this financial instrument amounted to EUR 12 million as at 31 December 2024.

These two financial instruments were unwound in April 2025, coinciding with the issuance of the 10-year bond, and generated cash inflows of EUR 66.5 million and EUR 3.5 million respectively.

The EUR 4 million balance related to derivatives consisted mainly of EUR 3 million corresponding to the fair value of the embedded derivative separated from its host contract in connection with the long-term JPY-denominated debt maturing in December 2026, and EUR 1 million relating to forward foreign exchange contracts used by the Group to hedge currency-risk exposure on highly probable forecast transactions.

Prepaid expenses decrease is largely due to spectrum interests (EUR 21 million in 2025 versus EUR 26 million in 2024) (see also Note 29 and 32.2 for P&L impact of spectrum interests), and the current portion related to fiber deployment (EUR 4 million in 2025 versus EUR 17 million in 2024). The fiber-related prepaid expenses correspond to the current portion of the Irrevocable Rights of Use (IRU) acquired from Unifiber under Proximus' capacity agreement. The non-current portion of these prepaid services amounted to EUR 95 million as at 31 December 2025 (see Note 12 for further details on the IRU and its accounting treatment).

Other receivables decrease is mainly related to short-term security deposits (EUR 0 million 2025 versus EUR 30 million in 2024) originating from the acquisition of Route Mobile, as well as to decreases of EUR 4 million in other tax receivables and EUR 4 million in various other receivables. These reductions were partly offset by the receivable relating to the refund of the Belgian Competition Authority fine for EUR 15 million and by the receivable of EUR 18 million for the sale of two buildings in Mons.

Note 16. Non-current assets held for sale

(EUR million)	Assets		Liabilities	
	2024	2025	2024	2025
As at 31 December				
Proximus Towers	62	0	0	0
Datacenter business	23	0	2	0
Mobile towers infrastructure in Luxembourg	8	0	8	0
Total	94	0	10	0

Proximus Towers

Following the termination of the redevelopment project of Proximus headquarters with ImmoBel, Proximus launched a new Request for Proposal (RFP) in September 2024 for its new headquarters in Brussels. This RFP included specific minimum requirements for the disposal of the towers. By December 2024, Proximus had entered the final phase of the RFP selection process and, therefore, considered the criteria for classifying this asset as held for sale to be met as of December 31, 2024. The Group recognized an impairment loss of EUR 36 million in December 2024 to adjust the carrying amount of the assets concerned to their fair value less cost to sell.

The sale of the Towers was completed on 2 April 2025 for a consideration of EUR 62.5 million, consistent with the valuation applied while classified as held for sale. Upon closing of the transaction and in line with IFRS 5, the asset was derecognised from the balance sheet with no material gain or loss, as the carrying amount had been aligned with the agreed transaction price.

Sale of datacenter business to Datacenter United

In the fourth quarter of 2024, Proximus reached an agreement with the Belgium-based service provider Datacenter United for the sale of its datacentre business. The transaction perimeter included the real estate assets located in Evere and Mechelen. The completion of the transaction, initially expected in the first quarter of 2025, was subject to regulatory approvals and the finalization of the social dialogue process related to the transfer of the affected employees. On 1 March 2025, Proximus completed the sale of its datacentre activities to Datacenter United. Upon closing of the transaction and in line with IFRS 5, the assets and liabilities transferred were derecognised from the balance sheet. Further details are provided in Note 8.4.

Sale of mobile tower infrastructure in Luxembourg

Proximus Group signed on November 2024 a binding agreement with InfraRed Capital Partners (InfraRed) to sell 100% of the shares of Proximus Luxembourg Infrastructure (PLI) to InfraRed's European Infrastructure Income Fund 4 (EIIF4). The transaction, subject to regulatory approvals, was finalized on June 12, 2025, for a closing price of EUR 110.8 million. Upon closing of the transaction and in line with IFRS 5, the assets and liabilities transferred were derecognised from the balance sheet. Further details are provided in Note 8.4.

Note 17. Investments and Cash and cash equivalents

(EUR million)	Note	As at 31 December	
		2024	2025
Marketable securities		2	2
Term account at amortized costs		40	103
Investments		41	105
Term account at amortized costs	32.4	252	222
Cash at bank and in hand	32.4	245	343
Cash and cash equivalents		497	565

Note 17.1. Investments

Investments rose by EUR 64 million in 2025 compared to 2024 primarily due to the placement of 65 million in short-term bank deposits by Proximus SA and Route Mobile with original maturities exceeding three months.

Note 17.2 Cash and cash equivalents

Short-term deposits are made for original periods varying between one day and three months, depending on the immediate cash requirements of the Group, and earn an interest at the respective short-term deposit rates. Interest rates applied on cash with banks are floating as corresponding to the daily bank deposit rates.

The cash and cash equivalents are held with financial institutions. Therefore, the expected credit loss on cash and cash equivalents is deemed immaterial.

Note 18. Equity

Note 18.1 Shareholders' equity

At 31 December 2025, the share capital of Proximus SA amounted to EUR 1 billion (fully paid up), represented by 338,025,135 shares, with no par value and all having the same rights, provided such rights are not suspended or cancelled in the case of treasury shares. The Board of Directors of Proximus SA is entitled to increase the capital for a maximum amount of EUR 200 million until September 6, 2026.

The Company may acquire its own shares and transfer the shares thus acquired in accordance with the provisions of the New Commercial Code of Companies and Associations. The Board of Directors is empowered by article 13 of the Articles of Association to acquire the maximum number of own shares permitted by law. The price paid for these shares must not be more than five percent above the highest closing price in the thirty-day trading period preceding the transaction nor more than ten percent below the lowest closing price in that same thirty-day period. Said authorization is renewed and granted for a period of five years as of 21 April 2021.

In December 2015, a new law was adopted by the Belgian Parliament with the purpose of modernizing the 1991 Law reforming certain economic public companies, especially by the flexibility of certain organizational constraints in order to create a level playing field with competing companies, by aligning the corporate governance to the normal rules for listed companies in Belgium and by defining the framework for the government to decrease their participation below 50%. The General Shareholders Meeting of 2016 decided to change the bylaws in order to incorporate the amendments made to the 1991 Law.

On 31 December 2025, the number of treasury shares amounted to 14,957,564 (15,563,461 in 2024).

In 2025 and 2024, the Group sold respectively 0 and 7,709 treasury shares to senior management for a total amount of less than EUR 1 million, under share purchase plans offered at a 16.66% discount (see Note 35). In addition, on 25 July 2024, the Board of Directors approved the free grant of 75,000 shares to the Chief Executive Officer (see Note 35).

Number of shares (including treasury shares):	2024	2025
As at 1 January	338,025,135	338,025,135
As at 31 December	338,025,135	338,025,135
Number of treasury shares:	2024	2025
As at 1 January	15,401,433	15,563,461
Sale under a discounted share purchase plan	-7,709	0
Free grant of shares	-75,000	0
Purchase / (Sale) of treasury shares	244,737	-605,897
As at 31 December	15,563,461	14,957,564

Following specific significant events have impacted the equity attributable to the shareholders in 2025:

- The different divestments operated in 2025, as explained in note 8.4, have generated a cumulated gain of EUR 285 millions

Following specific significant events have impacted the equity attributable to the shareholders in 2024:

- The issuance of a hybrid bond for EUR 700 million:

On 2 October 2024, Proximus completed the placement of an inaugural hybrid bond issuance for an amount of EUR 700 million (pricing date: 25 September 2024). The hybrid notes are subordinated, perpetual and will initially carry a coupon of 4.75% until 2 October 2031 (the "First Reset Date"), with a reset on that date and every five years thereafter. The notes will be callable from 2 July 2031 to the First Reset Date and on any interest payment date thereafter. The hybrid bond is rated BB+ by S&P and Baa3 by Moody's and are eligible to an intermediate 50% equity content from both S&P and Moody's. The Group classified this hybrid bond as equity instrument as the security is a perpetual instrument without any obligation for the Group to redeem the principal amount except under the winding-up of the issuer which corresponds, based on the terms and conditions of the contract, to the current definition of liquidation under IAS 32.

The accrued interests and the issuance costs, amounting to EUR 12 million as of 31 December 2024 (EUR 33 million as of 31 December 2025), were recognized directly in equity.

- Acquisition of control of Route Mobile (+ EUR 181 million):

As explained in note 8.4, the Group acquired the control of Route Mobile in 2024. The transaction itself (impact on equity: EUR 165 million), followed by a partial disposal of the Group stake in the entity (EUR 47 million), in compliance with the Indian regulation, and the contribution of BICS shares from Proximus SA to Proximus Global (EUR -32 million), led to an increase of the shareholders' equity by EUR 181 million.

Note 18.2 Non-controlling interests

Non-controlling interests decreased in 2025 by EUR 64 million compared to 2024, down to EUR 162 million, mainly due to translation differences arising from the consolidation of Route Mobile and TeleSign, whose functional currencies are INR and USD respectively. To a lesser extent, the decrease also reflects dividend distributions by subsidiaries and the finalization of the Route Mobile purchase price allocation (PPA).

Non-controlling interests increased in 2024 essentially due to the acquisition of control in Route Mobile in May 2024 (see Note 8.4). The transaction itself (+ EUR 138 million), followed by a partial disposal of the Group stake in the entity (+ EUR 43 million), in compliance with the Indian regulation, and the contribution of BICS shares from Proximus SA to Proximus Global (EUR 32 million), led to an increase of the shareholders' equity by EUR 213 million.

Note 19. Interest-bearing liabilities

Note 19.1 Non-current interest-bearing liabilities

(EUR million)	Note	As at 31 December	
		2024	2025
Unsubordinated debt (bonds, notes)		3,079	3,810
Credit institutions		884	400
Other loans		19	12
Total		3,981	4,222

2025 events

On 1 April 2025, the Group successfully issued a EUR 750 million fixed-rate bond with a 10-year maturity. The bond bears an annual coupon of 3.75% and was priced at 98.923%. After taking into account the re-offer price and associated transaction costs, the issuance generated net proceeds of approximately EUR 740 million. This transaction forms part of the Group's long-term funding strategy and contributes to the ongoing optimisation of its debt maturity profile.

The JPY-denominated debenture (nominal amount of JPY 1.5 billion), amounting to EUR 11 million as at 31 December 2025, matures in 2026 and has therefore been reclassified to current liabilities as of 31 December 2025.

Credit institutions decreased compared to 2024, primarily because the Group repaid in April 2025 the outstanding drawn portion of the Fiberklaar bank loan, which amounted to EUR 480 million at 31 December 2024. This liability had been recognized on the balance sheet following the Group's acquisition of control over Fiberklaar in 2024. Further details on the transaction are provided in Note 8.4.

2024 events

On March 20, 2024, Proximus issued a EUR 700 million bond that carries an annual fixed coupon of 3.75% with a 10-year maturity due March 27, 2034. The issue is rated BBB+ by S&P and A2 by Moody's, in line with the long-term credit rating of Proximus.

Proximus acquired control of Fiberklaar on August 1, 2024 (see note 8.4). The entity had signed a capex facility with a consortium of credit institutions to finance the rollout of its fibre optic network. The capex facility is drawn based on the entity's capex needs. The interest rate applicable to the entire amount borrowed is variable and reviewed quarterly (last applicable rate was 5.65%). The entire credit line is repayable in full in October 2028. As of 31 December 2024, the amount borrowed amounted to €480 million (EUR 460 million at acquisition date).

A EUR 500 million bond has been transferred from non-current to current interest-bearing liabilities as maturing in October 2025.

On 2 October 2024, Proximus completed the placement of an inaugural hybrid bond issuance for an amount of EUR 700 million (pricing date: 25 September 2024). The financial instrument is classified entirely as equity (see notes 2 and 18) and is consequently not included in the table above.

Other

In 2021, Proximus entered a partnership with HCL Technologies whereby that company operates and maintains Proximus' private cloud infrastructure. Other loans consist in the long-term part of the asset financing arrangement (nominal amount of EUR 65 million) received by Proximus in 2022. As at 31 December 2025, Proximus had already repaid this financial liability for EUR 46 million (EUR 37

million by year-end 2024) resulting from the partnership, for the infrastructure that remains in the Proximus datacenters and under its control.

All long-term debt is unsecured. During 2025 and 2024 there have been no defaults or breaches on loans payables.

Non-current interest-bearing liabilities as at 31 December 2025 are summarized as follows:

	Carrying amount	Nominal amount	Measurement under IFRS 9	Maturity date	Interest payment / repriceable	Interest rate payable	Effective interest rate
	(EUR million)	(EUR million)					
Unsubordinated debentures							
Fixed rate borrowings							
EUR	150	150	Amortized cost	Mar-28	Annually	3.19%	3.22%
EUR	100	100	Amortized cost	Sep-31	Annually	1.75%	1.78%
EUR	150	150	Amortized cost	May-40	Annually	1.50%	1.52%
EUR	735	750	Amortized cost	Nov-36	Annually	0.75%	1.05%
EUR	497	500	Amortized cost	Mar-30	Annually	4.00%	3.60%
EUR	744	750	Amortized cost	Nov-33	Annually	4.13%	2.75%
EUR	695	700	Amortized cost	Mar-34	Annually	3.75%	3.86%
EUR	739	750	Amortized cost	Apr-35	Annually	3.75%	3.05%
Credit institutions							
Fixed rate borrowings							
EUR	400	400	Amortized cost	Mar-28	Annually	1.23%	1.04%
Other loans							
Fixed rate borrowings							
EUR	12	12	Amortized cost	Nov-28	Monthly	3.04%	3.04%
Total	4,222	4,262					

Non-current interest-bearing liabilities as at 31 December 2024 are summarised as follows:

	Carrying amount	Nominal amount	Measurement under IFRS 9	Maturity date	Interest payment / repriceable	Interest rate payable	Effective interest rate
	(EUR million)	(EUR million)			(b)		
Unsubordinated debentures							
Floating rate borrowings							
JPY (a)	11	11	Amortized cost	Dec-26	Semi-annually	2.48%	2.48%
Fixed rate borrowings							
EUR	150	150	Amortized cost	Mar-28	Annually	3.19%	3.22%
EUR	100	100	Amortized cost	Sep-31	Annually	1.75%	1.78%
EUR	150	150	Amortized cost	May-40	Annually	1.50%	1.52%
EUR	734	750	Amortized cost	Nov-36	Annually	0.75%	1.05%
EUR	496	500	Amortized cost	Mar-30	Annually	4.00%	3.60%
EUR	744	750	Amortized cost	Nov-33	Annually	4.13%	2.75%
EUR	694	700	Amortized cost	Mar-34	Annually	3.75%	3.86%
Credit institutions							
Fixed rate borrowings							
EUR	400	400	Amortized cost	Mar-28	Annually	1.23%	1.04%
Floating rate borrowings							
EUR	480	480	Amortized cost	Dec-28	Quarterly	5.65%	5.65%
USD	4	4	Amortized cost	Oct-26	Quarterly	7.28%	7.28%
Other loans							
Fixed rate borrowings							
EUR	19	19	Amortized cost	Nov-28	Monthly	3.04%	3.04%
Total	3,981	4,013					

(a) converted into a floating rate borrowing in EUR via currency interest rate swap

(b) for floating rate borrowings, interest rate is the one prevailing at the last repricing date before 31 December 2024

Unsubordinated debentures in EUR and in JPY are issued by Proximus SA. The capital is repayable in full on the maturity date. Loans from credit institutions labelled in USD were part of the liabilities assumed when Proximus acquired Route Mobile (see note 8.4).

Over the two years presented, an interest rate and currency swap (IRCS) was used to manage the currency and interest rate exposure on the JPY unsubordinated debentures. The swap enabled the Group to transform the interest rate on these debentures which are fully hedged economically, from a fixed interest rate to a floating interest rate, and converting the remaining liability in JPY into fixed rate liability in EUR (see note 32.1).

The group used interest rate swaps to mitigate the risk of interest rate variations between the hedge inception date and the issuance date of highly probable fixed rate long-term debts. In the tables above, the effective interest rates of the debts affected by these hedges incorporate the effects of these hedges once they have matured.

Among all the bonds listed above, only the €400 million bond issued by Proximus from the EIB on March 7, 2018, with a maturity date in 2028, included covenants. These covenants could trigger a mandatory repayment of the bond in following situations:

- Change of Law. Change of Law typically refers to any modification, repeal, or introduction of new laws, regulations, directives, treaties, or legal interpretations that could impact the terms, performance, or enforceability of the loan agreement.
- Illegality.
- Loss-of-rating event. A loss-of-rating event includes situations where:
 - i. the Group S&P credit rating would drop to BBB or below, or
 - ii. the Group Moody's credit rating would drop to Baa2 or below, or
 - iii. all of the credit ratings of both rating agencies referred to cease to be published.

Proximus currently has a S&P credit rating of BBB+ and a Moody's credit rating of A3.

These conditions were met at the end of the reference period, and the Group expects this to be the case for the entire term of the loan.

As of December 31, 2025, there were no indications of potential non-compliance with these covenants within the twelve next months.

Note 19.2 Current interest-bearing liabilities

(EUR million)	As at 31 December	
	2024	2025
Current portion of amounts payable > 1 year		
Unsubordinated debt (bonds, notes)	499	11
Credit institutions	17	0
Other loans	9	7
Credit institutions	0	1
Other loans	0	3
Total	525	22

2025 events

In July 2025, the Group proceeded with the early repayment, two months ahead of maturity, of its EUR 500 million bond originally issued in September 2015.

The JPY-denominated debenture (nominal amount of JPY 1.5 billion), amounting to EUR 11 million as at 31 December 2025, matures in 2026 and has therefore been reclassified to current liabilities as of 31 December 2025.

In 2025, Route Mobile repaid in full the remaining borrowings from credit institutions, amounting to EUR 17 million.

2024 events

A bond of EUR 500 million, which matured in October 2025, was transferred from non-current to current interest-bearing liabilities.

A EUR 600 million bond had been transferred from non-current to current interest-bearing liabilities in 2023. It matured in April 2024.

Other

The other loan represents the current portion part of the asset financing arrangement with HCL.

The tables below detail the current portion of the unsubordinated debentures maturing within one year.

Current interest-bearing liabilities as at 31 December 2025 are summarised as follows:

	Carrying amount (EUR million)	Nominal amount (EUR million)	Measurement under IFRS 9	Maturity date	Interest payment / repriceable (b)	Interest rate payable	Effective interest rate
Current portion of interest-bearing-liabilities > 1 year							
Unsubordinated debentures							
Floating rate borrowings							
JPY (a)	11	11	Amortized cost	Dec-26	Semi-annually	1.99%	1.99%
Fixed rate borrowings							
EUR	7	7	Amortized cost	Nov-25	Monthly	3.04%	3.04%
Current interest-bearing-liabilities							
Credit institutions							
Fixed rate borrowings							
EUR	1	1	Amortized cost				
Other loans							
Fixed rate borrowings							
EUR	3	3	Amortized cost				
Total	22	22					

(a) converted into a floating rate borrowing in EUR via currency interest rate swap

(b) for floating rate borrowings, interest rate is the one prevailing at the last repricing date before 31 December 2025

Current interest-bearing liabilities as at 31 December 2024 are summarized as follows:

	Carrying amount (EUR million)	Nominal amount (EUR million)	Measurement under IFRS 9	Maturity date	Interest payment / repriceable	Interest rate payable	Effective interest rate
Current portion of interest-bearing-liabilities > 1 year							
Unsubordinated debentures							
Fixed rate borrowings							
EUR	499	500	Amortized cost	Oct-25	Annually	1.88%	2.05%
Credit institutions							
Floating rate borrowings							
USD	2	2	Amortized cost	Apr-25	Quarterly	6.99%	6.99%
USD	14	14	Amortized cost	Oct-25	Quarterly	7.28%	7.28%
Other loans							
Fixed rate borrowings							
EUR	9	9	Amortized cost	Nov-25	Monthly	3.04%	3.04%
Total	525	526					

Note 19.3 Information about the Group financing activities related to interest-bearing liabilities

	As at 31 December	Cash flow issuance	Cash flow repayments	Non-cash changes	As at 31 December
(EUR million)	2024				2025
Non-current					
Unsubordinated debt (bonds, notes)	3,079	739	0	-7	3,810
Credit institutions	884	0	0	-484	400
Other loans	19	0	0	-7	12
Current portion of amounts payable > one year					
Unsubordinated debt (bonds, notes)	499	0	-500	12	11
Credit institutions held to maturity	17	0	-497	480	0
Other current interest-bearing liabilities					
Credit institutions	0	2	-1	0	1
Other loans	9	3	-9	7	10
Total liabilities from financing activities excluding lease liabilities	4,506	744	-1,007	1	4,244
Lease liabilities current and non-current	294	0	-118	188	364
Total liabilities from financing activities including lease liabilities	4,800	744	-1,124	189	4,609

	As at 31 December	Cash flow issuance	Cash flow repayments	Non-cash changes	As at 31 December
(EUR million)	2023				2024
Long-term					
Unsubordinated debt (bonds, notes)	2,881	694	0	-496	3,079
Credit institutions	400	20	0	464	884
Other loans	27	0	0	-9	19
Current portion of amounts payable > one year					
Unsubordinated debt (bonds, notes)	600	0	-600	499	499
Credit institutions held to maturity	0	0	-14	31	17
Other current interest-bearing liabilities					
Credit institutions	1	0	-1	0	0
Other loans	10	0	-10	9	9
Total liabilities from financing activities excluding lease liabilities	3,919	714	-625	498	4,506
Lease liabilities current and non-current	298	0	0	-4	294
Total liabilities from financing activities including lease liabilities	4,217	714	-625	494	4,800

2025 events

The cash inflow of EUR 739 million primarily corresponds to the net proceeds (net of transaction costs and the impact of the re-offer price) of EUR 750 million bond issued on 8 April 2025.

The cash outflow of EUR 500 million relates to the repayment of a EUR 500 million bond on 1 July 2025. Proximus early repaid at par (without penalty) its outstanding bond maturing on 1 October 2025. In April 2025, Fiberklaar fully repaid its loans for an amount of EUR 480 million, which were borrowed from credit institutions. The remaining cash outflow relates to the full reimbursement by Route Mobile of its outstanding borrowings from credit institutions.

In 2025, non-cash changes were primarily impacted by the reclassification of EUR 480 million in loans granted to Fiberklaar from non-current to current liabilities. The JPY-denominated debenture (nominal amount of JPY 1.5 billion), amounting to EUR 11 million as at 31 December 2025, matures in 2026 and has therefore been reclassified to current liabilities as of 31 December 2025. However, the change in non-current unsubordinated debt amounts to EUR -7 million due to the compensating effect of the amortization of bonds for an amount of EUR 4 million.

The cash flow repayments and the non-cash changes, in relation to the current and non-current other loans in 2025 and 2024, relate to the short-term and long-term part of the asset financing arrangement (nominal amount of EUR 65 million) foreseen in the context of that partnership with HCL Technologies (EUR 7 million in 2025 compared to EUR 9 million in 2024).

2024 events

The cash flow issuance of EUR 694 million corresponds to the issuance of an EUR 700 million bond on March 20, 2024, net of transaction costs and re-offer price effects. The increase in loan from credit institutions (EUR 20 million) corresponds to the additional amount borrowed by Fiberklaar for the deployment of its fibre network since its acquisition by Proximus Group.

The non-cash charges related to the credit institutions in 2024, refer essentially for the non-current items to the loans assumed in the business combination involving Fiberklaar, for EUR 460 million, and Route Mobile for the balance. For the current portion of non-current credit institutions, the amount of EUR 31 million is entirely related to Route Mobile acquisition.

The 2024 non-cash changes were also affected by the transfer from non-current to current of the EUR 500 million bond maturing in October 2025.

The cash flow repayments and the non-cash changes in relation with the current and non-current other loans in 2024 and 2023 relate to the short-term and long-term part of the asset financing arrangement (nominal amount of EUR 65 million) foreseen in the context of that partnership with HCL Technologies (see note 19.1).

Note 20. Provisions

(EUR million)	Workers' accidents	Litigation	Claims	Illness days	Dismantling pylons	Business combinations	Other	Total
As at 1 January 2024	26	27	5	13	40	0	27	137
Additions	0	2	3	0	1	105	16	126
Utilisations	-2	-2	-5	0	-5	0	-2	-17
Withdrawals	-1	-2	0	-1	0	0	-7	-11
Unwinding	1	1	1	0	0	0	0	3
Held for sale	0	0	0	0	-2	0	0	-2
Transfer to ST	0	0	0	0	0	0	-3	-3
Transfer	0	0	3	0	0	1	-4	0
As at 31 December 2024	24	26	5	12	34	106	27	233
Additions	0	-2	0	0	0	-3	9	4
Utilisations	-3	-3	-2	0	-6	0	-2	-16
Withdrawals	0	0	0	-1	0	0	-12	-13
Unwinding and change in discount rate	1	1	0	0	-1	0	-1	0
Translation differences	0	0	0	0	0	-17	0	-17
As at 31 December 2025	22	22	3	11	26	86	21	191

The provision for workers' accidents relates to compensation that Proximus SA should pay to members of personnel injured (including professional illness) when performing their job and on their way to work. Until 31 December 2002, according to the law of 1967 (public sector) on labour accidents, compensation was funded and paid directly by Proximus. This provision (annuities part) is based on actuarial data including mortality tables, compensation ratios, interest rates and other factors defined by the law of 1967 and calculated with the support of a professional insurer. Considering the mortality table, it is expected that most of these costs will be paid out until 2062. As from 1 January 2003, contractual employees are subject to the law of 1971 (private sector) and statutory employees remain subject to the law of 1967 (public sector). For both the contractual and statutory employees, Proximus is covered as from 1 January 2003 by insurance policies for workers' accidents and therefore will not directly pay members of personnel.

The provision for litigation represents management's best estimate for probable losses due to pending litigation where the Group has been sued by a third party or is subject to a judicial dispute. The expected timing of the related cash outflows depends on the progress and duration of the underlying judicial procedures.

The provision for claims is set up to cover damage suffered by third parties for which Proximus is held liable.

The provision for illness days represents management's best estimate of probable charges related to the granting by Proximus of accumulating non-vesting illness days to its statutory employees.

The provision for dismantling of pylons includes the expected costs for dismantling and restoration of the sites on which the antennas are located. It is expected that most of these costs will be paid during the period 2024-2050. The provision for restoration costs is estimated at current prices and discounted using a discount rate of 3.8% based on the expected timing to settle the obligation.

The Group recognized the fair value of a contingent liability within the framework of the Route Mobile purchase price allocation (see note 8.4)

The provision for other risks is mainly HR-related (time saving, jubilee premium...).

Note 21. Other non-current payables

(EUR million)	Note	As at 31 December	
		2024	2025
Other non-current payables interest-bearing		522	484
Other non-current payables non-interest-bearing		36	80
Derivatives	32.1	4	3
Other amounts payable		32	78
Total		558	565

The interest-bearing liabilities relate to spectrum licenses. This spectrum non-current interest-bearing payable is settled through annual instalments over the life of the license (note 4 and 29). The interest on the payable is calculated on the outstanding long-term debt. The legal interest rate used is equal to the average of the 1-year EURIBOR interest rate for the month of December of the previous year, rounded up to the nearest quarter % and increased by 2%.

The non-interest-bearing liabilities include:

- Broadcasting and content rights payables relating to the portion of the contract terms that exceeds one year (generally less than five years).
- The non-interest-bearing portion of the spectrum license liabilities.
- The non-current portion of the liabilities relating to Irrevocable Rights of Use (IRU) acquired from Unifiber as part of Proximus' fiber program. These IRU fees are payable in four instalments over three years; the long-term/short-term allocation reflects the contractual payment schedule (see Note 12 for further details).
- For derivatives, the liability corresponds to the fair value of the portion of the Virtual Power Purchase Agreement (VPPA) that will settle in more than one year (EUR 3 million as at 31 December 2025 versus EUR 4 million in 2024) (see Notes 2 and 32.5).

Note 22. Other current payables

(EUR million)	As at 31 December	
	2024	2025
VAT payables	41	42
Payables to employees	134	126
Accrual for holiday pay	101	101
Accrual for social security contributions	67	65
Advances received on contracts	12	9
Other taxes	118	130
Deferred income	8	8
Accrued expenses	65	80
Other debts non-interest-bearing	279	136
Subtotal Other debts non-interest-bearing	824	696
Other debts interest-bearing	37	37
Subtotal Other current payables	861	734
Contract Liability	121	115
Total	982	849

Contract liabilities comprise the Group's obligation to transfer goods or services in the future to a customer for which the Group has received consideration from the customer or the amount is due. The part of the contract liability as of 31 December 2024 recognized in revenue in 2025 is disclosed in Note 23.

The increase of the caption "other taxes" is linked to an increase of property tax and tax on pylons. The increase of the accrued expenses is due to the increase of the accrued interest payables.

The other debts interest and non-interest-bearing are mainly payables linked to broadcasting, spectrum and the portion of Fiberklaar's purchase price deferred to last quarter of 2025 (see note 8.4). The decrease in this caption is linked to the settlement of the Fiberklaar's deferred purchase price (EUR 60 million), the payment of the outstanding dividend tranche (EUR 30 million), the decrease in the outstanding payables for broadcasting (EUR 46 million) and the sum of smaller amounts, among which the settlement of interest rate hedging instrument in relation with Fiberklaar bank loan (EUR 9 million, see note 32.2) and the cancellation of the put option granted to the former owner of Be-Mobile in the context of the sale of the entity (EUR 8 million, see note 32.5).

These decreases were partly offset by the recognition in 2025 of the current portion (EUR 25 million) of the liabilities relating to the Irrevocable Rights of Use (IRU) acquired from Unifiber as part of Proximus' fibre program (see Note 21 for the non-current portion of these liabilities).

Tax on pylons:

Local taxes on mobile network equipment have been levied by certain provinces and municipalities for over 20 years in Belgium.

Proximus has consistently challenged the legality of these taxes in all regions, based on a variety of legal arguments. The European Court of Justice ruled in two Proximus cases of December 2015 that a tax on pylons is not, per se, in contradiction with European law.

Proximus continues to launch legal proceedings with respect to taxes on pylons received from municipalities and provinces in the three regions based on other arguments.

Provisions are recorded based on assessments of the legal proceedings of outside counsel based on prevailing case law. Interest charges for unpaid tax bills are recorded monthly at the legal tax rate.

The position recognized in the Financial Statements reflects management's best estimate of the probable outcome.

Note 23. Net revenue

Net revenue corresponds to the revenue from contracts with customers. The group derives revenue from the transfer of goods and services over time and at a point in time as follows:

(EUR million)	As at 31 December	
	2024	2025
Net revenue recognized at one point in time	728	743
Net revenue recognized over time	5,648	5,504
Total	6,376	6,248

The disaggregation of net revenue is based on types of goods and services delivered and market and type of customers as follows:

(EUR million)	As at 31 December	
	2024*	2025
Domestic		
Residential		
Customer services revenues (X-play) (1)	1,967	2,006
Prepaid	28	24
Terminals (2)	306	286
Lux. Telco (3)	133	139
Other	37	38
<i>Total Residential</i>	<i>2,471</i>	<i>2,493</i>
Business		
Services (4)	1,645	1,611
Products (5)	318	317
Lux. Telco (3)	27	26
<i>Total Business</i>	<i>1,991</i>	<i>1,954</i>
Wholesale		
Fixed & Mobile wholesale services (6)	164	173
Interconnect (7)	91	68
<i>Total Wholesale</i>	<i>254</i>	<i>242</i>
Other	49	61
Total Domestic	4,766	4,750
Communications & Data (8)	1,071	1,052
P2P Voice & Messaging (9)	598	494
Total International	1,669	1,546
Eliminations	-59	-48
Total Net Revenue	6,376	6,248

(1) Customer services revenues (X-play): 'Play' is a subscription to either Fixed Voice, Fixed Internet, dTV or Mobile Postpaid (paying Mobile cards). A 4-Play customer subscribes to all four services. 'X-Play' is the sum of single play (1-play) and multi-play (2-play + 3-play + 4-play).

(2) Terminals: corresponds to devices for Fixed Voice, Data, Mobile and related accessories. This excludes PABX, IT products and TV CPE.

(3) Luxembourg Telco: including Fixed & Mobile services, Terminals & Other

(4) Business Services: corresponds to Fixed Data, Fixed Voice, Mobile & IT

(5) Business Products: corresponds to Terminals & IT

(6) Wholesale Fixed & Mobile services include all solutions that Proximus offers to other operators. These services include fixed internet and data connectivity services, fixed telephony and mobile (incl. MVNO and Roaming) services (excl. Interconnect)

(7) Wholesale Interconnect: the process of connecting an operator network with another operator network. This then allows the customers of one operator to communicate with the customers of another operator. Interconnect includes fixed voice, mobile voice and mobile SMS/MMS services.

(8) Communication & Data: CPAAS, DI, Mobility & Other Products

(9) P2P Voice & Messaging: Voice, Capacity, Other Legacy, P2P + Messaging

* 2024 figures are restated due to a shift from Residential to Business for Scarlet Small Enterprise customers

The following table presents the transaction price assigned to unfulfilled performance obligations at December 31, 2025 and 2024. Unfulfilled performance obligations are the services that the Group is obliged to provide to customers during the remaining fixed term of the contract and consideration received from customers before satisfying performance obligations such as advances for airtime.

Unfulfilled performance obligations at 31 December 2025

(EUR million)	Expected timing of recognition		
	2026	2027	> 2027
Transaction price allocated to performance obligations that are unsatisfied at reporting date	216	75	27
Related to contract liabilities	67	21	27
Related to contract assets	149	54	0

Unfulfilled performance obligations at 31 December 2024

(EUR million)	Expected timing of recognition		
	2025	2026	> 2026
Transaction price allocated to performance obligations that are unsatisfied at reporting date	225	77	29
Related to contract liabilities	73	19	29
Related to contract assets	152	58	0

The increase in the balance of contract assets (see note 14.2) compared with 2024 is mainly due to the increase in the number of Proximus Luxembourg SA contracts in force at the end of 2025, and to the increase in the price of handsets included in the offers.

Note 24. Other operating income

(EUR million)	As at 31 December	
	2024	2025
Gain on disposal of intangible assets and property, plant and equipment	3	14
Gain on disposal of financial fixed assets and subs	0	285
Miscellaneous invoicing and recovery of expenditures	48	52
Other income	112	22
Total	163	372

“Miscellaneous invoicing and recovery expenditures” includes compensation for network damage by third parties as well as employee and third-party contributions for sundry services.

The 2025 gain on disposal of financial fixed assets and subs, amounting to EUR 285 million, reflects the divestments completed throughout the year: the sale of the datacenters (EUR +77 million), the sale of the mobile towers in Luxemburg (EUR +88 million) and the sale of Be-Mobile (EUR +119 million). Further information is available in note 8.4.

In 2024, the line item “other income” primarily comprised the gain of EUR 78 million arising from the remeasurement to fair value of the previously held equity interest in Fiberklaar, immediately before the acquisition of the entity (see note 8.4), and the indemnity of EUR 30 million received from ImmoBel as final settlement of the redevelopment project of the Proximus headquarters.

Note 25. Costs of materials and services related to revenue

(EUR million)	As at 31 December	
	2024	2025
Purchases of materials	601	586
Purchases of services	1,763	1,639
Total	2,364	2,224

Goods and services directly related to revenue are external variable costs incurred in the context of a sales transaction, and that changes in proportion to sales. In the Proximus Group, it mainly includes traffic expenses (interconnection costs, termination costs...), subscriber acquisition and retention costs, external costs directly related to ICT contracts such as equipment, maintenance, vendor support being recharged to the customers and costs related to Proximus TV such as content costs and variable broadcasting rights. It includes also cost of goods and work in progress being invoiced to customers.

Purchases of materials are shown net of work performed by the enterprise that is capitalized for an amount of EUR 67 million in 2025 and of EUR 76 million in 2024. It includes mainly modems, WIFI boosters and set top boxes installed on client premises.

Note 26. Workforce expenses

(EUR million)	As at 31 December	
	2024	2025
Salaries and wages	800	787
Social security expenses	196	198
Pension costs	47	48
Post-employment benefits other than pensions and termination benefits	2	4
External Workforce	305	293
Other workforce expenses	85	85
Total	1,435	1,415

Workforce expenses are expenses related to own employees as well as to external working parties.

Salaries & wages and social security expenses are shown net of work performed by the enterprise that is capitalized for an amount of EUR 133 million in 2025 and EUR 149 million in 2024.

Post-employment benefits other than pensions and termination benefits include the impact of the FFP transformation plan that was implemented in 2019.

External workforce expenses include consultancy and outsourcing costs.

Other workforce expenses include costs relating to internal workforce (such as meal vouchers, social activities, workers accident insurance, train tickets for actives).

Note 27. Non-Workforce expenses

(EUR million)	As at 31 December	
	2024	2025
Service and capacity contracts and non-lease components of renting contracts	105	140
Maintenance	121	139
Utilities	100	93
Advertising and public relations	106	103
Administration, training, studies and fees	151	98
Telecommunications, postage costs and office equipment	30	32
Loss allowance	34	32
Taxes other than income taxes	32	25
Other Non-Workforce expenses	112	65
Total	790	729

The decrease in non-workforce expenses is mainly related to an impairment in 2024 on assets held for sale (EUR 36 million, see note 16) and higher 2024 M&A transaction fees.

Note 28. Depreciation, amortization and goodwill impairment

(EUR million)	Note	As at 31 December	
		2024	2025
Amortization of licenses and other intangible assets		581	589
Depreciation of property, plant and equipment		575	603
Depreciation of right of use		103	133
Impairment on goodwill	3	0	275
Total		1,259	1,601

Note 29. Net finance cost

(EUR million)	As at 31 December	
	2024	2025
Finance income	27	28
Interest income on financial instruments		
At amortized costs	17	14
Fair value adjustments of financial instruments		
Not in a hedge relationship - FVTPL	4	8
Other finance income	5	6
Finance costs	-186	-174
Interests and debt charges on financial instruments at amortized costs		
Interest charges on non-current debenture (bonds and loans)	-119	-134
Deferral of debentures issuance costs	-4	-2
Recycling to profit or (loss) of matured hedged	14	19
Lease interests	-11	-12
Interest charges on long term payables	-37	-29
Interest charges on short term debt	-9	-2
Fair value adjustments of financial instruments		
Not in a hedge relationship - FVTPL		
Zero collar swaption	-1	-9
Currency option	-1	0
Interest rate swaps	-4	-3
Put option on non-controlling interests	-2	0
Other	0	1
Discounting charges		
On provisions	0	2
On pensions and other post-employment benefits	-7	0
Other finance costs	-4	-5
Total	-159	-146

Main items affecting negatively the Group net finance cost

The increase in interest on unsubordinated debentures (EUR –15 million) is primarily due to the progressive rise in Proximus' debt, which includes bond issuances in April 2024 (EUR 700 million) and April 2025 (EUR 750 million). This effect is partially offset by the repayment of a bond (EUR 500 million) in April 2025.

Lower (EUR -8 million) positive remeasurement to fair value of the zero-collar swaption entered in May 2023 by the Group to protect the positive Mark-to-Market value of the existing pre-hedge for April 2025. The Group does not apply hedge accounting to this transaction. The zero collar swaption matured in April 2025.

The decrease in short-term interest of EUR 3 million is primarily due to an average cash surplus that was higher in 2024 and lower interest rates.

Main items affecting positively the Group net finance cost

In the context of the sale of BeMobile, the holder of the put option which granted the right to sell the remaining shares in the entity to Proximus SA agreed to cancel this option. As a result, the carrying amount of the put option was reduced to EUR 0. The option had a value of EUR 7.5 million as at 31 December 2024. The positive effect is partially offset by the unwind of the EUR/INR option that had been entered into by the Group as a hedge against currency risk related to the Mandatory Takeover Offer (MTO) conducted in accordance with Indian regulations, following the acquisition of Route Mobile (see note 32.1), which had positively remeasured to fair value by EUR 4 million.

A positive impact of EUR 5 million arose from the recycling to profit of the interest-rate hedge, for which the Group applied hedge accounting, and which was unwound in April 2025 upon issuance of the related bond.

Interest charges on long term payables, include essentially the interests due on the spectrum liabilities, which were positively affected by the evolution of the interest rates and a lower outstanding amount. Interest charges on short term payables decreased by EUR 7 million as Proximus issued less Commercial Paper in 2025 compared to 2024.

Note 30. Earnings per share

Basic earnings per share are calculated by dividing the net income for the year attributable to ordinary shareholders by the weighted average number of ordinary shares outstanding during the year.

Diluted earnings per share is calculated by dividing the net income for the year attributable to ordinary shareholders, by the weighted average number of ordinary shares outstanding during the year, both adjusted for the effects of dilutive potential ordinary shares.

The following table reflects the income and share data used in the computation of basic and diluted earnings per share.

	As at 31 December	
	2024	2025
Net income attributable to ordinary shareholders (EUR million)	447	398
Adjusted net income for calculating diluted earnings per share (EUR million)	447	398
Weighted average number of outstanding ordinary shares	322,573,717	322,837,609
Weighted average number of outstanding ordinary shares for diluted earnings per share	322,573,717	322,837,609
Basic earnings per share (EUR)	1.39	1.23
Diluted earnings per share (EUR)	1.39	1.23

In 2025 and 2024, the Group sold respectively 0 and 7,709 treasury shares to senior management for a total amount of less than EUR 1 million, under share purchase plans offered at a 16.66% discount (see Note 35). In addition, on 25 July 2024, the Board of Directors approved the free grant of 75,000 shares to the former CEO (see Note 35). The dilutive effect was insignificant in 2024.

Note 31. Dividends paid and proposed

	2024	2025
Dividends on ordinary shares:		
Proposed dividends (EUR million)	194	194
Number of outstanding shares with dividend rights	323,155,376	323,761,273
Dividend per share (EUR)	0.60	0.60
Special dividend proposed to the shareholders' meeting (EUR million)		
Special dividend per share (EUR)		
Interim dividend paid to the shareholders (EUR million)	161	97
Interim dividend per share (EUR)	0.50	0.30

The proposed dividends for 2024 have been effectively paid in April 2025, net of the interim dividend paid in December 2024. The interim dividends for 2025 have been paid in December 2025.

Note 32. Additional disclosures on financial instruments

Note 32.1. Derivatives

The Group makes use of derivatives such as interest rate swaps (IRS), interest rate and currency swaps (IRCS), forward foreign exchange contracts and currency options. In the tables below, derivatives to which the Group applies hedge accounting are referred to as “Derivatives held-for-hedging”.

(EUR million)	Note	As at 31 December	
		2024	2025
Non-current assets			
Other derivatives	12	1	0
Current assets			
Derivatives held-for-hedging	15	57	0
Derivatives held-for-trading	15	12	4
Total assets		70	4
Non-current liabilities			
Derivatives held-for-trading		4	3
Current liabilities			
Derivatives held-for-hedging		1	1
Derivatives held-for-trading		13	4
Total liabilities		18	7

The tables below show the positive and negative fair value of derivatives, included in the balance sheet respectively as current/non-current assets or liabilities.

As at 31 December 2025 (EUR million)	Fair value	
	Asset	Liability
Forward foreign exchange contracts	0	-1
Derivatives qualifying for hedge accounting	0	-1
Virtual Power Purchase Agreement (VPPA)	0	-4
Interest rate and currency swaps	0	-2
Interests and currency related - other derivatives	3	0
Forward foreign exchange contracts	1	0
Derivatives not qualifying for hedge accounting	4	-6
Total	4	-7

As at 31 December 2024

(EUR million)	Fair value	
	Asset	Liability
Forward foreign exchange contracts	1	-1
Interest rate swaps	56	0
Derivatives qualifying for hedge accounting	57	-1
Virtual Power Purchase Agreement (VPPA)	0	-4
Zero collar swaption	12	0
Interest rate and currency swaps	0	-1
Interest rate swaps	0	-9
Interests and currency related - other derivatives	1	0
Forward foreign exchange contracts	0	-3
Derivatives not qualifying for hedge accounting	14	-17
Total	70	-18

The group entered a forward interest rate swap for a notional amount of EUR 500 million on February 2022 to cover the Group exposure to the variability in cash flows attributable to the long-term interest rate risk associated with a highly probable forecasted transactions, being a 10-year bond to be issued in April 2025 (Note 12). The Group applies hedge accounting to this swap (cash flow hedging). The fair value of this instrument amounted to EUR 56 million in 2024. At issuance of the bond in April 2025, the Interest rate swap was unwound, resulting in a cash inflow of EUR 66.5 million.

In order to preserve the positive Mark-to-Market value of the existing pre-hedge for April 2025, Proximus entered in May 2023 a swaption collar. The trade was structured as a zero-cost collar swaption, so that there was no upfront premium to be paid. The Group does not apply hedge accounting to this transaction. The fair value of this financial instrument amounted to EUR 12 million as at 31 December 2024. At issuance of the bond in April 2025, the Interest rate swap was unwound, resulting in a cash inflow of EUR 3.5 million.

The decrease of the derivative held for trading recognized under the current liabilities is essentially due to the repayment of outstanding drawn portion of the Fiberklaar bank loan (see note 19.1) which triggered the early termination of the associated interest rate hedging instruments. These hedges were unwound on 9 April 2025 for a total settlement amount of EUR 11 million, including only negligible break fees. This derivative instrument amounted to EUR – 9 million as at December 2024.

Interest rate and currency swaps (IRCS) are used to manage the currency and interest rate exposure on outstanding JPY 1.5 billion unsubordinated debentures (see note 19). The value of the IRCS amounted to EUR -2.4 million as at 31 December 2025 (EUR -1 million as of 31 December 2024). The instrument will naturally settle upon the maturity of the underlying JPY debentures in December 2026.

Note 32.2. Financial risk management objectives and policies

The Group's main financial instruments comprise unsubordinated debentures, trade receivables and trade payables. The main risks arising from the Group's use of financial instruments are interest rate risk, foreign currency risk, liquidity risk and credit risk.

All financial activities are subject to the principle of risk minimization. To achieve this, all matters related to funding, foreign exchange, interest rate and counterparty risk management are handled by a centralized Group Treasury department. Simulations are performed using different market (including worst case) scenarios with a view to estimating the effects of varying market conditions. All financial transactions and financial risk positions are managed and monitored in a centralized treasury management system.

Group Treasury operations are conducted within a framework of policies and guidelines approved by the Leadership Squad and the Board of Directors. Group Treasury is responsible for implementing these policies. According to the policies, derivatives are used to

hedge interest rate and currency exposures. Derivatives are used exclusively as hedging instruments, i.e., not for trading or other speculative purposes. Derivatives used by the Group mainly include forward exchange contracts, interest rate swaps and currency options.

The tables below provide a reconciliation of changes in equity and statement of OCI by hedge type for 2025 and 2024

(EUR million)	Note	Gain taken to equity	Transfer to profit or loss for the period
Cash flow hedge on foreign currency transactions	OCI	-1	0
Interest rate swaps	OCI	11	0
Amortization of cumulated remeasurements of settled interest rate swap	OCI	0	-19
Gross impact		10	-19
Tax effect	OCI	-3	5
Changes in other comprehensive income in relation with cash flow hedges		8	-14

OCI = other comprehensive income

(EUR million)	Note	Gain taken to equity	Transfer to profit or loss for the period
Interest rate swaps	OCI	-4	0
Amortization of cumulated remeasurements of settled interest rate swap	OCI	0	-14
Gross impact		-3	-14
Tax effect	OCI	1	3
Changes in other comprehensive income in relation with cash flow hedges		-3	-10

OCI = other comprehensive income

In 2025 and 2024, the changes in other comprehensive income relating to cash flow hedges correspond to the recycling to profit or loss of the cumulative gains arising from the hedges entered into by the Group to mitigate its exposure to variability in cash flows attributable to interest rates associated with bonds to be issued, which were subsequently issued as planned in 2018, 2021, 2023 and 2025.

Interest rate risk

The Group's exposure to changing market interest rates primarily relates to its long-term financial obligations. Group Treasury manages exposure of the Group to changes in interest rates and the overall cost of financing by using a mix of fixed and variable rate debts, in accordance with the Group's financial risk management policies. The aim of such policies is to achieve an optimal balance between total cost of funding, risk minimization and avoidance of volatility in financial results, whilst considering market conditions and opportunities as well as overall business strategy.

Proximus' non-current interest-bearing liabilities (including their current portions) as at 31 December 2025 and 2024 were mainly fixed-rate debts, as shown in the tables below. These tables also show the average interest rate of these debts, as well as their average time to maturity and the effect of the interest rate and currency swap agreements (IRCS) on the bond labelled in JPY. Lease liabilities and current interest-bearing liabilities are not considered in these two tables.

The weighted average interest rates shown in the tables below include the effects of the hedges entered to cover the Group exposure to the variability in cash flows attributable to the long-term interest rate risk associated with bonds to be issued and that were issued as planned, in 2018, 2021, 2023 and 2025.

The two tables below include the hybrid bond issued in 2024, for an amount of EUR 700 million, and classified as equity instrument (see notes 2 and 18).

In 2024, the loans from credit institutions labelled in USD were financial liabilities assumed from Route Mobile when Proximus Group acquired the control of this entity in 2024. These loans have been repaid in full in 2025.

As at 31 December 2025

	Direct borrowing			IRCS agreements			Net obligations		
	Notional amount	Weighted average interest rate (1)	Average time to maturity	Amount payable (receivable)	Weighted average interest rate (1)	Average time to maturity	Amount payable (receivable)	Weighted average interest rate (1)	Average time to maturity
	(EUR million)		(in years)	(EUR million)		(in years)	(EUR million)		(in years)
EUR									
Fixed	4,950	2.75%	7				4,950	2.68%	7
Variable				11	1.99%	0,96	11	1.99%	1
JPY									
Fixed	11	5.04%	1	-11	-5.04%	0,96			
Total	4,961	2.75%	7	0			4,961	3.39%	7

(1) Weighted average interest rate taking into account last repriced interest rates for floating borrowings.

In 2025, the Group is issued a EUR 750 million bond, the proceeds were used to general corporate purposes, including the refinancing of a maturing bond for an amount of EUR 500 million.

As at 31 December 2024

	Direct borrowing			IRCS agreements			Net obligations		
	Notional amount	Weighted average interest rate (1)	Average time to maturity	Amount payable (receivable)	Weighted average interest rate (1)	Average time to maturity	Amount payable (receivable)	Weighted average interest rate (1)	Average time to maturity
	(EUR million)		(in years)	(EUR million)		(in years)	(EUR million)		(in years)
EUR									
Fixed	5,180	2.85%	7				5,180	2.85%	7
Variable				11	2.48%	2	11	2.48%	2
JPY									
Fixed	11	5.04%	2	-11	-5.04%	2			
Variable									
USD									
Variable	20	7.27%	1				20	7.26%	1
Total	5,211	2.85%	7	0			5,211	2.85%	7

(1) Weighted average interest rate taking into account last repriced interest rates for floating borrowings.

The Group issued two bonds in 2024, among which a EUR 700 million hybrid bond classified as equity instrument (see notes 2 and 18), for a total notional amount of EUR 1,400 million and repaid a maturing bond for an amount of EUR 600 million. The table above

includes the hybrid bond. The Group also assumed an additional loan from credit institutions when it acquired the control of Fiberklaar (see note 8.4). The carrying amount of this loan amounted to EUR 480 million as of 31 December 2024.

Foreign currency risk

The Group's main currency exposures result from its operating activities. Such exposure arises from sales or purchases by operating units in currencies other than their balance sheet currency. Transactions in foreign currencies mainly occur in the International segment, including International Carrier Services ("BICS"), TeleSign and Route Mobile, an entity acquired in 2024. Indeed, their activities generate payments to and receipts from the companies they interact with in various foreign currencies. Next to these, Proximus as well as several of its affiliates also engage in international activities (ICT, roaming, capital and operating expenditure) giving rise to currency exposures.

Risks from foreign currencies are hedged to the extent that they are liable to influence the Group's cash flows. Foreign currency risks that do not influence the Group's cash flows (i.e., the risks resulting from the translation of assets and liabilities of foreign operations into the Group's reporting currency) as a rule are not hedged. However, the Group could envisage hedging such so-called translation differences should their potential impact become material to the Group's consolidated financial statements.

The typical financial instruments used to hedge foreign currency risk are forward foreign exchange contracts and currency options.

In 2025 and 2024, the Group only incurred currency exposures relative to its operating activities. Foreign currency transactions are recognized in functional currency on initial recognition at the foreign exchange rate prevailing at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at balance sheet date using the exchange rate at that date. The net exchange difference on the translation of these monetary assets and liabilities are recorded via the income statement. However, in a limited number of cases, hedge accounting has been applied, the effective portion of the gains and losses on the hedging instrument is recognized via other comprehensive income until the hedged item occurs. If the hedged transaction leads to the recognition of an asset, the carrying amount of the asset at the time of initial recognition incorporates the amount previously recognized via other comprehensive income. The ineffective portion of a cash flow hedge is always recognized in profit or loss.

The Group performed a sensitivity analysis on the main currency pairs to which it is exposed in its operating activities, for the year 2025.

Foreign currency Group's net position as at 31/12/2025 (in currency)	P&L effect if foreign currency against base currency moves by (in EUR) :										Closing rate
			-15.0%	-10.0%	-5.0%	-2.5%	2.5%	5.0%	10.0%	15.0%	
-141,966	USD	USD/EUR	18,123	12,082	6,041	3,021	-3,021	-6,041	-12,082	-18,123	0.85
-458,903	GBP	GBP/EUR	78,885	52,590	26,295	13,148	-13,148	-26,295	-52,590	-78,885	1.15
-1,960,869	CHF	CHF/EUR	315,794	210,529	105,265	52,632	-52,632	-105,265	-210,529	-315,794	1.07
-3,420,645	SDR	SDR/EUR	598,030	398,686	199,343	99,672	-99,672	-199,343	-398,686	-598,030	1.17
1,929,152	AUD	AUD/EUR	-164,594	-109,729	-54,865	-27,432	27,432	54,865	109,729	164,594	0.57
-695,870	EUR	EUR/USD	91,082	60,722	30,361	15,180	-15,180	-30,361	-60,722	-91,082	1.18
-2,400,057	GBP	GBP/USD	360,008	240,006	120,003	60,001	-60,001	-120,003	-240,006	-360,008	1.35
509,074	EUR	EUR/INR	-76,361	-50,907	-25,454	-12,727	12,727	25,454	50,907	76,361	105.60
-54,678	USD	USD/INR	6,091	4,061	2,030	1,015	-1,015	-2,030	-4,061	-6,091	78.42
6,231,108	EUR	EUR/GBP	-934,666	-623,111	-311,555	-155,778	155,778	311,555	623,111	934,666	0.87
16,844,411	USD	USD/GBP	-2,150,350	-1,433,567	-716,783	-358,392	358,392	716,783	1,433,567	2,150,350	0.74
1,657,827	EUR	EUR/AED	-248,674	-165,783	-82,891	-41,446	41,446	82,891	165,783	248,674	4.31
484,631	GBP	GBP/AED	-83,308	-55,539	-27,769	-13,885	13,885	27,769	55,539	83,308	4.94
-655,043	USD	USD/COP	72,969	48,646	24,323	12,162	-12,162	-24,323	-48,646	-72,969	3764.31

Notes:

- Net position, in the table above, is defined as the sum, for all Group entities with the same balance sheet (base) currency, of cash positions in foreign currencies, customers' and suppliers' invoices expressed in foreign currencies, and currency derivatives. Foreign currency positions are expressed in their respective currencies (not translated in EUR).
- +xx % means when foreign currency wins xx % vs. its base currency. The result is converted in EUR.
- -xx% means when foreign currency loses xx% vs. its base currency. The result is converted in EUR.
- A positive sign means a profit in P&L
- A negative sign means a loss in P&L

In 2025, the amount of exchange differences recognized in profit or loss, except for those arising on financial instruments measured at fair value through profit or loss in accordance with IFRS 9, amounted to a net loss of EUR 2.6 million.

Credit risk and significant concentrations of credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations.

Credit risk encompasses all forms of counterparty exposure, i.e. where counterparties may default on their obligations to Proximus in relation to lending, hedging, settlement and other financial activities.

The Group's maximum exposure to credit risk (not taking into account the value of any collateral or other security held) in the event the counterparties fail to perform their obligations in relation to each class of recognized financial assets, including derivatives with positive market value, is the carrying amount of those assets in the balance sheet and bank guarantees granted.

To reduce the credit risk in respect of financing activities and cash management of the Group, transactions are only entered into with leading financial institutions whose long-term credit ratings equal at least A- (S&P).

The Group applies the IFRS 9 simplified approach for measuring the expected credit losses for trade receivables and contract assets, meaning the lifetime expected credit loss. The determination of this loss allowance might be at portfolio or individual level, depending on the assessed risk related to the customer.

Credit risk on operating activities with significant clients is managed and controlled on an individualized basis. When needed, the Group requests additional collaterals. These significant customers are however not material to the Group, since the client portfolio of the Group is mainly composed of a large number of small customers. Hence, credit risk and concentration of credit risk on trade receivables is limited. For amounts receivable from other telecommunication companies, the concentration of credit risk is also limited due to netting agreements (see note 14.3) with accounts payable to these companies, prepayment obligations, bank guarantees, parent guarantees and the use of credit limits obtained via credit insurance.

The Group is exposed to credit loss in the event of non-performance by counterparty on short-term bank deposits and financial derivatives (see note 32.2). However, the Group does not anticipate non-performance by any of these counterparties as it only deals with prime financial institutions, and, as a rule, only invests in highly liquid and short-term securities (mainly cash and cash equivalents), for which, seen the excellent rating of the counterparts, the Group do not calculate loss allowances provisions.

Moreover, the Group monitors potential changes in credit risk on counterparties by tracking their external credit ratings on an ongoing basis as well as evolutions in its bank's credit default swap rates (a leading indicator often anticipating on future rating changes).

In addition, the Group is exposed to credit risk by occasionally granting non-recourse bank guarantees in favour of some of its institutional or governmental clients. It had granted bank guarantees for an amount of EUR 56 million as at 31 December 2025 (EUR 52 million at 31 December 2024).

Finally, the Group has not pledged any financial assets, nor does it hold any collateral against any of its counterparties, except for all shares held by Midco Unifiber in Unifiber, as explained in note 8.3.2.

Liquidity risk

In accordance with the treasury policy, Group Treasury manages its overall cost of financing by using a mix of fixed and variable rate debts.

A liquidity reserve in the form of credit lines and cash is maintained to always guarantee the solvency and financial flexibility of the Group. For this purpose, Proximus entered into committed bilateral credit agreements with different maturities and into a committed sustainable linked Syndicated Revolving Facilities for a total amount of EUR 750 million (EUR 750 million in 2024). For medium to long-term funding, the Group uses bonds and medium-term notes. The maturity profile of the debt portfolio is spread over several years. Group Treasury frequently assesses its funding resources considering its own credit rating and general market conditions.

The table below summarizes the maturity profile of the Group's non-current (and related current portions) interest-bearing liabilities at each reporting date. This maturity profile is based on contractual undiscounted interest payments and capital reimbursements. For floating rate liabilities, interest rates used to determine cash outflows are the ones prevailing at their last price fixing date before reporting date (as of 31 December 2025 and 2024, respectively). Lease liabilities (for the leasing liabilities maturity profile, see note 6), derivatives and current interests-bearing liabilities are not considered in this table.

(EUR million)	2025	2026	2027	2028	2029	2030-2040
As at 31 December 2024						
Capital	526	21	7	1,035	0	2,950
Interests	135	125	124	124	87	343
Total	661	146	131	1,159	87	3,293
As at 31 December 2025						
Capital		18	7	555	0	3,700
Interests		125	125	125	115	512
Total		143	132	680	115	4,212

The tables below summarize for 2025 and 2024, the repayment of spectrum liabilities and interest payments on the outstanding balance. The interest shown in this table is calculated based on a rate of 4.5% for 2025, 2026 and 2027 and 4.75% for the remaining maturities (respectively 4.5% in 2024). Spectrum liabilities are included in the current and non-current interest-bearing liabilities.

(EUR million)	2025	2026	2027	2028	2029	2030-2040
As at 31 December 2025						
Capital		36	36	36	36	374
Interests		22	20	19	18	92
Total		58	56	56	54	467
As at 31 December 2024						
Capital	37	37	39	39	39	381
Interests	23	22	20	19	17	88
Total	61	59	60	57	56	468

Bank credit facilities at 31 December 2025

In addition to the interest-bearing liabilities disclosed in notes 19.1 and 19.2, the Group is backed by committed credit facilities of EUR 750 million (EUR 750 million in 2024). These facilities are provided by a diversified group of Belgian and international banks. As at 31 December 2025, there were no outstanding balances under any of these facilities. A total of EUR 750 million (EUR 750 million in 2024) of credit lines was therefore available for drawdown as at 31 December 2025.

The Group also uses a EUR 5 billion Euro Medium-term Note ("EMTN") Program and a EUR 1 billion Commercial Paper ("CP") Program. As at 31 December 2025, there was an outstanding balance under the EMTN Program of EUR 1,150 million, whereas the Commercial Paper Program was fully undrawn.

Supplier finance arrangements

Proximus utilized bills of exchange to extend the payment term for one of its vendors from 30 days to the Proximus' standard payment term of 60 days. The extension to the payment term of 60 days is subject to a standard interest rate based on market conditions. Since these liabilities are for goods or services formally invoiced by suppliers and are part of the working capital used in Proximus' normal operating cycle, they remain classified as trade payables on the Balance Sheet, along with other trade payables.

In 2025, the Group did not make use of the Bill of Exchange program traditionally applied to certain vendor invoices.

Note 32.3. Net financial position of the Group and capital management

The Group defines the net financial position as the net amount of investments, cash and cash equivalents minus any interest-bearing financial liabilities and related derivatives, including re-measurement to fair value and lease liabilities. The net financial position does not include non-current trade payables.

Adjusted Net Financial Position, which constitutes an Alternative Performance Measure (APM), refers to the total interest-bearing debt (short term + long term) minus cash and cash equivalents, excluding lease liabilities.

(EUR million)	Note	As at 31 December	As at 31 December
		2024 (***)	2025
Investments, Cash and cash equivalents	16 / 17	538	670
Non-current deposits		5	7
Derivatives (current and non-current)	12	57	0
Assets		600	677
Non-current liabilities (*)	19.1	-4,175	-4,483
Current liabilities (*)	19.2	-626	-126
Liabilities		-4,801	-4,609
Net financial position (*)		-4,201	-3,932
Of which Leasing liabilities		294	364
Adjusted financial position (**)		-3,907	-3,568

(*) Including derivatives and leasing liabilities

(**) The adjusted financial position excludes leasing liabilities

(***) Restated for non-current deposits

The purpose of the Group's capital management is to maintain net financial debt and equity ratios that always allow for security of liquidity via flexible access to capital markets, to be able to finance strategic projects and to offer an attractive remuneration to shareholders. Over the two years presented, the Group did not issue new shares or any other dilutive instruments, except for the shares sold to senior management of the group at a discount of 16.66% and those granted for free to the Group Chief Executive Officer (see note 35).

Note 32.4 Categories of financial instruments

The following tables present the Group's financial instruments per category defined under IFRS 9, as well as gains and losses resulting from re-measurement to fair value.

Based on market conditions at 31 December 2025, the carrying amount of the unsubordinated debentures and of the different loans granted by credit institutions to the Group, and that are accounted for at amortized cost, exceeded by EUR 276 million, or 7%, their fair value (EUR 240 million in 2024, or 5%).

The 2025 and 2024 fair values, calculated for each debenture separately, were obtained by discounting the cumulated cash outflows generated by each debenture with the interest rates at which the Group could borrow at respectively 31 December 2025 and 31 December 2024 for similar debentures with the same remaining maturities.

The Group did not reclassify, during the period, financial instruments from one category to another.

The following table shows the classifications under IFRS 9 for each class of assets and financial liabilities as at 31 Dec 2025. In the tables below, derivatives to which the Group applies hedge accounting are referred to as “Derivatives held-for-hedging”.

As at 31 December 2025 (EUR million)	Note	Classification under IFRS 9	Carrying amount under IFRS 9	Fair value
ASSETS				
Non-current assets				
Equity investments	9	FVOCI	2	2
Other non-current assets				
Other financial assets		Amortized cost	15	15
Current assets				
Trade receivables	14	Amortized cost	1,028	1,028
Interests bearing				
Other receivables		Amortized cost	19	19
Non-interests bearing				
Other receivables		Amortized cost	30	30
Derivatives held for trading	32.1	FVTPL	1	1
Derivatives held for trading	32.1	FVTPL	3	3
Investments	16	FVTPL	2	2
Investments	16	Amortized cost	103	103
Cash and cash equivalents				
Short-term deposits	17	Amortized cost	222	222
Cash at bank and in hand	17	Amortized cost	343	343
LIABILITIES				
Non-current liabilities				
Interest-bearing liabilities				
Unsubordinated debt (bonds, notes)	19.1	Amortized cost	3,810	3,586
Credit institutions	19.1	Amortized cost	400	387
Other loans	19.1	Amortized cost	12	12
Non-interest-bearing liabilities				
Derivatives held-for-trading	32.1	FVTPL	3	3
Other non-current payables	21	Amortized cost	31	31
Other amounts payable, interest-bearing		Amortized cost	484	484
Current liabilities				
Interest-bearing liabilities, current portion				
Unsubordinated debt (bonds, notes)	18	Amortized cost	11	11
Other loans	19.1	Amortized cost	7	7
Interest-bearing liabilities				
Credit institutions		Amortized cost	1	1
Other loans	19.2	Amortized cost	3	3
Trade payables		Amortized cost	1,502	1,502
Other current payables				
Derivatives held-for-hedging	32.1	Hedging instrument	1	1
Derivatives held for trading	32.1	FVTPL	1	1
Derivatives held for trading	32.1	FVTPL	2	2
Other amounts payable		Amortized cost	407	407
Other amounts payable, interest-bearing		Amortized cost	37	37

FVTPL: Financial assets/liabilities at fair value through profit and loss

FVOCI: Financial assets at fair value through other comprehensive income

The following table shows the classifications under IFRS 9 for each class of assets and financial liabilities as at 31 Dec 2024

As at 31 December 2024 (EUR million)	Note	Classification under IFRS 9	Carrying amount under IFRS 9	Fair value
ASSETS				
Non-current assets				
Equity investments	9	FVOCI	2	2
Other non-current assets				
Derivatives held for trading	32.1	FVTPL	1	1
Other financial assets		Amortized cost	12	12
Current assets				
Trade receivables	14	Amortized cost	1,046	1,046
Interests bearing				
Other receivables		Amortized cost	5	5
Non-interests bearing				
Other receivables		Amortized cost	46	46
Derivatives held for trading	32.1	FVTPL	12	12
Derivatives held-for-hedging	32.1	Hedging instrument	56	56
Derivatives held-for-hedging	32.1	Hedging instrument	1	1
Investments	16	FVTPL	2	2
Investments	16	Amortized cost	40	40
Cash and cash equivalents				
Short-term deposits	17	Amortized cost	252	252
Cash at bank and in hand	17	Amortized cost	245	245
LIABILITIES				
Non-current liabilities				
Interest-bearing liabilities				
Unsubordinated debt (bonds, notes)	19.1	Amortized cost	3,079	2,898
Credit institutions	19.1	Amortized cost	884	862
Other loans	19.1	Amortized cost	19	19
Non-interest-bearing liabilities				
Derivatives held-for-trading	32.1	FVTPL	3	3
Derivatives held-for-trading	32.1	FVTPL	1	1
Other non-current payables	21	FVTPL	2	2
Other non-current payables	21	Amortized cost	26	26
Other amounts payable, interest-bearing		Amortized cost	522	522
Current liabilities				
Interest-bearing liabilities, current portion				
Unsubordinated debt (bonds, notes)	19.2	Amortized cost	499	495
Credit institutions	19.2	Amortized cost	17	17
Other loans	19.2	Amortized cost	9	9
Trade payables		Amortized cost	1,508	1,508
Other current payables				
Derivatives held-for-hedging	32.1	Hedging instrument	1	1
Derivatives held for trading	32.1	FVTPL	3	3
Derivatives held for trading	32.1	FVTPL	9	9
Other debt		FVTPL	8	8
Other amounts payable		Amortized cost	571	571
Other amounts payable, interest-bearing		Amortized cost	37	37

FVTPL: Financial assets/liabilities at fair value through profit and loss

FVTOCI: Financial assets at fair value through other comprehensive income

Note 32.5 Fair value of financial assets and liabilities

Financial instruments measured at fair value are disclosed in the table below according to the valuation technique used. The hierarchy between the techniques reflects the significance of the inputs used in making the measurements:

- **Level 1:** quoted (unadjusted) prices in active markets for identical assets or liabilities.
- **Level 2:** valuation techniques for which all inputs which have a significant effect on the recorded fair value are observable for the asset or liability, either directly or indirectly.
- **Level 3:** valuation techniques for which all inputs which have a significant effect on the recorded fair value are not based on observable market data.

The Group holds financial instruments classified in Level 1, 2 and 3.

The valuation techniques for fair value measuring the Level 2 financial instruments are:

- **Derivatives in Level 2**

In 2024, these derivatives include mainly the interest rate swaps and interest rate and currency swaps (IRCS) the Group entered to reduce the interest rate and currency fluctuations on some of its long-term debentures and also the zero-collar swaption entered into to preserve the positive Mark-to-Market value of the existing pre-hedge for April 2025. The fair values of these instruments are determined by discounting the expected contractual cash flows using interest rate curves in the corresponding currencies and currency exchange rates, all observable on active markets. As at 31 December 2025, these derivatives included only the IRCS mentioned above.

- **Unsubordinated debentures**

The unsubordinated debentures are recognized at amortized cost. Their fair values, calculated for each debenture separately, were obtained by discounting the interest rates at which the Group could borrow at 31 December 2025 and 2024 for similar debentures with the same remaining maturities.

The financial instruments classified among the level 3 category include:

- **Virtual Power Purchase Agreement**

The power component of the Virtual Power Purchase Agreement, entered into in 2023, is an embedded derivative instrument where Proximus has agreed to pay a fixed price for the associated electricity and to receive the electricity spot price with a monthly net settlement in cash. There is no physical delivery of the electricity.

The valuation of the power component of the VPPA is considered as a 'level 3' fair value. It is determined using a discounted cash flow model. The main factors determining the fair value of the VPPA agreement are the discount rates (level 2), the estimated electricity volume based on the historical power production of the windfarm (level 3) and the forward market prices of electricity (level 2 & level 3).

The remeasurement to fair value of the VPPA in 2025 and 2024 resulted in a cost of less than EUR 1 million.

- **Put option**

The put option is the right granted to the former owner of Be-Mobile to sell its own remaining shares to Proximus at specific times for a price to be determined in accordance with contractually agreed terms. The elements on which the valuation is based are not

directly or indirectly observable on the market. The instrument fair value is very depending on Be-mobile realistic present and future performances. The fair value of the put option increased by EUR 2 million in 2024 to reach a value of EUR 7.5 million. In the context of the sale of BeMobile (see note 8.4), this option was cancelled and its value brought back to EUR 0.

- **Contingent consideration related to Route Mobile**

Route Mobile's net asset acquired included a contingent liability related to a past business combination. This financial liability is classified as a level 3 financial instrument measured at fair value.

The table below shows the changes in this debt since 31 December 2024 (in M€).

(EUR million)

Balance as at 31 December 2024	2
Payment of purchase consideration for business combination	-1
Balance as at 31 December 2025	0

The tables below disclose the Group assets and liabilities measure at fair value and their classification (level 1, 2 or 3), as of 31 December 2025 and 2024.

As at 31 December 2025

Fair values measurement at end of the reporting period using :

(EUR million)	Note	Classification under IFRS 9	Fair value	Level 1	Level 2	Level 3
ASSETS						
Non-current assets						
Equity investments	9	FVOCI	2			X
Current assets						
Non-interests bearing						
Derivatives held for trading	32.1	FVTPL	1	X		
Derivatives held for trading	32.1	FVTPL	3		X	
Investments	16	FVTPL	2		X	
LIABILITIES						
Non-current liabilities						
Interest-bearing liabilities						
Unsubordinated debt (bonds, notes)	19.1	Amortized cost	3,586		X	
Credit institutions	19.1	Amortized cost	387		X	
Other loans	19.1	Amortized cost	12		X	
Non-interest-bearing liabilities						
Derivatives held-for-trading	32.1	FVTPL	3			X
Current liabilities						
Interest-bearing liabilities, current portion						
Unsubordinated debt (bonds, notes)	19.2	Amortized cost	11		X	
Other loans	19.2	Amortized cost	7		X	
Interest-bearing liabilities						
Credit institutions	19.2	Amortized cost	1		X	
Other loans	19.2	Amortized cost	3		X	
Other current payables						
Derivatives held-for-hedging	32.1	Hedging instrument	1	X		
Derivatives held for trading	32.1	FVTPL	1			X
Derivatives held for trading	32.1	FVTPL	2	X		

FVTPL: Financial assets/liabilities at fair value through profit and loss

FVTOCI: Financial assets at fair value through other comprehensive income

As at 31 December 2024

Fair values measurement at end of the reporting period using:

(EUR million)	Note	Classification under IFRS 9	Fair value	Level 1	Level 2	Level 3
ASSETS						
Non-current assets						
Equity investments	9	FVOCI	2			X
Other non-current assets						
Derivatives held for trading	32.1	FVTPL	1		X	
Current assets						
Non-interests bearing						
Derivatives held for trading	32.1	FVTPL	12		X	
Derivatives held-for-hedging	32.1	Hedging instrument	56		X	
Derivatives held-for-hedging	32.1	Hedging instrument	1	X		
Investments	16	FVTPL	2		X	
LIABILITIES						
Non-current liabilities						
Interest-bearing liabilities						
Unsubordinated debt (bonds, notes)	19.1	Amortized cost	2.898		X	
Credit institutions	19.1	Amortized cost	862		X	
Other loans	19.1	Amortized cost	19		X	
Non-interest-bearing liabilities						
Derivatives held-for-trading	32.1	FVTPL	3			X
Derivatives held-for-trading	32.1	FVTPL	1		X	
Other non-current payables	21	FVTPL	2			X
Current liabilities						
Interest-bearing liabilities, current portion						
Unsubordinated debt (bonds, notes)	19.2	Amortized cost	495		X	
Credit institutions	19.2	Amortized cost	17		X	
Other loans	19.2	Amortized cost	9		X	
Other current payables						
Derivatives held-for-hedging	32.1	Hedging instrument	1	X		
Derivatives held for trading	32.1	FVTPL	3	X		
Derivatives held for trading	32.1	FVTPL	9	X		
Other debt		FVTPL	8			X

FVTPL: Financial assets/liabilities at fair value through profit and loss

FVTOCI: Financial assets at fair value through other comprehensive income

Note 33. Related party disclosures

Note 33.1. Consolidated companies

Subsidiaries, joint-operations, joint-ventures and associates are listed in note 8.

Commercial terms and market prices apply for the supply of goods and services between Group companies.

The transactions between Proximus SA and its subsidiaries, being related parties, are eliminated for the preparation of the consolidated financial statements. The transactions between Proximus SA and its subsidiaries are as follows:

Proximus SA transactions with its subsidiaries and joint operations (EUR million)	As at 31 December	
	2024	2025
Revenues	147	165
Costs of materials and services related to revenue	-106	-79
Net finance costs	-26	-17
Dividends received	108	296

Proximus SA position with its subsidiaries and joint operations (EUR million)	As at 31 December	
	2024	2025
Trade receivables	36	35
Trade payables	-69	-93
Interest-bearing receivables/liabilities	-878	-688
Other receivables and liabilities	-3	-3

Note 33.2. Relationship with shareholders and other State-controlled enterprises.

The Belgian State is the majority shareholder of the Group, with a stake of 53.51%. The Group holds treasury shares for 4.42%. The remaining 42.06% are traded on the First Market of Euronext Brussels.

Relationship with the Belgian State

The Group supplies telecommunication services to the Belgian State and State-related entities. The Group also acquired substantive spectrum rights (note 4 intangible assets with finite useful life) in the spectrum auction organised by regulator BIPT, a State-related entity. State related enterprises are those that are either State-controlled or State-jointly-controlled or State-influenced. All such transactions are made within normal customer/supplier relationships on terms and conditions that are not more favourable than those available to other customers and suppliers. The services provided to State-related enterprises do not represent a significant component of the Group's net revenue, meaning less than 5%.

Relationship with Belfius Bank NV

Belfius and Proximus, both state-controlled enterprises with the Belgian State as their majority shareholder, have reviewed their strategic partnership. As Belfius is considered a "related party" under IFRS standards, their cooperation agreement required approval from the Board of Directors, which was granted on April 29, 2021, following an independent review. The financial impact of this partnership on consolidated figures was minor as of 2022.

As part of this collaboration, the digital banking app "Banx," launched in 2020 as a sustainable banking experience ("Imagined by Proximus, powered by Belfius"), has been discontinued as of December 24. Despite its innovative approach, scaling Banx in a mature market proved difficult. Instead, Proximus customers will gain access to an exclusive Belfius banking offer, integrated within the Proximus+ app, which provides services related to energy, mobility, and future budget management.

Banx customers received support for migrating to Belfius or closing their accounts. Meanwhile, the successful "Beats" program—offering Proximus telecom packs via Belfius channels—will continue, having significantly grown since its 2021 launch. This restructuring strengthens the collaboration between the two enterprises, aligning with their goal of offering an integrated banking and telecom ecosystem while ensuring regulatory compliance and financial stability.

Note 33.3. Relationship with key management personnel

The remuneration of the Board of Directors was decided by the General Shareholders' Meeting of 2004.

The principles of this remuneration remained applicable in 2025, and no substantial change of the policy is expected: it foresees an annual fixed compensation of EUR 50,000 for the Chairman of the Board of Directors and of EUR 25,000 for the other members of the Board of Directors, except for the CEO. All members of the Board of Directors, except for the CEO, have the right to an attendance fee of EUR 5,000 per attended meeting of the Board of Directors. This fee is doubled for the Chairman. Attendance fees of EUR 2,500 are foreseen for each member of an advisory committee of the Board of Directors, except for the CEO. For the Chairman of the respective advisory committee, these attendance fees are doubled.

The members also receive EUR 2,000 per year for communication costs. For the Chairman of the Board of Directors, the communication costs are also doubled.

The Chairman of the Board of Directors is also Chairman of the Joint Committee and of the Pension Fund and Proximus ART. He is member of the Board of Proximus Real Estate, our immo-affiliate; He does not receive any fees for these mandates.

For the performance of their Board mandates, the non-executive Directors do not receive any variable performance-based remuneration, nor do they receive benefits linked to complementary pension plans or any other group insurance.

The total remuneration for the Directors amounted to gross EUR 1,476,391 for 2025 and to gross EUR 1,296,068 for 2024. The directors have not received any loan or advance from the Group.

The number of meetings of the Board of Directors and advising committees are detailed as follows:

	2024	2025
Board of Directors	10	13
Audit and Compliance Committee	6	5
Nomination and Remuneration Committee	6	9
Transformation & Innovation Committee (Committee was dissolved in May 2025)	2	0
International Committee	2	2

In its meeting of 24 February 2011, the Board adopted a "related party transactions policy" which was updated in September 2016, which governs all transactions or other contractual relationships between the company and its board members. Proximus has contractual relationships and is also a vendor for telephony, Internet and/or ICT services for many of the companies in which Board members have an executive or non-executive mandate. These transactions take place in the ordinary course of business and are arm's length of nature.

For the year ended 31 December 2024, a total gross amount (included the long-term performance-based payments) of EUR 10,115,929 (before employer social security costs) was paid or granted in aggregate to the members of the Leadership Squad, Chief Executive Officer included. In 2024 the members of the Leadership Squad were Guillaume Boutin, , Ben Appel, Geert Standaert, Renaud Tilmans, Jan Van Acoleyen, Anne-Sophie Lotgering, Jim Castelee, Antonietta Mastroianni and Mark Reid.

For the year ended 31 December 2025, a total gross amount (included the long-term performance-based payments) of EUR 9,846,377 (before employer social security costs) was paid or granted in aggregate to the members of the Leadership Squad, Chief Executive Officer included. In 2025, the members of the Leadership Squad were Guillaume Boutin (until 15 May 2025), Stijn Bijmens (as of 1 September 2025), Geert Standaert, Renaud Tilmans, Jan Van Acoleyen, Anne-Sophie Lotgering (until 31 August 2025), Jim Castelee, Antonietta Mastroianni (until 30 November 2025), Mark Reid and Ben Appel.

These total amounts of key management compensation include the following components:

- Short-term employee benefits: annual salary (base and short-term variable) as well as other short-term employee benefits such as medical insurance, private use of management cars, meal vouchers, and excluding employer social security contributions paid on these benefits.
- Post-employment benefits: insurance premiums paid by the Group in the name of members of the Executive Committee. The premiums cover mainly a post-retirement complementary pension plan.
- Performance based payments (long-term):
 - In 2024, the previous Chief Executive Office (Guillaume Boutin) was irrevocably granted 75.000 shares for free under a deferred share-based remuneration plan. These shares, irrevocably awarded, are subject to a three-year blocking period creating pay-out rights as from August 2027 only, even despite his departure in May 2025.
 - Depending on the achievement of company driven performance criteria which consist of the free cash flow, a reputation KPI, the company's Total Shareholder Return compared to a predefined group of other European telecom operators and Environmental, Social and Governance, the Performance Value Plan creates pay-out rights in May 2027 (granted in 2024) or in May 2028 (granted in 2025) for the senior management. I.

EUR	As at 31 December	
	2024	2025
Short-term employee benefits	7,198,593	7,823,757
Post-employment benefits	922,766	979,373
Performance based payments	1,994,570	1,043,247
Total	10,115,929	9,846,377

* All these amounts are gross amounts before employer's social contribution

Note 33.4. Regulations

The telecommunications sector is regulated by European legislation, Belgian federal and regional legislation and by decisions of sectors specific regulators (the Belgian Institute for Postal services and Telecommunications, commonly referred to as the "BIPT/IBPT" and the regional regulators competent for media) or administrative bodies such as the Competition authorities.

Note 34. Rights, commitments and contingent liabilities

Note 34.1. Claims, legal and tax proceedings

Our policies and procedures are designed to comply with all applicable laws, accounting and reporting requirements, regulations and tax requirements, including those imposed by foreign countries, the EU, as well as applicable labour laws.

The complexity of the legal and regulatory environment in which we operate and the related cost of compliance are both increasing due to additional requirements. Furthermore, foreign and supranational laws occasionally conflict with domestic laws. Failure to comply with the various laws and regulations as well as changes in laws and regulations or the manner in which they are interpreted or applied, may result in damage to our reputation, liability, fines and penalties, increased tax burden or cost of regulatory compliance and impacts of our financial statements.

The telecommunications industry and related service businesses are characterized by the existence of a large number of patents and trademarks. Litigation based on allegations of patent infringement or other violations of intellectual property rights is common. As the number of entrants into the market grows and the overlap of product functions increases, the possibility of an intellectual property infringement claim against Proximus increases.

Proximus is currently involved in various claims and legal proceedings, including those for which a provision has been made and those described below for which no or limited provisions have been accrued, in the jurisdictions in which it operates concerning matters arising in connection with the conduct of its business. These include also proceedings before the Belgian Institute for Postal services and Telecommunications ("BIPT"), appeals against decisions taken by the Belgian competition Authority, and proceedings with the tax administrations.

Note 34.1.1. Broadband/Broadcast Access Related Cases

Between 12 and 14 October 2010, the Belgian Directorate General of Competition started a dawn raid in Proximus's offices in Brussels. This investigation concerns allegations by Mobistar and KPN regarding the wholesale DSL services of which Proximus would have engaged in obstruction practices. This measure is without prejudice to the final outcome of the full investigation. Following the inspection, the Directorate General of Competition is to examine all the relevant elements of the case. Eventually the College of Competition Prosecutors may propose a decision to be adopted by the Competition Council. During this procedure, Proximus will be in a position to make its views heard. (This procedure may last several years.)

During the investigation of October 2010, a large number of documents were seized (electronic data such as a full copy of mailboxes and archives and other files). Proximus and the prosecutor of the Competition authority exchanged extensive views on the way to handle the seized data. Proximus wanted to be sure that the lawyers "legal privilege" (LPP) and the confidentiality of in house counsel advices are guaranteed. Moreover, Proximus sought to prevent the Competition authority from having access to (sensitive) data that were out of scope. Not being able to convince the prosecutor of its position, Proximus started two proceedings, one before the Brussels Court of Appeal and one before the President of the Competition Council, in order to have the communication to the investigation teams of LPP data and data out of scope suspended. On 5 March 2013, the Court of Appeal issued a positive judgment in this appeal procedure by which it ruled that investigators had no authority to seize documents containing advices of company lawyers and documents that are out of scope and that these documents should be removed/destroyed. To be noted that this is a decision on the procedure in itself and not on the merit of the case.

On 14 October 2013, the Competition authority launched a request for cassation against this decision. Proximus has joined this cassation procedure. Eventually, on 22 January 2015, the Supreme Court decided to confirm the Judgment of 5 March 2013, except for a restriction with regard to older documents, which was annulled. It is up to the Court of Appeal now to take a new decision on this restriction.

In March 2014, KPN has withdrawn its complaint; Mobistar remaining the sole complainant.

Based on the facts and information available per end December 2025, management recorded no provision for this case.

Note 34.1.2. GDPR case Telesign

Mid 2023, NOYB (a non-profit privacy activist organisation) representing 9 (currently unnamed) complainants has made public that it has filed a complaint in connection with the activities of Telesign before the Belgian Data Protection Authority (BDPA).

In its complaint, NOYB alleges that Proximus failed to answer adequately and timely the access requests of 2 complainants, that BICS did not properly inform data subjects about the processing of their personal data, misused electronic communication data for other purposes than those allowed by the regulatory framework and transferred personal data to a US company without respecting the conditions set after the so-called "Schrems II decision", and that Telesign did not properly inform data subjects about the processing of their personal data, lacks a valid legal basis, applies unlawful profiling and automated decision making, and does not respect the conditions of the aforementioned "Schrems II decision" when transferring personal data to the US and further to their customers.

Mid 2024, Proximus, BICS and TeleSign have each received a letter from the Belgian Data Protection Authority (BeDPA), containing a series of questions to which answers were formulated and shared. Proximus, BICS and Telesign will fully collaborate with the BeDPA in relation to possible additional answers, the timing of which is not known. Based on the facts and information available, management recorded no provision for this case.

Note 34.1.3. Tax proceedings

Indian case

BICS received withholding tax assessments from the Indian tax authorities in relation to payments made by an Indian tax resident customer to BICS in the period 1 April 2007 to 31 March 2018. For all tax years, the Indian competent Courts issued positive judgments for BICS, annulling the withholding tax assessments. Management assesses that the position as recognized in the financial statements reflects the best estimate of the remote outcome.

Excess profit ruling

On 11 January 2016, the European Commission announced its decision to consider Belgian tax rulings granted to multinationals with regard to "Excess Profit" as illegal state aid (hereafter "Decision").

BICS applied such tax ruling for the period 2010-2014 and paid the deemed aid recovery assessments. Furthermore, both BICS and the Belgian State filed an appeal against the decision of the European Commission before the EU General Court. The EU General Court ruled in its decision of 14 February 2019 in favour of the Belgian State against the European Commission based on the argument that there is no "state aid scheme". The European Commission filed an appeal against this decision with the Court of Justice of the EU (hereafter CJEU) on 24 April 2019. In addition, on 16 September 2019, the European Commission opened a separate in-depth investigation into 39 individual excess profit rulings, including the excess profit rulings obtained by BICS. The individual opening decisions were eventually published on 31 August 2020. BICS submitted its comments to the Commission on 29 September 2020. On 16 September 2021, the CJEU held that the Decision correctly found that the excess profit ruling system constitutes an "aid scheme" and referred the case back to the General Court, for a decision on whether or not the EPR "scheme" also amounted to illegal State aid. On 20 September 2023, the EU General Court determined that the European Commission was correct to find, in 2016, that the Belgian tax scheme relating to excess profit infringes EU State aid rules. The amount to recover is EUR 24 million (to be increased with possible moratorium interests). On 30 November 2023, BICS introduced an appeal before the CJEU against the decision of the EU General

Court. Management assesses that the position as recognized in the financial statements still reflects the best estimate of the probable outcome.

Note 34.2. Capital expenditure commitments

At 31 December 2025, the Group had contracted commitments of EUR 432 million (intangible assets EUR 19 million; tangible assets EUR 413 million). Investments will occur mainly during the year 2026 (€427 million).

At 31 December 2024 the contracted commitments amounted EUR 534 million (intangible assets EUR 17 million; tangible assets EUR 517million)

In addition, by acquiring certain spectrum rights in 2022, the group committed to pay annual fees, that it considers to be variable and contingent, for a net present value of EUR 252 million. The "annual fee" is a spectrum availability fee and is subject to an annual indexation adjustment.

The tangible assets are mainly related to commitments related to technical and network equipment related to the further accelerated investment plan for Fiber.

Note 34.3. Purchase commitments of shares

The contingent commitments (put option) that existed at the end of 2024 for a total amount of EUR 7,5 million were set to zero following the sale of Be-Mobile to Arive, a global provider of digital parking and mobility solutions, in October 2025. (see note 8.4)

Note 34.4. Other rights and commitments

At 31 December 2025, the Group has the following other rights and commitments:

Note 34.4.1. Guarantees

The Group received guarantees for EUR 7 million (EUR 7 million at 31 December 2024) from its customers to guarantee the payment of its trade receivables and guarantees for EUR 30 million (EUR 30 million at 31 December 2024) from its suppliers to ensure the completion of contracts or works ordered by the Group. The Group granted guarantees for an amount of EUR 163 million (EUR 142 million at 31 December 2024) (including the bank guarantees mentioned in note 32.2) to its customers and other third parties to guarantee, among others, the completion of contracts and works ordered by its clients and the payment of rental expenses related to buildings and sites for antenna installations.

Note 34.4.2. Partnership with HCL Technologies

In 2021 Proximus entered a partnership with HCL Technologies whereby that company operates and maintains Proximus' private cloud infrastructure.

HCL and Proximus concluded an asset financing arrangement (nominal amount of EUR 65 million, carrying amount of EUR 19 million, see Note 19.1) for the infrastructure that remains in the Proximus datacenters and under Proximus control which is recognized as a finance lease for which Proximus has an obligation to repurchase the assets. On top of that financing for existing assets the partnership includes a lease for the renewal of infrastructure (nominal amount of €31 million, carrying amount of €25 million, see Note 6).

Note 34.4.3. Partnership with Microsoft

In the second quarter of 2024, Proximus entered into a five-year strategic partnership with Microsoft. Under this agreement, Proximus Group has committed €140 million over a five-year period (from mid-2024 to mid-2029) to utilize Azure services (Public Cloud) and Marketplace services (for the purchase of non-Microsoft licenses) through the Microsoft platform. The group entered into certain deals and obtained a reduction of the commitment to € 130 million. Should Proximus fail to meet this commitment by the end of the fifth year, it will have an additional sixth year (grace period) to fulfil its obligations.

Note 34.4.4. Wallonia Deal (Tax on Pylons - TOP)

On 6th June 2024, Proximus and the other mobile telecom operators signed a new deal with the Walloon Region for the period FY23-FY26 (potentially to be extended to FY27). In exchange for the commitment of the Walloon Region not to levy regional TOPs and to take measures to incentivize Walloon communes and provinces not to levy any communal / provincial TOPs, the operators have agreed to (i) a payment obligation of EUR 20.5 million at sector level over the deal period to the Walloon Region and (ii) to make additional investments in the Walloon Region for an amount of EUR 45 million sector level over the deal period. A protection mechanism is foreseen enabling operators to deduct TOPs (capped at a maximum of EUR 8.8 million at sector level over the deal period) still levied by Walloon communes and provinces from the payments due to the Region. Sector level amounts will be split to the different Operators per an allocation key based on the Operator's actual mobile footprint.

Note 34.4.5. Sale of datacenter business to Datacenter United

In the context of this transaction (see note 8.4 for further details), Proximus entered into a 10-year Master Service Agreement (MSA) with the acquirer to secure the provision of datacenter service. Proximus is committed to a certain colocation capacity and related services for approximately 7 million euros per year for the MSA period. The transaction perimeter also includes real estate in Evere and Mechelen where Proximus will then enter into a separate multi-year lease agreement for office and telecommunications spaces. It represents rental expense of approximately 5 million euros till 2028 and approximately 2.5 million euros thereafter.

Note 34.4.6. Sale of mobile tower infrastructure in Luxembourg

In the context of this transaction (see note 8.4 for further details), Proximus Luxembourg will remain an anchor tenant on the sites transferred. A long-term master service agreement has been signed with the acquirer and will ensure continued access to the infrastructure for Proximus Luxembourg, guaranteeing uninterrupted mobile services and consistent network coverage for Tango and Proximus NXT customers.

Note 34.4.7. Proximus Headquarters

On April 2, 2025, the Group completed the sale of the Proximus Towers—previously classified as held for sale—for EUR 62.5 million. At the same time, the Group entered into a series of lease agreements supporting the relocation of its headquarters to the “Tour & Taxis” site in Brussels. These agreements cover both temporary and long-term leasing needs.

The estimated future lease commitments (discounted), which will commence at various dates and partially replace existing arrangements, amount to approximately EUR 176 million.

The table below presents the estimated future undiscounted cash outflows to which the Group may be exposed in connection with the relocation of its headquarters to the ‘Tour & Taxis’ site, and which are not reflected in the measurement of lease liabilities as at 31 December 2025:

(EUR million)	2026	2027	2028	2029	2030	2031-2048	Total
As at 31 December 2025							
Undiscounted lease payments	0	8	11	15	15	172	221

Note 35. Share-based Payment

Discounted Share Purchase Plans

In 2025 and 2024, the Group sold respectively 0 and 7,709 treasury shares to senior management for a total amount of less than EUR 1 million, under share purchase plans offered at a 16.66% discount. The cost of the discount, which is below EUR one million in 2024, was recorded in profit or losses workforce expenses (see note 26). This had an immaterial dilutive effect.

In addition, on 25 July 2024, the Board of Directors approved the free grant of 75,000 shares to the former Chief Executive Officer (see Note 35).

Performance Value Plan

In 2023, 2024 and 2025, Proximus launched tranches of the "Performance Value Plan" for its senior management. Under this Cash-Settled Long-Term Performance Value Plan, the granted awards are blocked for a period of 3 years after which the Performance Values vest. The final paid amount depends on the results of 4 KPI's which are: the Proximus' Total Shareholder Return compared to a group of peer companies (25%), the group Free Cash Flow (25%), the Reputation Index (25%) and the Environmental, Social and Governance (ESG) (25%). The final KPI is the average of the intermediary results of the 3 calendar years.

The fair value of the tranches 2023, 2024 and 2025 amounted respectively to EUR 5, 7 and 7 million as of 31 December 2025 based on actual calculation. The annual charge of these tranches amounted from EUR 1 to 2 million each.

Employee Stock Option Plans

Share-based compensation benefits are provided to employees via the "ROUTE MOBILE LIMITED" Employee Stock Option Plan 2017 and 2021 (the 'ESOP scheme'), under which options to subscribe for the Route Mobile holding company's shares have been granted to certain employees including key management personnel. All the options issued are equity share based options which must be settled in equity shares only. The shares were allotted to employees for no consideration.

The description of the existing ESOPs scheme granted is summarised as follows:

Particulars	RML ESOP 2017	RML ESOP 2021
Total number of stock options approved	2,500,000	2,800,000
Total number of stock options granted (Grant I)	1,452,500	736,500
Total number of stock options granted (Grant II)	888,500	4,720
Total number of stock options granted (Grant III)	470,500	N/A
Vesting schedule	Grant I: 25% of granted options shall vest on 12 October 2018, 12 October 2019, 12 October 2020 and 12 October 2021 respectively.	Grant I / Category I: 25% of granted options shall vest on 11 October 2022, 11 October 2023, 11 October 2024 and 11 October 2025 respectively.
	Grant II: 25% of granted options shall vest on 20 February 2021, 20 February 2022, 20 February 2023 and 20 February 2024 respectively.	Grant I / Category II: (a) Time based vesting (25% and/or 20%, as specified in grant letter of respective employee[s]) at the end of First year; and
	Grant III: 25% of granted options shall vest on 25 June 2021, 25 June 2022, 25 June 2023 and 25 June 2024 respectively.	(b) 25% each for one employee and 20%, 20% and 40% for others at the end of Second, Third and Fourth Year respectively from the date of Grant, subject to achievement of performance conditions as specified in grant letter of respective employee[s].
		Grant II: 25% of granted options shall vest on 17 February 2023, 17 February 2024, 17 February 2025 and 17 February 2026 respectively

For the RML ESOP 2017, vesting is contingent upon continued employment or service. For the RML ESOP 2021, vesting is contingent upon continued employment or service, as well as meeting performance-based vesting conditions. More detailed information about the ESOP plans is available in the Route Mobile financial statements.

The granted options do not confer any rights or status as a shareholder with respect to any shares covered by the grant.

The movement of stock options in 2025 are summarized below:

Movement of stock options	RML ESOP-2017	RML ESOP-2021
	Number of options	Number of options
Options outstanding at the end of the year (31 December 2024)	20,500	272,860
Options exercisable at the end of the year (31 December 2024)	20,500	204,805
Movements of the year		
Exercised	-5,500	0
Forfeited	0	-6,500
Vested	0	60,965
Options outstanding at the end of the year (31 December 2025)	15,000	266,360
Options exercisable at the end of the year (31 December 2025)	15,000	265,770

As of 31 December 2025, there were 2,058,780 unallocated options. However, the granting of these options is fully at Route Mobile Board discretion.

For share options exercised during the period, the weighted average share price at the period of exercise was INR 314.27 per share.

The range of exercise price and weighted average remaining contractual life (comprising the vesting period and exercise period) of options outstanding as of 31 December 2025 is as follows:

As of 31 December 2025	Exercise price per option (in INR)	Weighted average remaining contractual life (in months)
ESOP Plan 2017		
Grant I (13 October 2017)	300	9
Grant II (21 February 2020)	326	2 - 38
Grant III (26 June 2020)	326	6 - 42
ESOP Plan 2021		
Grant I (12 October 2021)	2,296	21 - 57
Grant II (17 February 2022)	1,601	26 - 62

The Route Mobile Group has recorded compensation costs for all grants made to employees under the fair value method of accounting, the fair value of the services received from beneficiaries by reference to the fair value of the equity instruments granted. The fair value of options granted under RML ESOP 2017 is estimated on the date of grant using the discounted cash flow method. The fair value of options granted under RML ESOP 2021 is estimated on the date of grant using the Black-Scholes model. The expected price volatility is determined using annualised standard deviation (a measure of volatility used in Black-Scholes-Merton option pricing) and the historic volatility based on remaining life of the options. There is no market condition attached to the grant and vest.

The assumptions used for calculating the option fair value are as follows:

	ESOP Plan 2017		ESOP Plan 2021	
	Grant I	Grant II & Grant III	Grant I	Grant II
Risk Free interest rate	6.70%	6.55%	5.54%	5.95%
Expected Option life (in years)	4	4	4.60	5.01
Expected volatility	56.00%	100.00%	54.07%	55.53%
Exercise price (*)	300	326.16	2296.05	1600.95
Dividend yield	0.09%	0.09%	0.09%	0.09%

(*) expressed in INR

Total expenses, reversal included, arising from share-based payment transactions recognised during the period as part of employee benefit expense were lower than EUR 1 million.

Route Mobile Group deducts from the option grantee's salary (meaning in cash and not by withholding the number of shares with a fair value equal to the monetary value of the employee's tax obligation) or recovers any tax (also in cash) that is required to be deducted or recovered under the applicable laws.

Note 36. Relationship with the auditors

The Group expensed for the Group's auditors during the year 2025 for an amount of EUR 2,251,705 for audit mandate and control missions and EUR 238,355 for other missions.

This last amount is detailed as follows:

EUR	Auditor	Network of auditor
Audit mandate	1,538,900	561,471
Other Control Missions	124,334	27,000
Other missions	232,490	5,865
Total	1,895,724	594,336

Note 37. Segment reporting

The structure of the operating segments has been redesigned in 2024 (see note 2.3).

The Chief Operating Decision Maker assesses performance and makes decisions about resource allocation and performance based on the EBITDA net of incidentals.

Capex information is not provided to the CODM by operating segment but by key domain being e.g. fiber, mobile, content...

Group financing (including finance expenses and finance income) and income taxes were managed on a group basis and are not allocated to operating segments.

The accounting policies of the operating segments are the same as the significant accounting policies of the Group. Segment results are therefore measured on a similar basis as the operating result in the consolidated financial statements but are disclosed excluding "incidentals" and including lease depreciation and interest. The Group defines "incidentals" as material items that are out of usual business operations (see definitions).

Intercompany transactions between legal entities of the Group are invoiced on an arm's length basis.

As at 31 December 2025

	Proximus Group				underlying by segment		
(EUR million)	Reported (IFRS 16)	Lease depreciation and interest	Incidental	Underlying	Global	Domestic	Eliminations
Net revenue	6,248	0	0	6,248	1,546	4,750	-48
Other operating income	372	0	313	59	2	72	-14
TOTAL INCOME	6,620	0	313	6,307	1,548	4,821	-62
Costs of materials and services related to revenue	-2,224	2	0	-2,227	-1,103	-1,170	46
Direct margin	4,396	2	313	4,081	445	3,651	-16
Workforce expenses	-1,415	0	-19	-1,397	-162	-1,238	3
Non workforce expenses	-729	107	-36	-801	-113	-700	13
TOTAL OPERATING EXPENSES	-2,144	107	-54	-2,197	-275	-1,938	16
OPERATING INCOME before depreciation, amortization and goodwill impairment	2,251	109	258	1,883	170	1,713	0
Depreciation, amortization and goodwill impairment	-1,601	0	0	-1,601	-381	-1,220	0
OPERATING INCOME	650	109	258	283	-210	493	0
Net finance costs	-146						
Share of loss on associates	-17						
INCOME BEFORE TAXES	487						
Tax expense	-82						
NET INCOME	405						
Attributable to:							
Equity holders of the parent (Group share)	398						
Non-controlling interests	7						

As at 31 December 2024

	Proximus Group				underlying by segment		
(EUR million)	Reported (IFRS 16)	Lease depreciation and interest	Incidental	Underlying	Global	Domestic	Eliminations
Net revenue	6,376	0	0	6,376	1,669	4,766	-59
Other operating income	163	0	-110	54	4	60	-9
TOTAL INCOME	6,539	0	-110	6,430	1,672	4,826	-68
Costs of materials and services related to revenue	-2,364	-2	0	-2,367	-1,204	-1,218	56
Direct margin	4,175	-2	-110	4,063	468	3,608	-13
Workforce expenses	-1,435	0	17	-1,418	-189	-1,231	2
Non workforce expenses	-790	-103	98	-794	-110	-694	10
TOTAL OPERATING EXPENSES	-2,225	-103	115	-2,213	-299	-1,926	12
OPERATING INCOME before depreciation, amortization and goodwill impairment	1,950	-105	6	1,850	169	1,682	0
Depreciation, amortization and goodwill impairment	-1,259	0	0	-1,259	-101	-1,159	0
OPERATING INCOME	691	-105	6	591	68	523	0
Net finance costs	-159						
Share of loss on associates	-18						
INCOME BEFORE TAXES	513						
Tax expense	-57						
NET INCOME	456						
Attributable to:							
Equity holders of the parent (Group share)	447						
Non-controlling interests	9						

In respect of geographical areas, the Group realized EUR 4,221 million net revenue in Belgium in 2024 and EUR 4,175 million in 2025 based on the country of the customer. The net revenue realized in other countries amounted to EUR 2,156 million in 2024 and EUR 2,072 million in 2025. More than 85% of the segment assets are located in Belgium.

Note 38. Recent IFRS pronouncements

The Group does not early adopt the standards or interpretations that are not yet effective at 31 December 2025.

The standards and interpretations that are issued, but not yet effective, up to the date of issuance of the Group's financial statements are disclosed below. The Group intends to adopt these standards, if applicable, when they become effective.

This means that the Group did not apply the following standards or interpretations that are applicable for the Group as from 1 January 2026 or later:

Newly issued standards, interpretations and amendments:

- Amendments to IFRS 9 and IFRS 7 – Classification and Measurement of Financial Instruments (2026)
- IFRS 18 – Presentation and Disclosure in Financial Statements (2027)
- IFRS 19 – Subsidiaries without Public Accountability – Disclosures (2027)
- Annual Improvements – volume 11 (2026)
- Amendments to IFRS 9 and IFRS 7 -Contracts referencing Nature-dependent Electricity (2026)

The Group will continue investigating the possible impacts of the application of these new standards and interpretations on the Group's financial statements in the course of 2026.

The Group does not anticipate material impacts from the initial application of those IFRS.

Regarding IFRS 18, the standard becoming effective in 2027 will substantially reshape the presentation of the income statement, which will be structured into five predefined categories: operating, investing, financing, income taxes and discontinued operations. As a result, certain income and expense items will need to be reclassified into the appropriate category in accordance with the new requirements. The Group is currently evaluating these classification impacts.

Based on preliminary analyses, the Group expects that essentially the following profit-and-loss items may require partial or full reclassification: income and expenses relating to investments accounted for under the equity method, cash and cash equivalents and other investments; exchange differences arising on monetary items; fair value remeasurements of hedging instruments; and, on a more occasional basis, potential effects related to M&A transactions.

The Group has not identified any Specified Main Business Activities and does not anticipate a change to its presentation of the income statement by nature.

An assessment is ongoing regarding the need for new disclosures in relation to Management-Defined Performance Measures (MPMs), Alternative Performance Measures (APMs), and the aggregation and disaggregation requirements.

Under the new standard, the cash flow statement will begin with operating profit rather than net income. The Group also expects a reclassification of interest payments between cash flows from operating activities and the other cash flow categories.

The Group continues in 2026 to evaluate the overall impacts arising from the application of IFRS 18.

Note 39. Post balance sheet events

In January 2026, Proximus subscribed to a EUR 20 million convertible bond with a one-year maturity issued by Unifiber, an entity in which Proximus holds a 50% interest and accounted for using the equity method. The related cash outflow will be reflected in the Group's 2026 financial statements.