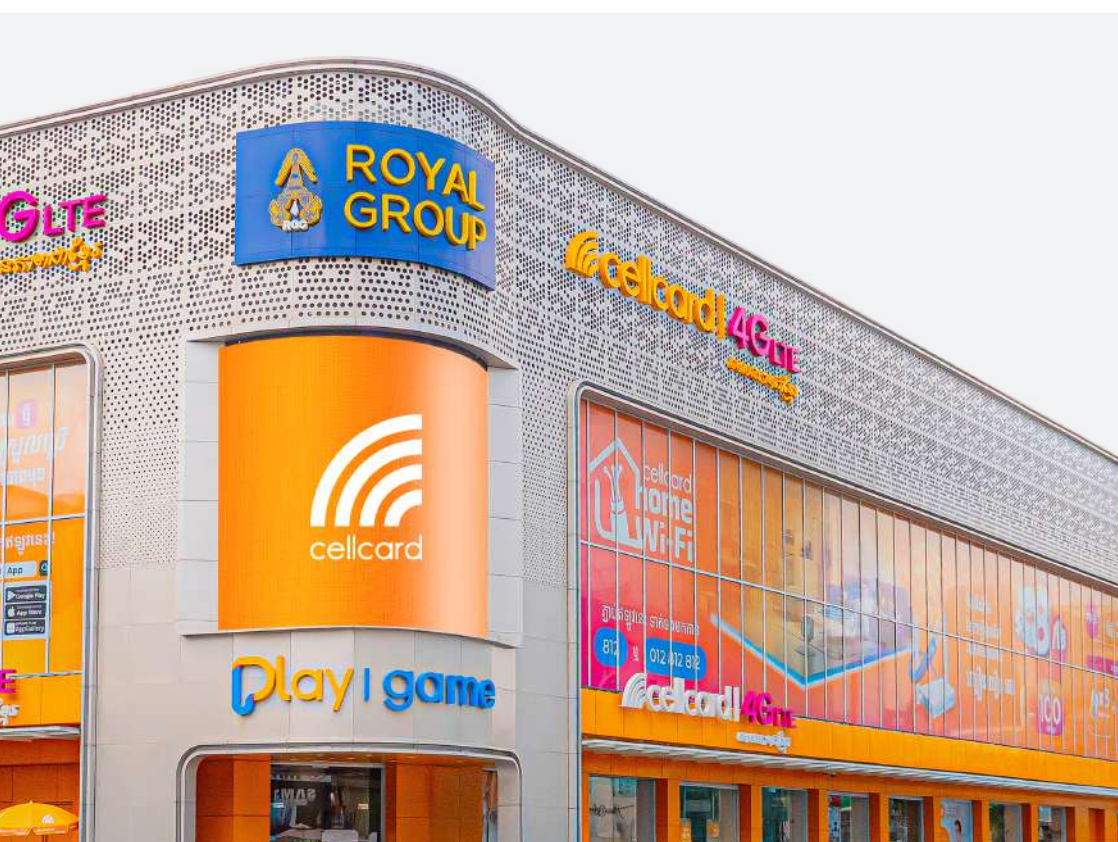


CAMGSM PLC.

ANNUAL REPORT 2024



This Annual Report 2024 of CAMGSM PLC. includes the annual report for its Initial Public Offering and Sustainability Bond.

For information related to the Annual Corporate Governance Report please refer to APPENDIX A and for information related to the Sustainability Bond of CAMGSM PLC. please refer to APPENDIX B.

Vision

To lead Cambodia in digital and AI-powered communications, with the largest digital ecosystem community by 2029.

Mission

To deliver a seamless & personalized digital life.

Core Values

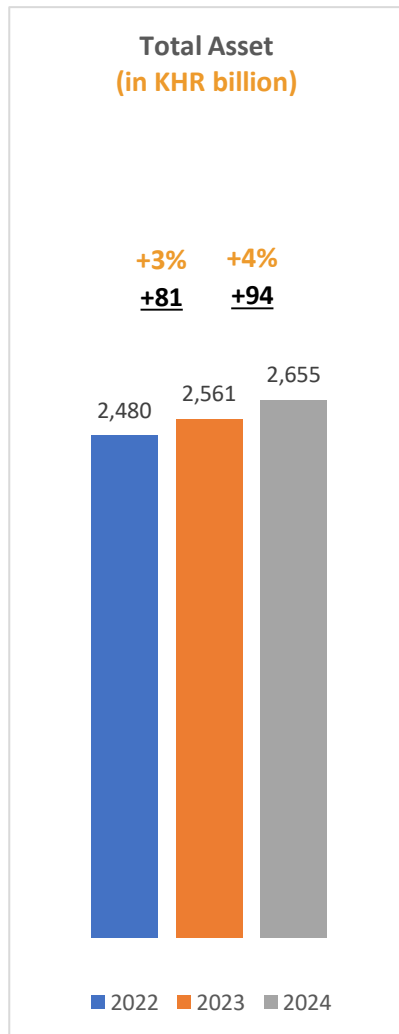
- ❖ Consumer-Centricity
- ❖ Simplicity
- ❖ Inclusivity
- ❖ Integrity
- ❖ Trustworthiness

Financial Highlight

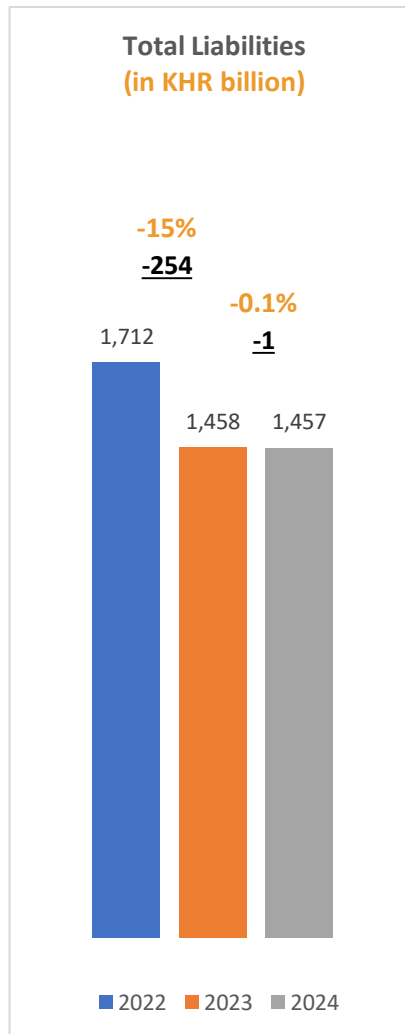
Financial Position (in KHR million)		2024 Audited	2023 Audited	2022 Audited
Total assets		2,654,962	2,560,996	2,480,139
Total liabilities		1,457,081	1,457,538	1,711,791
Total equity		1,197,881	1,103,458	768,348
Profit/(Loss) and Other Comprehensive Income (in KHR million)		2024 Audited	2023 Audited	2022 Audited
Total revenues		700,481	747,431	781,610
Profit/ (Loss) before income tax		92,365	242,206	211,406
Profit/ (Loss) for the period		111,894	329,817	165,815
Total comprehensive income		103,394	325,528	173,097
Financial Ratios		2024 Audited	2023 Audited	2022 Audited
Solvency ratio (Times)		0.45	0.43	0.31
Debt to equity ratio		0.68	0.61	0.85
Liquidity ratios	Current ratio	337%	22%	4%
	Quick ratio	32%	19%	3%
Profitability ratios	Return on assets (%)	4%	13%	7%
	Return on equity (%)	9%	29%	23%
	Gross profit margin (%)	74%	74%	67%
	Profit margin (%)	15%	44%	22%
	Earnings per share (Riels)	57	168	34,619,400
Interest coverage ratio (Times)		4	4	3

FINANCIAL SUMMARY CHARTS

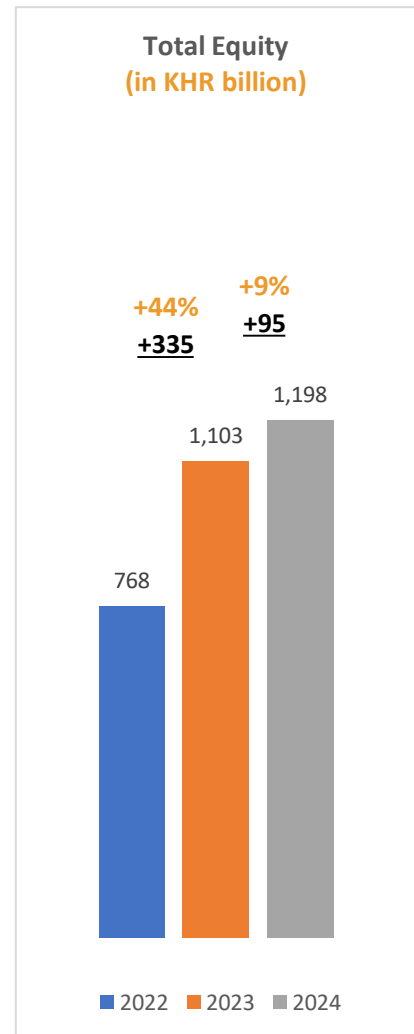
FINANCIAL POSITION



Total Asset:
For 2024 has increased 4% or 94 billion Riels compared to 2023.

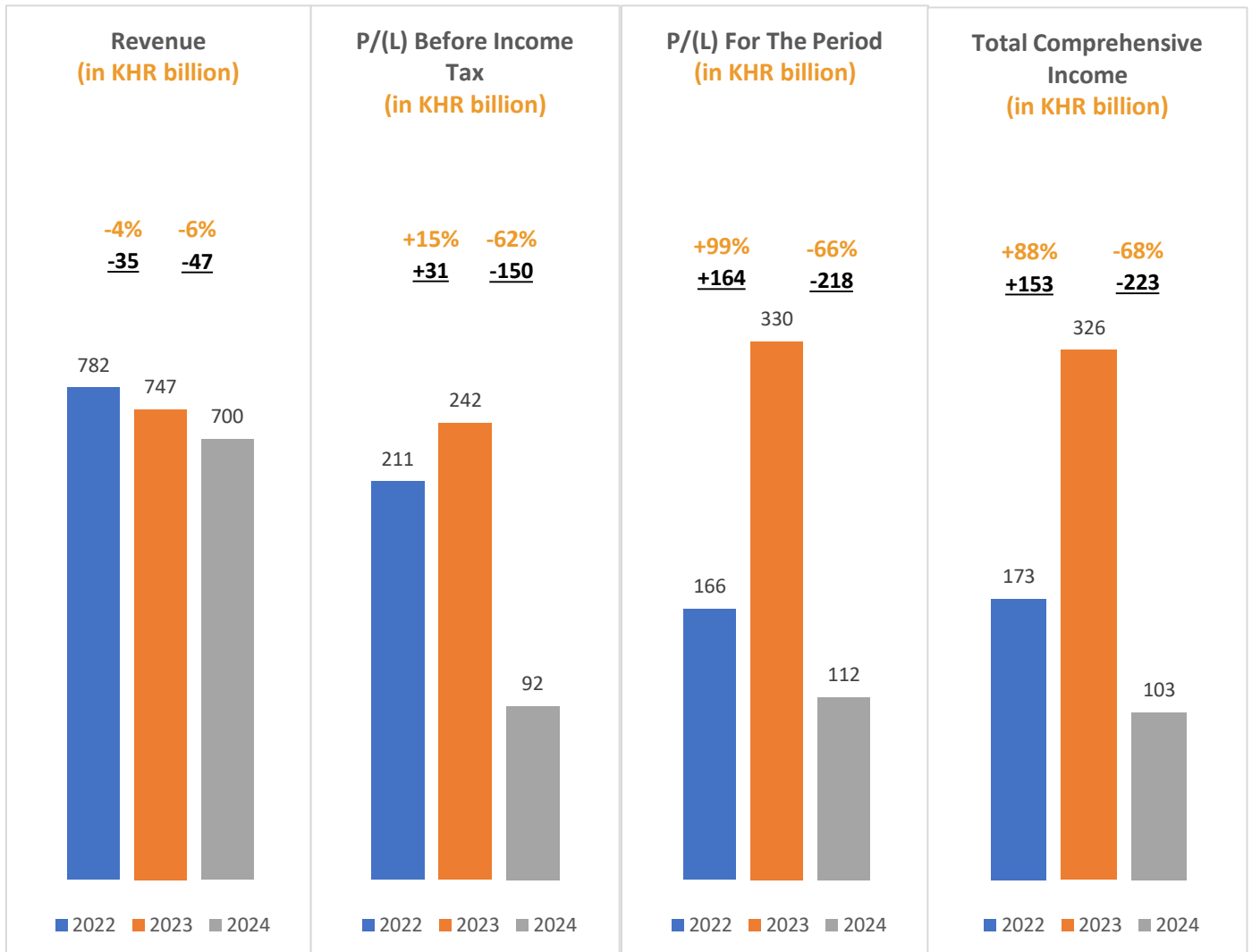


Total Liabilities:
For 2024 has decreased 0.1% or 1 billion Riels compared to 2023.



Total Equity:
For 2024 has increased 9% or 95 billion Riels compared to 2023.

**COMPREHENSIVE INCOME
PROFIT/(LOSS) AND OTHER COMPREHENSIVE INCOME**



Total Revenues:

For 2024 has decreased 6% or 47 billion Riels compared to 2023.

Total P/(L) Before Income Tax:

For 2024 has decreased 62% or 150 billion Riels compared to 2023.

Total P/(L) For The Period:

For 2024 has decreased 66% or 218 billion Riels compared to 2023.

Total Comprehensive Income:

For 2024 has decreased 68% or 223 billion Riels compared to 2023.

Board of Directors



NEAK OKNHA KITH MENG
CHAIRMAN



MR. WILLIAM MARK HANNA
NON-EXECUTIVE DIRECTOR



MR. PAUL CAREY CLEMENTS
NON-EXECUTIVE DIRECTOR



MR. CHRISTOPHER DONALD TIFFIN
NON-EXECUTIVE DIRECTOR



MS. HEP SEKA
INDEPENDENT DIRECTOR

Message from Chairman

Including the Board's assessment of prospects for the listed entity



Phnom Penh, 31 March 2025



Neak Oknha Kith Meng
Chairman of the Board of Directors

As we reflect on 2024, we take pride in the significant milestones that have strengthened Cellcard's position as Cambodia's leading telecommunications provider. This year marked strategic advancements, from obtaining key licenses and expanding our digital services portfolio to launching a nationwide network expansion that enhances connectivity for all Cambodians. Our commitment to innovation has not only reinforced our market leadership but also set the foundation for future growth.

Looking ahead to 2025, we remain dedicated to delivering superior network coverage, modernizing our infrastructure, and preparing for Cambodia's 5G future. Through strategic partnerships and technology investments, we will continue to drive digital transformation and economic development, ensuring that every Cambodian benefits from cutting-edge telecommunications services.

I extend my sincere gratitude to our customers, employees, and stakeholders for their trust and commitment. Together, we are shaping the future of Cambodia's digital landscape.

Message from Chief Executive Officer



Phnom Penh, 31 March 2025

Signature

A handwritten signature in blue ink, which appears to read 'S.J. Perkins'. The signature is fluid and cursive.

Simon John Perkins
Chief Executive Officer

2024 was a transformative year for us, with remarkable advancements in network expansion, digital innovation, and various systems' upgrades. Cellcard Home Wi-Fi, a flagship product in our home portfolio, was warmly welcomed by our customers. Our customer-centric approach has earned us industry recognition, including Frost & Sullivan's Customer Value Leadership Award. We have also made several key appointments in the senior management team, bringing in industry experts in the fields of technology, digital transformation, enterprise business and IT. The team is embracing the opportunities and is working closely on making 2025 a success.

As we move into 2025, we focus on accelerating network modernization, with plans to deploy over 500 new sites, enhance fiber-optic infrastructure, and introduce next-generation technologies. These efforts will not only strengthen our service quality but also lay the groundwork for 5G readiness, ensuring that Cambodia remains at the forefront of digital connectivity.

I want to thank our team for their unwavering dedication and our partners for their collaboration in driving these successes. We are committed to pushing the boundaries of innovation and delivering seamless connectivity for all.

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PART 1 – GENERAL INFORMATION OF THE LISTED ENTITY

A. Identity of Listed Entity

Entity Name in Khmer	ខេម ធីអេសអេស ម.ក
In Latin	CAMGSM PLC.
Standard Code	KH10000220009
Address	No. 246, Preah Monivong Blvd., Sangkat Boeung Raing, Khan Daun Penh, Phnom Penh, Cambodia
Phone Number	+(855) 12 812 812/ 812
Fax	N/A
Website	www.cellcard.com.kh
Email	Investor_relations@cellcard.com.kh
Company Registration Number	00015274 dated 20 August 1996 Issued by the Ministry of Commerce
License Number	N/A
Disclosure Document Registration Number	061/23 SERC/SSR dated 04 April 2023 Issued by Security and Exchange Regulatory of Cambodia (SERC)
Representative of the Listed Entity	Mr. Simon John Perkins

B. Nature of Business

CAMGSM PLC. (the “Company”) and its wholly owned subsidiaries (collectively referred to as the “Group”) are the companies established in the Kingdom of Cambodia under the Law on Foreign Investment. The registered office of CAMGSM PLC. is at Building 246 Preah Monivong Boulevard, Sangkat Boeung Raing, Khan Daun Penh, Phnom Penh, Kingdom of Cambodia.

The Company obtained the investment approval letter number 1066/96 from the Council for the Development of Cambodia/Cambodian Investment Board dated 7 August 1996. The Company was registered with the Ministry of Commerce (MoC) and received letter reference 2159 M.O.C. dated 26 August 1996. The Company’s Registration number is INV 231E/1996.

The Company is majority-owned by Royal Millicom Co., Ltd. (“RMC”) with its registered and principal office at 246 H-I Monivong Boulevard, Phnom Penh. RMC is a joint venture between Three Star Investment Cambodia Ltd., a Company incorporated in Cayman Islands, with a 61.5% share and Royal Group of Companies Ltd, a company incorporated in Cambodia, with a 38.5% share.

The Company obtained the license for the provision and operation of GSM Digital Cellular mobile telephone services within the Kingdom of Cambodia from the Ministry of Posts and Telecommunications (“MPTC”) on 20 April 1996. New license agreements were received on 24 November 2009 with a validity of 30 years from the date of issuance and renewable for an additional 5 years. One for using the GSM technology and allocated frequencies and another for using 3G technologies and allocated frequencies. On 16 May 2016, the Company obtained a license for the provision and operating of voice over internet protocol services

(VoIP) in the Kingdom of Cambodia. On 13 January 2022, the Company obtained a license for the provision and operation of internet service provider (ISP) in the Kingdom of Cambodia. The Group is using “Cellcard” as its brand name for its mobile phone and internet connections. On 9 August 2024, the Company obtained a new license from the Telecommunication Regulator of Cambodia for the operation and provision of mobile services using 2G, 3G, and 4G (LTE) technology in the Kingdom of Cambodia with validity until 14 July 2043. This new license is transferred from three existing licenses including license dated 15 July 2013 for the operation and provision of mobile services using 2G, 3G, and 4G (LTE) technology provided to Mobitel Company Limited, license dated 1 September 2009 for operation and provision of mobile services using 3G technology and license dated 24 November 2009 for operation and provision of mobile services using GSM 900 & 1800 technology provided to the Company. Under this new license, the Company has the right to provide mobile telecommunication services using 2G, 3G and 4G (LTE) in the Kingdom of Cambodia, including without limitation of voice, data, internet access services, local call services, long distance call services, and international call access.

The Company’s subsidiaries are as follows:

- Mobitel Company Limited was established as a wholly owned subsidiary of CAMGSM PLC. and was registered with MoC on 20 January 1997 as per license reference CO 2824E/1997. On 15 July 2013, Mobitel Company Limited received a license from Telecommunication Regulator of Cambodia (“TRC”) to operate 4G, a long-term evolution technology. Currently, Mobitel Company Limited is dormant.
- Everyday Company Limited was established as a wholly owned subsidiary of CAMGSM PLC. and was registered with MoC on 9 August 2001 as per license reference CO 5561/01P. Currently, Everyday Company Limited is dormant.
- On 20 March 2019, Telemobile (Cambodia) Corporation was established as a wholly owned subsidiary of CAMGSM PLC. On 14 January 2022, Telemobile (Cambodia) Corporation received a license from TRC for the operation and services of antenna towers in Kingdom of Cambodia.

C. Group Structure of the Listed Entity

No.	Company Name	Type of Relation	Percentage of Share holding	Core Business	Company Registration Date	Business Address
1.	Royal Millicom Co., Ltd.	Holding Company	98.53%	Telecommunications Service	20 May 1996	No. 246, Preah Monivong Blvd., Sangkat Boeung Raing, Khan Daun Penh, Phnom Penh
2	Mobitel Company Limited	Subsidiary	99%	Telecommunications Service	02 March 2011	House No. 33AE0+AE1+AE2, Street 274, Sangkat Chaktomuk, Khan Chamkamorn, Phnom Penh
3.	Telemobile (Cambodia) Corporation (TCC)	Subsidiary	100%	Build, install and operate antenna tower and infrastructure	27 July 2006	No. 246, Preah Monivong Blvd., Sangkat Boeung Raing, Khan Daun Penh, Phnom Penh

				of telecommuni- cation		
4.	Everyday Company Limited	Subsidiary	99%	Internet Service Provider	17 October 2001	#33, Preah Sihanouk Blvd, Sangkat Chaktomuk, Khan Daun Penh, Phnom Penh.

D. The Listed Entity's Milestones

For nearly 30 years, Cellcard has been the cornerstone of Cambodia's connectivity, driven by an unwavering commitment to customer experience and network excellence. Launched in 1997, Cellcard is the nation's longest standing and only 100% locally owned operator. We've built a legacy of delivering fast, reliable mobile services that exceed expectations.

With over four million customers, Cellcard is deeply embedded in the Cambodian community. We offer comprehensive nationwide coverage and a vast dealer network. Our vision is to lead Cambodia's digital transformation as a Digital-First Telco.

A History of Innovation

Cellcard, originally known as Mobitel, pioneered Cambodia's first GSM network in 1997, revolutionizing the nation's telecommunications landscape. Within a year, we launched Cambodia's first prepaid service (Cellcard) and achieved nationwide coverage, quickly securing market leadership.

Innovation has been at the heart of our journey. We were the first to introduce SMS and roaming services in 1998, followed by 3G and a suite of Value-Added Services in 2005. The transition to the Cellcard brand in 2007, accompanied by a \$200 million investment in our Next Generation Network (NGN), solidified our commitment to advanced technology.

2009, the Royal Group buy-out of shares from Royal Millicom Co., Ltd saw Cellcard become Cambodia's only 100% locally owned operator. This credit has become intrinsic to the brand, which still carries the Proudly Khmer tagline today. We continued to lead with the first mobile payment platform in 2010, the first loyalty program in 2013, and the introduction of Small Cell Solutions for enhanced indoor coverage. Our 4G LTE launch in 2015 further advanced Cambodia's digital infrastructure.

Leading in the Digital Age

In 2023, Cellcard achieved significant milestones, becoming a Class "A" listed company on the Cambodian Securities Exchange (CSX) and the first to list a \$20M Sustainability Bond. The proceeds raised have been invested in bolstering our network and infrastructure and supporting environmentally friendly initiatives for underserved communities.

Cellcard remains dedicated to delivering an exceptional telecommunications experience, continuously investing in network expansion and optimization, and empowering our customers to thrive in the digital age.

E. Market Situation: Industry Analysis:

Significant expansion in mobile penetration, widespread access to smartphones and low data prices contributed to a sharp rise in internet usage. This growth has been largely supported by major telecom operators prioritizing network expansion and capacity enhancement across the country.

Competitive Positioning:

In 2024, CAMGSM sustained its market presence with an approximate 19% share. The company has continuously expanded its network coverage and capacity nationwide, focusing on key areas such as Boreys and other rapidly developing zones with growing populations.

Regulatory Environment:

Starting from mid-2023 under the guidance of Telecommunications Regulator of Cambodia (TRC), all prices and product offers have been standardized and are at parity.

Market Segmentation:

With a strong market presence, CAMGSM holds a substantial share of high-value customers with high Average Revenue Per User (ARPU). This segment includes early adopters of mobile technology, such as business professionals and senior officials. As a result, the CAMGSM brand has long been recognized for its premium services.

F. Competitive Situation

The telecommunications industry in Cambodia is fiercely competitive, with major leading operators competing for dominance. These companies use aggressive pricing strategies, extensive network coverage, and enhanced mobile data offerings to capture market share, in response to the rising demand for mobile connectivity and internet services. The market is particularly price-sensitive, especially in urban areas, while rural regions present opportunities for growth, although network expansion there remains challenging. The regulatory framework fosters competition and infrastructure development, focusing on improving network quality, expanding 4G coverage, and preparing for 5G rollout. However, significant challenges persist, including infrastructure gaps in rural areas and the increasing need for customer-centric services.

G. Future Plans

Strategic Focus for 2025

In 2025, we are accelerating our shift towards digital-first growth – create and dominate the digital space – aligning with the 2024 strategic blueprint. Our core priorities include enhancing digital customer engagement, expanding network coverage, strengthening ecosystem partnerships, and unlocking new digital revenue streams.

Enhancing Customer Value and Revenue Stream

We are driving new revenue streams by expanding into Data Monetization, advancing towards Customer 360, and leveraging Big Data, AI, and Machine Learning to deliver personalized, targeted services. Simultaneously enhancing Customer Life Value (CLV) by transitioning users to premium plan including bundled mobile offering that integrate Fixed broadband packages, and exclusive app-based benefits. Through Customer Lifecycle Management (CLM), we will further tailor services based on individual usage patterns, ensuring a more personalized and engaging customer experience.

Expanding Network & Digital Coverage

To support seamless digital experiences, we are deploying over 500 new sites, increasing capacity, and optimizing performance for high-speed connectivity. Our ongoing network investments will enhance digital accessibility, ensuring superior service delivery.

Scaling Growth Through Digital and FTTH Ecosystem

In 2024, CAMGSM has launched Cambodia's first fixed mobile convergence offering, seamlessly integrating Fixed Broadband and Mobile connectivity. Beyond this, we are leveraging the extensive Royal Group ecosystem to enhance our product portfolio, expanding into financial services, entertainment, transportation, and hospitality. These partnerships align with our vision of becoming a comprehensive digital lifestyle provider, delivering seamless and connected experiences for consumers.

This digital-first approach positions us to lead Cambodia's telecom evolution, offering seamless, data-driven, and customer-centric experiences.

H. Risks Factors

1. Analysis

1.1 Cash Flow and fair value Interest Rate Risk

CAMGSM's interest rate risk arises from borrowing. Borrowings issued at variable rates expose the Group to cash flow interest-rate risk.

1.2 Foreign Currency Risk

CAMGSM is not significantly exposed to foreign currency risk as only an insignificant portion of future commercial transactions and recognized assets and liabilities are in currencies other than US\$, the functional currency.

1.3 Credit Risk

Credit risk arises from cash and cash equivalents, trade and other receivables, receivables from related parties and loan to a related party.

1.4 Liquidity Risk

Liquidity risk is defined as the risk that encounters difficulty in meeting obligations associated with financial liabilities. The company evaluates the ability to meet the obligations on an ongoing basis using a recurring liquidity planning tool. This tool considers the operating net cash flows generated from its operations and the future cash needs for borrowing and interest payments and the capital expenditures required to maintain and develop businesses.

2. Management Opinion and Risk Mitigation

CAMGSM's management believes that these risk factors can be effectively managed and mitigated to minimize potential adverse effects on the company's performance.

2.1 Cash Flow and Interest Rate Risk Management Measures

The company evaluates the interest rate risks and considers them together with the transaction cost on negotiations of each loan. The company evaluates the interest rate risk on an ongoing basis, devises strategies to manage its risk by using its cash flow forecast to manage changes in the market. In addition to this, the company has also made voluntary prepayment to some of the loan in order to reduce impact of on-going increase in interest rate.

2.2 Foreign Currency Risk Management Measures

The Management, at this stage, has not set up any policy to manage their foreign currency risk against their functional currency as the CAMGSM transacts mainly in US\$, the functional currency.

2.3 Credit Risk Management Measures

Accounts receivables are derived from the provision of telecom services to a large number of customers, including businesses and individuals as well as local telecommunication companies and the related concentration of credit risk is therefore limited. Receivables from and loans to related parties are considered low risk because they are with related parties under common shareholder. The Management believes that receivables from related parties may be offset with the account payables to related parties.

2.4 Liquidity Risk Management Measures

The company manages the liquidity through the use of bank facilities. The Management believes that there is sufficient liquidity available in the markets to meet on-going liquidity needs. In addition, the company is able to arrange for onshore or offshore fundings.

PART 2 – INFORMATION ON BUSINESS OPERATION PERFORMANCE

A. Business Operation Performance including Business Segment

Cellcard is actively driving its digital transformation strategy through a comprehensive suite of digital solutions aimed at enhancing operational efficiency, service reliability, understanding its customers' needs and behaviour and overall business agility. This initiative integrates key management systems across multiple operational domains, adopting machine learning and ensuring improved automation, data accuracy, and performance optimization. Looking ahead to 2025, Cellcard remains committed to further advancing these initiatives, reinforcing its leadership in Cambodia's telecommunications sector.

2024 Network and Technical Advancements:

Drive Test Results: Network Coverage & Speed Performance

To ensure transparency and continuous improvement, Cellcard conducted extensive drive tests across Phnom Penh to measure real-world network performance. The results confirm our strong position in delivering reliable and high-speed mobile connectivity to customers.

- 96.14% of Phnom Penh has an RSRP level stronger than -95 dBm, ensuring excellent coverage and stable connectivity.
- 84.67% of locations recorded speeds exceeding 10 Mbps, supporting smooth browsing and HD streaming.
- 94.55% of locations recorded speeds above 3 Mbps, ensuring a stable experience for essential mobile applications.
- Average DL Throughput: 36.17 Mbps.

3G Network Sunset & 4G/5G Spectrum Reallocation

By the end of 2024, Cellcard successfully refarmed 70% of its 3G spectrum to support enhanced 4G capacity and future 5G deployment. This shift enables:

- Higher network efficiency with reduced congestion.
- Stronger connectivity and faster speeds across Cambodia.
- Improved service experience for all users, especially in urban centers.

Network Expansion & Fiber Deployment

- New 4G sites launched across Cambodia to strengthen coverage and support growing demand.
- Existing sites upgraded to high-bandwidth capacity for faster speeds, lower latency, and seamless connectivity.
- Close to 1,500 km of fiber optic cables deployed across 18 provinces, improving reliability and preparing for 5G expansion.

Energy Efficiency & Sustainability Initiatives

- Power-saving features were activated to optimize energy consumption.
- Transition from diesel generators to EDC connections, reducing carbon emissions.
- Air conditioning optimizations helped lower electricity consumption while maintaining peak performance.

Key Digital Modules & Their Benefits

- Incident Management System: Automated issue detection and resolution to minimize downtime.
- NMS Alarms Integration: Real-time alerts to improve proactive maintenance and network reliability.

- Workforce Management System: Optimized resource allocation and remote coordination.
- NOC Network Observability Enhancement: Advanced monitoring for predictive maintenance and operational efficiency.

Looking Ahead to 2025

With 2024's groundwork in place, Cellcard is set for green initiatives in new sites rollout, greater advancements in 5G deployment, AI-driven optimizations, and further fiber expansions. The company remains focused on delivering industry-leading connectivity and service quality to its customers.

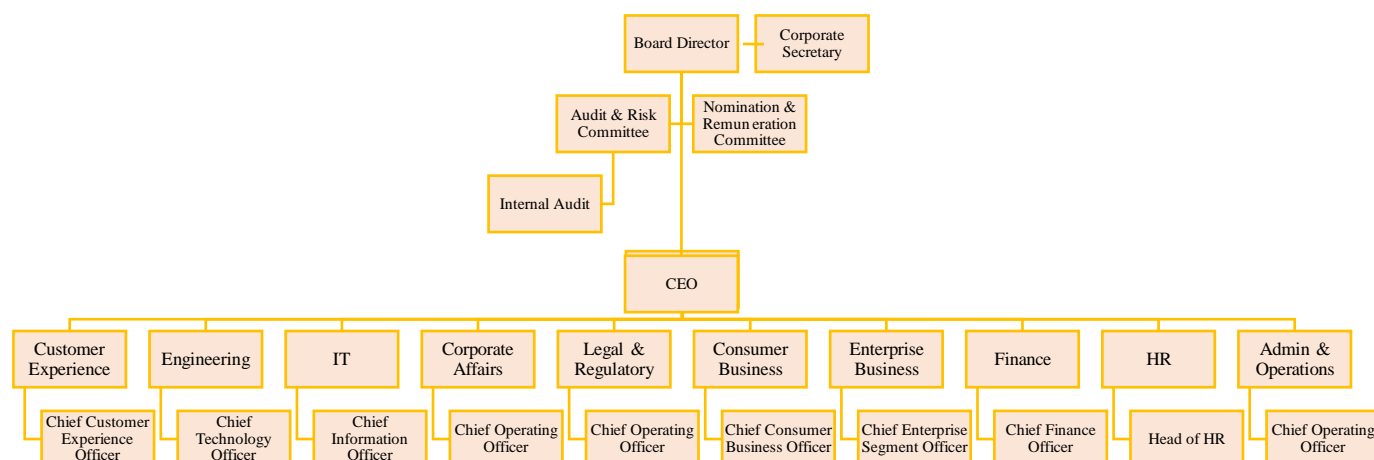
B. Revenue Structure

Please find the revenue structure summarized in the table below. Refer to further details and clarification in Part 8 of the report.

N o	Source of Revenue (Million riels)	2024 Audited		2023 Audited		2022 Audited	
		Amount	%	Amount	%	Amount	%
1	Provision of telecom services	677,120	97%	725,415	97%	762,434	97%
2	Connection and subscription revenues	17,938	2%	15,399	2%	11,945	2%
3	Lease income	1,434	0%	867	0%	-	0%
4	Other revenues	3,989	1%	5,750	1%	7,231	1%
Total revenue		700,481	100%	747,431	100%	781,610	100%

PART 3 – INFORMATION ON CORPORATE GOVERNANCE

A. Organization Structure



Miss Khy Amara is the Company Secretary of CAMGSM PLC.

B. Board of Directors

No.	Name	Position	Date of term being director	Expired date of being Director
1.	Neak Oknha Kith Meng	Chairman	01 February 2023	01 February 2026
2.	William Mark Hanna	Non-Executive Director	01 February 2023	01 February 2026
3.	Paul Carey Clements	Non-Executive Director	01 February 2023	01 January 2026
4.	Christopher Donald Tiffin	Non-Executive Director	01 February 2023	01 January 2026
5.	Hep Seka	Independent Director	01 February 2023	01 January 2026

C. Senior Officers

No.	Name	Gender	Position
1.	Mr. Simon John Perkins	Male	Chief Executive Officer
2.	Ms. Lynnette Gan Siau Ling	Female	Chief Finance Officer
3.	Mr. Kok Leong Yap	Male	Chief Consumer Business Officer
4.	Mr. Andrey Kuzin	Male	Chief Technology Officer
5.	Mr. Tola Sin Chea	Male	Chief Enterprise Segment Officer
6.	Mr. Asitha De Costa	Male	Chief Information Officer
7.	Ms. Marina Pykhteva	Female	Chief Operating Officer
8.	Mr. Andrew Mittell	Male	Chief Customer Experience Officer
9.	Mrs. Soklin Keat	Female	Head of Human Resources

10.	Mr. Radet Phlook	Male	Internal Auditor & Revenue Assurance Manager
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Note: Detailed information on corporate governance is attached as appendix.

PART 4 – INFORMATION ON SECURITIES’ TRADING AND SHAREHOLDERS OF THE LISTED ENTITY

A. Information on Securities

1. Information on Equity Securities (for equity listed entity)

Name of equity securities	:	CAMGSM PLC.
Equity securities’ symbol	:	CGSM
Class of equity securities	:	Class A Voting Share
Par value per equity securities	:	KHR 300/US\$ 0,075
IPO Price	:	KHR 2,270
The total number of outstanding shares	:	1,959,271,206
Market capitalization	:	KHR 5,152,883,271,780
Permitted Securities Market	:	Cambodia Securities Exchange (CSX)
Listing date	:	27 June 2023

2. Information on Debt Securities (for debt listed entity)

Information	Description
Debt securities’ type	Guaranteed and Sustainability Bond
Symbol	CGSM33A
Issuing date	15 November 2023
Total amount of debt securities	825,000
Total amount of outstanding debt securities	825,000
Maturity	15 November 2033
Coupon payment schedule	15 May and 15 November
Coupon rate (%)	Term SOFR +3% or 5.5% per annum, whichever is higher
Total amount of coupon payment	US\$1,650,976.49
Credit rating (if any)	KhAAA

B. Securities’ price and Trading volume

Securities		Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec
Trading Price	Maximum	2,640	2,570	2,600	2,540	2,440	2,450	2,460	2,440	2,430	2,450	2,460	2,440
	Average	2,596	2,560	2,569	2,470	2,411	2,405	2,429	2,421	2,424	2,438	2,436	2,430
	Minimum	2,560	2,540	2,540	2,370	2,440	2,390	2,390	2,400	2,410	2,420	2,420	2,410
Trading volume	Maximum	43,223	18,221	51,396	170,528	33,730	48,656	42,720	31,507	13,164	11,446	30,627	19,547
	Average	12,246	7,322.04	11,340	20,204	15,066	14,321	7,449.41	5,997	4,176	2,914	8,142.95	6,420
	Minimum	-	-	-	-	-	-	-	-	-	-	-	-

C. Controlling Shareholder(s) (30% or more)

No.	Name	Nationality	Number of Shares	Percentage
1.	Royal Millicom Co., Ltd.	Cambodian	1,930,500,000	98.53%
Total			1,930,500,000	98.53%

D. Substantial shareholder(s) (5% or more)

None.

E. Information on dividend distribution in the last 3 (three) years (for equity listed entity)

Details of dividend distribution	2022	2023	2024	Remark
Net profit	KHR 173,097,000,000	KHR 325,528,000,000	KHR 103,394,000	
Total cash dividend	N/A	KHR 736,597,316	KHR 1,506,000,000	
Total share dividend	N/A	N/A	N/A	
Other dividend	N/A	N/A	N/A	
Dividend payout ratio (%)	N/A	0.23%	1.46%	
Dividend yield (%)	N/A	- 3 rd Quarter: 1.54% - 4 th Quarter: 1:54%	6.54%	
Dividend per share	N/A	- 3 rd Quarter: KHR 39.725 - 4 th Quarter: KHR 39.725	KHR 158.90	

PART 5 – INTERNAL CONTROL AUDIT REPORT BY INTERNAL AUDITOR

According to the 2024 annual audit plan, the internal audit team conducted audits on specific business operations outlined in the plan and reviewed the implementation of previous audit recommendations.

A. Previous Audit Recommendation

A review of the previous audit recommendations confirmed that all recommendations identified in 2023 have been fully implemented.

B. Audit Activities for 2024

The 2024 annual audit plan was developed and approved based on a risk assessment and prioritization of key business operations. The audit objectives, scope, and procedures were designed to assess and validate internal controls, ensuring their effectiveness and efficiency. The auditing scopes for 2024 covered various critical areas, including Telco Frauds, Revenue Audits, Operational Audits, Expense and Cost Audits, Compliance and Regulatory Audits, Asset Management Audits, Ad-hoc Audit, and other monitoring for critical business operations.

As a result of the audits conducted, several findings were identified and promptly reported to the responsible parties for corrective action. The auditees accepted the recommendations and committed to implementing the necessary corrective measures within the agreed-upon timeline.

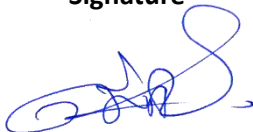
C. Conclusion

Based on our review, the internal controls and operations for 2024 are generally satisfactory. All identified issues were promptly reported, and corrective actions were initiated by the responsible parties in a timely manner.

Read and Approved

31 March 2025

Signature



Hep Seka

31 March 2025

Signature



Phlook Radet

PART 6 – FINANCIAL STATEMENT AUDITED BY THE EXTERNAL AUDITOR

The Financial Statement Audited by External Auditor is attached separately to this document.

PART 7 – INFORMATION ON RELATED PARTY TRANSACTIONS AND CONFLICT OF INTEREST

The listed entity shall disclose material transaction information, with related parties in the last 2 (two) years, specifying name, relation between the listed entity and related parties, size of the transaction and the type of interest which arises from that relationship as follows:

A. Material Transaction with shareholders who hold at least 5% or more shares of outstanding equity securities.

None.

B. Material Transaction with Director and Senior Officer.

Please refer to Note 26 on “Related Party Transactions” in PART 6 - FINANCIAL STATEMENT AUDITED BY THE EXTERNAL AUDITOR

C. Transaction with Director and Shareholder related to buy/sell asset and service.

Please refer to Note 26 on “Related Party Transactions” in PART 6 - FINANCIAL STATEMENT AUDITED BY THE EXTERNAL AUDITOR

D. Material Transaction with immediate family member of the Director, Senior Officer and Shareholder who hold at least 5% or more shares.

None.

E. Material Transaction with shareholder the person who is associated with Director of the listed entity, its Subsidiary, or Holding Company, whose relationship has occurred in any transactions or have been made by the listed entity.

Please refer to Note 26 on “Related Party Transactions” in PART 6 - FINANCIAL STATEMENT AUDITED BY THE EXTERNAL AUDITOR

F. Material Transaction with former director or person who is involved with former director.

None.

G. Material Transaction with Director who is holding any position in a non-profit organization or in any other company other than the Listed Entity.

None.

H. Material Transaction with Directors who get benefit either finance or non-financial benefit from the listed entity.

None.

PART 8 – MANAGEMENT’S DISCUSSION AND ANALYSIS (MD&A)

The discussion and analysis focused on the operational and financial results based on Audited Consolidated Financial Statements for the year ended 31 December 2024 reviewed by Independent Auditors. The Audited Consolidated Financial Statements had been prepared in accordance with Cambodian International Financial Reporting Standard “CIFRS”. Only the key components of the Interim Financial Statements and key factors that affect CAMGSM’s Profitability were discussed.

A. Overview of Operation

1. Revenue Analysis

The four revenue streams of CAMGSM are the provision of telecom services, connection and subscription revenues, equipment revenues, and other revenues.

- i. **Provisions of telecom services revenue** consist of airtime usage fees, interconnection fees, roaming fees, and other telecommunications services such as data services, short message services, and other value-added services.
- ii. **Connection and subscription revenues** consist of subscription fees and sales of sim cards and pre-loaded credits.
- iii. **Lease Income** is generated from the leasing spare capacity on telecommunication towers, where the customers install and maintain their individual communication network equipment.
- iv. **Other revenues** consist of Cellcard Home Wifi revenue, device sale and other non telco revenue.

2. Revenue by Segment Analysis

No	Source of Revenue (Million riels)	2024 Audited		2023 Audited		2022 Audited	
		Amount	%	Amount	%	Amount	%
1	Provision of telecom services	677,120	97%	725,415	97%	762,434	97%
2	Connection and subscription revenues	17,938	2%	15,399	2%	11,945	2%
3	Lease income	1,434	0%	867	0%	-	0%
4	Other revenues	3,989	1%	5,750	1%	7,231	1%
Total revenue		700,481	100%	747,431	100%	781,610	100%

In 2024, total revenue has decreased by 46,950 million riels or 6% compared to 2023 impacted by the decrease in provision of telecom services by 48,295 million riels or 7%.

3. Gross Profit Margin Analysis

Gross profit margin continues to remain stable with 74% in 2024.

4. Profit/(Loss) before Tax Analysis

Statement of Profit or Loss (in KHR million)	2024 Audited	2023 Audited	Variance	
			Amount	%

Revenue	700,481	747,431	(46,950)	(6%)
Operating Costs				
Depreciation and amortization	(144,058)	(148,769)	4,711	3%
Interconnect costs	(11,810)	(12,238)	428	3%
Personnel costs	(54,054)	(59,496)	5,442	9%
Other operating costs	(326,516)	(328,279)	1,763	1%
Other gains – net	23,585	385	23,200	6,026%
Operating Profit	187,628	199,034	(11,406)	(6%)
Finance income	3,318	90,466	(87,148)	(96%)
Finance costs	(98,581)	(47,294)	(51,287)	(108%)
Profit before income tax	92,365	242,206	(149,841)	(62%)

In 2024, the Operating Profit decreased by 11,406 million riels or 6% compared to 2023 mainly due to the decrease in the provision of telecom services. Profit before income tax decreased by 149,841 million riels or 62% compared to 2023 due to lower finance income and finance cost impact from reversal in 2023 and additional costs incurred on new loans for network expansion.

5. Profit/(Loss) after Tax Analysis

Statement of Profit or Loss (in KHR million)	2024 Audited	2023 Audited	Variance	
			Amount	%
Profit before income tax	92,365	242,206	(149,841)	(62%)
Income tax expense	19,529	87,611	(68,082)	78%
Profit for the period	111,894	329,817	(217,923)	(66%)

CAMGSM is subject to income tax at the rate of 20% on taxable profits or the minimum tax at the rate of 1% of turnover in pursuance of the Law on Taxation. On 4th March 2024, CAMGSM received letter No. 9726 from General Department of Taxation (GDT) approving income tax incentives for 3 years from 2023 to 2025. This incentive follows the calculation method of income tax incentive decreasing proportion following to the table in the Annex to Sub-Decree No. 42, dated on February 24, 2022. GDT also approved the temporary suspension of the monthly prepayment income tax to be applied the same as the income tax incentive period.

In 2024, CAMGSM reported Profit for the period of 111,894 million riels decreased by 217,923 million riels equivalent to 66% compared to 2023. The decrease in profit for the period is due to reversal of tax accrual in 2023.

6. Total Comprehensive Income (Loss) Analysis

Total Comprehensive Income (in KHR million)	2024 Audited	2023 Audited	Variance	
			Amount	%
Profit for the period	111,894	329,817	(217,923)	(66%)
Other comprehensive income:				
<i>Items that will not be reclassified to profit or loss</i>				
Currency translation differences	(8,500)	(4,289)	(4,211)	98%
Total comprehensive income for the period	103,394	325,528	(222,134)	(68%)

In 2024, CAMGSM reported a total comprehensive income of 103,394 million riels, a decrease of 222,134 million riels equivalent to 68% compared to 2023. The decrease in total comprehensive income for the period was mainly due to reversal of tax accrued in 2023.

7. Factors and Trends Analysis Affecting Financial Conditions and Results

Financial condition is affected by a combination of new rules and regulations by regulators, competition, environmental, fiscal, and organizational factors. Although we are recovering from COVID-19 we have yet reached our pre-covid state, especially in the tourism industry and hence CAMGSM has not fully gained back our international business position. Revenue was also impacted by the international political and economic situation, new rules and regulations on product offerings. Nevertheless, with a complete suite of connectivity services for both personal and corporate needs, CAMGSM continues to drive financial growth through mobile and digital lifestyle services and continuously enhancing the network coverage and quality to better serve the customers.

B. Significant factors affecting profit

1. Demand and Supply Conditions Analysis

The telecom industry in Cambodia has been experiencing strong growth, driven by increasing internet data usage, fueled by higher smartphone adoption and the expansion of digital services.

- **Demand Side:** Mobile connectivity remains highly sought after by both individuals and businesses, as reliance on communication, entertainment, and online transactions continues to grow.
- **Supply Side:** The market is highly competitive, with major operators striving to differentiate through service quality and making significant investments in network infrastructure. The ongoing transformation program is progressing as planned, including a full BSS system upgrade, 3G shutdown, and network capacity enhancements, leading to broader coverage and improved stability to meet increasing data demands.

Despite market saturation, demand still outpaces supply in certain underserved areas, creating expansion opportunities and potential for market share growth while maintaining a balance between affordability, network expansion, and service quality.

2. Fluctuations in Prices of Raw Material Analysis

There are no raw materials used for CAMGSM's products and service.

3. Tax Analysis

Cellcard has an obligation to pay taxes and excises to the government under the laws of Cambodia. Cellcard is a large taxpayer and is required to pay tax under the real regime tax system as set forth by the General Department of Taxation. Tax expenses include taxes paid during the fiscal year and deferred taxes. Income Tax expenses are recorded in the statement of profit or loss.

On 4th March 2024, CAMGSM received letter No. 9726 from the General Department of Taxation (GDT) approving income tax incentives for 3 years from 2023 to 2025. This incentive follows the calculation method of income tax incentive decreasing proportion following to the table in the Annex to Sub-Decree No. 42, dated on February 24, 2022. GDT also approved the temporary suspension of the monthly prepayment income tax to be applied the same as the income tax incentive period.

4. Exceptional and Extraordinary Items Analysis

There are no exceptional items that impact this period's financial performance.

C. Material Changes in Sales and Revenue

Overall revenue experienced a decline overall 5.6% in FY 2024 vs 2023, however the performance has been improving in Q4'24. While International Business showed positive growth, the drop in Prepaid revenue and other non-telco business significantly contributed to overall decline. The drop was mainly driven by the changes in mobile services and termination of key non-telco services in compliance with regulatory requirements. Despite the revenue contraction, the prepaid subscriber base grew, signaling potential opportunities for revenue recovery through strategic customer engagement.

- **Subscribers:** The core Telco subscriber base grew by 16% in Q4'24 vs Q4'23, reaching 4.6M, supported by ongoing retention efforts and marketing initiatives which helped drive both new acquisitions and engagement among active users.
- **Usage Growth:** Monthly data subscribers increased by 6% in Q4'24, while data consumption grew by 2%. This was fueled by marketing promotions, ongoing BSS system upgrades, and network enhancements, including the 3G shutdown and network capacity expansion, leading to improved coverage and stability.
- **FTTH:** Cellcard Home Wi-Fi saw a growth in subscribers and revenue following the relaunch of the Cellcard FTTH product campaign, positively contributing to overall revenue performance.
- **Digital Services:** the momentum of shift toward the digital channel resulted in a growth of e-top-up services in 2024, by Q4 2024 as majority of the total top up. This growth was primarily driven by the adoption of banking and mobile wallet apps.
- **Devices:** Strengthening its strategic partnership with Apple, Cellcard launched the iPhone 16, ensuring an optimized experience on its advanced 4G network. To support this launch, an exclusive offer was introduced, reinforcing Cellcard's commitment to premium connectivity and high-quality device options.

D. Impact of Foreign Exchange, Interest Rates and Commodity Prices

The telecom industry is heavily influenced by interest rates, and commodity prices, all of which affect operating expenses, profitability, and growth plans. Higher interest rates can raise borrowing costs for capital-intensive projects, potentially slowing down network development and the adoption of new technologies. Furthermore, fluctuating commodity prices, especially for energy and materials like copper and semiconductors, can increase operational costs and affect the price of network infrastructure and devices. Collectively, these factors can drive up costs for telecom operators, impacting their pricing strategies, profit margins, and ability to invest in innovation, thereby shaping consumer demand and market competition.

CAMGSM is not significantly exposed to foreign currency risk as only an insignificant portion of its transactions are in currencies other than US\$, the functional currency.

E. Impact of Inflation

In 2024, inflation poses significant challenges for telecom companies by driving up costs across various operational areas, including network infrastructure, energy, and equipment. The rising prices of raw materials like semiconductors and copper increase the cost of network expansion and maintenance, while higher energy prices impact the operation of data centers and cell towers. Additionally, inflation erodes consumer purchasing power, potentially leading to reduced demand for services or devices, and forcing telecom companies to balance price hikes with customer retention. Furthermore, wage inflation may require telecom companies to raise salaries to remain competitive, further squeezing profit margins. Overall, telecom operators will need to adapt their strategies to navigate these cost pressures while maintaining service quality and technological investments.

F. Economic/Fiscal/Monetary Policy of Royal Government

In 2024, the economic, fiscal, and monetary policies of the Royal Government are expected to focus on stabilizing the economy amidst global uncertainties, managing inflation, and promoting sustainable growth. The government is likely to continue implementing fiscal policies aimed at stimulating key sectors, such as infrastructure development and social welfare, while ensuring fiscal discipline to avoid excessive debt accumulation. Monetary policy, under the central bank's guidance, will likely focus on controlling inflation and stabilizing the currency through interest rate adjustments and liquidity management. Efforts to encourage foreign investment and diversify the economy, particularly in technology and renewable energy, may be prioritized to reduce dependency on traditional sectors. The overall policy mix will aim to balance short-term economic support with long-term financial sustainability, fostering economic resilience and job creation while maintaining price stability and improving living standards.

PART 9 – OTHER NECESSARY INFORMATION FOR INVESTORS PROTECTION (if any)

CAMGSM has implemented the mechanism to ensure the protection of the minority shareholders' rights and interests following Article 8 of Prakas No. 011/18, dated 19 December 2018 on Corporate Governance for the Listed Companies, provided as follows:

- All shareholders' rights, specifically minority shareholders' rights and their legal benefits shall be protected by the Board of Directors.
- Minority shareholders shall have the right to seek redress in case their rights are violated either directly or indirectly by the substantial shareholders and/or the controlling shareholders of the listed companies.
- The Board of directors shall ensure good communication and appropriate interaction between minority shareholders, senior officers, and the Board of Directors.

Signature of Director of the Listed Entity

[Date]

Read and Approved by:



Neak Oknha Kith Meng
Chairman

[Date]

Read and Approved by:



Mr. William Mark Hanna
Non-Executive Director

[Date]

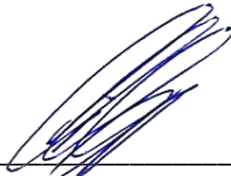
Read and Approved by:



Mr. Paul Carey Clements
Non-Executive Director

[Date]

Read and Approved by:



Mr. Christopher Donald Tiffin
Non-Executive Director

[Date]

Read and Approved by:



Ms. Hep Seka
Independent Director

**APPENDIX TO ANNUAL REPORT 2024 - ANNUAL CORPORATE GOVERNANCE REPORT
CAMGSM PLC.**

PART 1. SHAREHOLDERS

A. Shareholders Structure as 31 December 2024

1. Shareholder Information

Description	Nationality	Types of Shareholders	Number of Shareholders	Number of Shares	Percentage
Less than 5%	Cambodian	Individual	4,214	27,556,648	1.41%
		Legal Person	2	756,669	0.04%
	Non-Cambodian	Individual	208	457,889	0.02%
		Legal Person	No	No	No
From 5% to less than 30%	Cambodian	Individual	No	No	No
		Legal Person	No	No	No
More than 30%	Cambodian	Individual	No	No	No
		Legal Person	1	1,930,500,000	98.53%

2. Shareholders Who Are Directors, Senior Officials, and Employees of CAMGSM

Shareholders	Number of Shareholders	Number of Shares	Percentage
Directors	1	19,500,000	0.99527%
Senior Officers	2	1760	0.00009%
Employees	219	90,091	0.00460%
Total	222	19,591,851	1.00000%

B. Shareholders' and Protection of Shareholders' Rights

1. Right of Shareholders

In accordance with the Articles of Incorporation of CAMGSM dated 13 March 2023, unless otherwise stipulated differently in the Articles or in any special resolutions of Shareholders, any holder of each share shall be entitled to the following:

- a. right to attend a General Meeting of shareholders including the right to vote directly or through a proxy at any meeting of shareholders. Each ordinary share of the company entitles the holders to 01 (one) vote in the General Meeting of Shareholders.
- b. Right to receive dividends or benefits declared by the company.
- c. Right to receive the remaining assets of the company after dissolution and liquidation.
- d. Right to access all kinds of information, including business information and the accounting books and records of the company, and check the shareholder list at the company's head office during working hours or at the General Meeting of shareholders.

2. Protection of Shareholders' Rights and the Company's Practice of the Protection of Shareholders' Rights

In 2024, CAMGSM have practiced these mechanisms by conducting regular Annual General Meeting (AGM) and Extraordinary General Meeting (EGM), facilitating proxy voting, publishing detailed financial reports, ensuring board accountability, and fostering transparent communication with shareholders. The adherence to these practices would contribute to safeguarding shareholders' rights and fostering trust in the company's management.

3. Protection of Minority's Rights and Practice

CAMGSM has been implemented on the mechanism on ensuring the protection of the minority shareholders' rights and interests following Article 8 of Prakas No. 011/18, dated 19 December 2018 on Corporate Governance for the Listed Companies, provided as follows:

- All shareholders' rights, specifically minority shareholders' rights and their legal benefits, shall be protected by the Board of Directors.
- Minority shareholders shall have the right to seek redress in case their rights are violated either directly or indirectly by the substantial shareholders and/or the controlling shareholders of the listed companies.
- The Board of directors shall ensure good communication and appropriate interaction between minority shareholders, senior officers, and the Board of Directors.

C. Ordinary Shareholders' Meeting and Extraordinary Shareholders' Meeting

1. Procedures of Shareholders' Meeting and Voting

According to the Articles of Incorporation of the CAMGSM, there are 2 types of shareholders' meetings as following:

- Annual General Meeting of Shareholders; and
- Extraordinary General Meeting of Shareholders.

Listed below is the procedure of the Shareholders' Meeting and Voting:

Condition	<ul style="list-style-type: none">- The Annual General Meeting of Shareholders shall be held at least once a year, no later than 06 (six) months after the end of each fiscal year.- Shall be held at the company's registered address or at any other place within or outside Cambodia as determined by the Board of Directors, provided that the shareholders may participate in the General Meeting by means of video/audio conference, without the needs for the shareholders to be physically present at the meeting or participation by the shareholders at a General Meeting via such means constitutes participation in person.- Extraordinary General Meeting of Shareholders may be proposed to be held at any time by a decision of 1/3 of Board of Directors or by a written petition signed by the shareholders holding not less than 51% (fifty-one percent) of the voting shares.
Notice	<ul style="list-style-type: none">- At least 20 days prior to every General Meeting shall be given in writing to the shareholders and every director and auditor.- The notice shall specify the date, place and agenda of the General Meeting. Attendance by the Shareholders (in person or by proxy) at a General Meeting shall constitute a waiver of such notice.

Delivery of notice	Notice may be delivered by recorded hand delivery mail, facsimile or email, as appropriate.
Modification of Agenda	Only Shareholders present at the meeting in person or by proxy who hold at least 51% (fifty-one percent) of the voting shares can modify the agenda of the General Meeting of Shareholders at or before the meeting.
Quorum	<ul style="list-style-type: none"> - Quorum of the General Meeting shall be shareholders present in person or by proxy who hold at least 51% (fifty-one percent) of the voting shares. - Shareholders present by proxy shall be included to determine the presence of the quorum. - If the quorum is not obtained for any general meeting, the meeting shall be adjourned for 30 (thirty) days. - The notice of the adjournment shall be sent to all shareholders. Upon the resumption of the adjourned General Meeting, a quorum shall be all shareholders present at such meeting. - Shareholders or proxies attending the meeting by electronic means proposed by the Board of Director or by the shareholders holding not less than 51% (fifty-one percent) of the total voting shares in accordance with these Articles and applicable laws, are deemed to be present at the meeting.
Proxies	<ul style="list-style-type: none"> - Any Shareholder may give a written proxy to any person to attend and vote at a General Meeting. - An Individual may represent a shareholder in this General Meeting. The proxy shall be valid only for one such general meeting (the adjourned shareholders meeting is considered as the same part of the general meeting of shareholders). - The proxy may be revoked at any time and automatically if the shareholder who gave the proxy personally attends a general meeting of shareholders. - In the case a proxy proposes to vote at a general meeting of shareholders, the instrument appointing a proxy shall be dated and signed by the Shareholder who gave the proxy and shall contain the following particulars: <ul style="list-style-type: none"> o The number of shares held by the Shareholders. o The full name and address of the proxy; and o The meeting or meetings or the period for which the proxy is appointed. - If a proxy proposes to vote at a General Meeting, the instrument of appointment of the proxy must be deposited with the Chairperson at or before the commencement of the General Meeting.
Voting Rights	<ul style="list-style-type: none"> - Shareholders shall have one (1) vote for each share held. Only a Shareholder duly registered and having paid all sums due and payable to the Company in respect of its share(s) shall be entitled to its vote(s) on any question either personally or by proxy at any General Meeting. - Votes at General Meeting of Shareholders shall be by hand raising or voting paper unless otherwise directed by the Chairman or head of the meeting.

	<p>All resolutions made by the Shareholders shall require a majority vote of all attendees entitled to vote.</p> <p>- Shareholders may organize and vote at the Extraordinary General Meeting of Shareholders directly in person or through electronic communication, including voice and video communication, message by phone or other electronic means as requested by the Board of director or by a shareholder who holds not less than 51% (fifty-one percent) of the shares that have a right to vote in accordance with the requirements and procedures set forth in these Articles and applicable laws and regulations.</p>
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2. Information of General Shareholders' Meeting

No.	Meeting Date	Type of the Meeting	Quorum	Items of Agenda	Resolutions
1.	28 June 2024	Annual General Meeting	99.53%	<ul style="list-style-type: none"> - Dividend Distribution - Dual Listing in Thailand - Amendment on the Article of Incorporation dated 13 March 2023 - Overview on the Annual Audited Financial Statement 	Approved

D. Dividend Distribution

1. Dividend Policy

This policy is established by CAMGSM in order to:

- set out the guidelines and procedures for the calculation, declaration and settlement of dividends and the determination of form and time periods within which dividends are declared and paid;
- ensure that the Company has sufficient distributable profits and/or general reserves for the long-term development of the Company which any declaration and/or payment of dividends will be determined upon review of the Company's financial statements; and
- ensure that dividends are paid to each class of shareholders and/or persons entitled to receive dividends in accordance with the laws of the Kingdom of Cambodia.

1.1. Dividend Declaration Guideline

Notice of dividend distribution shall be notified to the shareholders in writing.

The following guidelines shall be applied to the declaration of dividends:

- the Company's Board of Directors has the right to propose and recommend dividends in accordance with accounting principles and to determine the terms of payment of each class of shares entitled to receive dividends;
- dividends (if any) payable to the shareholders shall be approved by the majority votes of all directors' present at the meeting pursuant to the Memorandum and Articles of Association of the Company before proposing to the Shareholders for approval and declaration;
- such sum (if any) as determined by the Board of Directors to be retained for daily operations of the Company as approved by the majority of shareholders present or represented at the

General Meeting of the Shareholders pursuant to the Memorandum and Articles of Association of the Company;

- d. dividends may be interim dividends or final dividends;
- e. any declaration to pay dividends shall identify the classes of shareholders and/or persons entitled to receive dividends, the amount of the dividend per share, the period of payment and the form and method of payment; and
- f. to the extent permissible by the applicable law, the Company may pay dividends by issuance shares, in money or in-kind.

1.2. Internal Constitutional Document of Dividend Distribution

According to the Articles of Incorporation dated 13 March 2023 and Dividend Policy dated 25 April 2023, the shareholders of Class A (Voting) Shares shall be guaranteed an annual dividend yield of 7% of the total number of shares held as of the day immediately preceding the ex-dividend date multiplied by the initial public offering price for the period of 5 years, payable quarterly, effective after initial 3-month period from listing date.

Notwithstanding this remarkable distribution, CAMGSM also set eligibility criteria prior to distribute the dividend to the shareholders that the shareholder shall be an active CAMGSM subscriber and have the same valid identification card of the registered mobile number with the ID registered in the share registry book.

CAMGSM publicly announced the first distribution of guaranteed dividend on 23 October 2023, and distributed the first payment from 06 to 14 November 2023. Our latest distribution, the Fourth Quarterly Guaranteed Dividend of 2023 was released on 29 January 2024 until 06 February 2024, which constituted of KHR 368,298,658 distributed to the Class A Voting Shareholders.

2. Historical Information on Dividend Distribution for the last three years

No.	Details of Dividend Distribution	2024	2023	2022
1	Announcement Date of Dividend Distribution (Approved by Shareholders)	1 st Quarter: 27 May 2024 2 nd Quarter: 02 July 2024 3 rd Quarter: 28 October 2024 4 th Quarter: 20 December 2024	3 rd Quarter: 19 October 2023 4 th Quarter: 11 January 2024	N/A
2	Record Date	1 st Quarter: 04 June 2024 2 nd Quarter: 11 July 2024 3 rd Quarter: 05 November 2024 4 th Quarter: 30 December 2024	3 rd Quarter: 26 October 2023 4 th Quarter: 18 January 2024	N/A
3	Payment Date	1 st Quarter: within 13-21 June 2024 2 nd Quarter: within 22-29 July 2024 3 rd Quarter: within 13-25 Nov 2024 4 th Quarter: within 09-15 Jan 2025	3 rd Quarter: 31 October - 07 November 2023 4 th Quarter: 29 January - 26 February 2024	N/A

PART 2. BOARD OF DIRECTORS

A. Board of Directors

1. Board Composition

No.	Name	Position	Appointing Date	Ending Date
1	Neak Oknha Kith Meng	Chairman	01 February 2023	01 February 2026
2	Mr. William Mark Hanna	Non-Executive Director	01 February 2023	01 February 2026
3	Mr. Paul Carey Clements	Non-Executive Director	01 February 2023	01 January 2026
4	Mr. Christopher Donald Tiffin	Non-Executive Director	01 February 2023	01 January 2026
5	Mrs. Hep Seka	Independent Director	01 February 2023	01 January 2026

2. Short Biography of Director

No.	Name	Role	Educational Background and Experience
1	Neak Oknha Kith Meng	Chairman	<p>A philanthropist and businessman, Cambodian-born; Neak Oknha Kith Meng spent his youth in Australia after escaping the Khmer Rouge. Upon completion of his studies at the Australian National University, Canberra, he returned to Cambodia at the start of the UNTAC administration in the early 1990s. During this time, he realized the need for his country to be rebuilt from scratch with the support of local businessmen.</p> <p>A young man with a vision, he saw this as an opportunity to build a business empire while investing in his country's infrastructure and technology development. This was the beginning of the Royal Group of Companies (RGC); becoming the first conglomerate in Cambodia. Over the past three decades RGC grew from strength to strength with an extensive business portfolio ranging from Banking & Finance, Railway, Aviation, Telecommunications, Technology, Media, Hospitality, Property & Real Estate, and Education. Currently, he is also the President of the Cambodia Chamber of Commerce, bridging relations between domestic and international corporates and the Royal Government of Cambodia.</p> <p>Kith Meng resides in Phnom Penh with his wife and four children.</p>
2	William Mark Hanna	Non-Executive Director	<p>A British National, Mr. William Mark Hanna joined Royal Group in 2007 as Group Chief Financial Officer. With over 30 years of experience from overseas and Cambodia Mark has contributed to the Royal Group's substantial growth.</p>

			<p>Currently Mark also serves as a director of Royal Railway Plc, a subsidiary company of Royal Group.</p> <p>Prior to joining Royal Group, Mark was a Chief Executive Officer at Warf Telecom International and Wataniya telecom, Maldives. Mark was also a Chief Financial Officer at Millicom International Cellular, Cambodia, a mobile communication provider which included an ISP, wireless broadband internet access provider, an international voice and data gateway and a commercial television station.</p> <p>Mark is a graduate from Napier University, majoring in accounting. He is also a Zenger Miller Certified Trainer and a Chartered Management Accountant (CIMA).</p>
3	Paul Carey Clements	Non-Executive Director	<p>A senior executive with over 30 years of experience in the Financial Services sector with significant international exposure and holding leadership roles across a range of organizations and business units spanning both front office (sales, P&L) and back office (business operations, transformation, and risk) in Australia, Indonesia, China and Cambodia (Westpac Banking Corporation, ANZ Bank, and JP Morgan among others)</p> <p>Paul held senior roles developing the strategic direction, restructuring, establishing, and growing businesses in different geographic and cultural locations leveraging his leadership, partnering, sales, and business skills.</p> <p>In Cambodia, Paul had previously been involved with ANZ Royal Bank, Cambodia Mekong Bank Public Limited, WorldBridge Outsourcing Solutions Co., Ltd and HCC Group Co., Ltd (EnviroCam).</p> <p>Paul holds a Bachelor of Business (majoring in Banking and Finance) and a Postgraduate degree majoring in accounting.</p>
4	Christopher Donald Tiffin	Non-Executive Director	<p>Mr. Christopher Donald Tiffin is an experienced senior executive specializing in the Telecommunication, ICT & Digital Services sectors, providing financial & commercial leadership, along with being an integral part of setting up two new businesses within the last 7 years outside the traditional Telco: a TowerCo Infrastructure business and most recently a fully digital Mobile Money (Digital Financial Services) business. Skilled in Business Planning, Business Partnering, development & implementation of the overall Business Strategy, staff management & building High-performing Teams, Financial Leadership, Product/Services development, Customer Experience strategy/management and Channel/Retail/Distribution/Supply Chain leadership. An influential and humble leader, with the proven ability to</p>

			<p>drive and influence positive cross-cultural and market transformations.</p> <p>He holds Bachelor of Accounting Science from University of South Africa. Chris is a qualified Chartered Accountant – CA (SA) member of SAICA (South Africa Institute of Chartered Accountants) as well as an FCA (Fellow Chartered Accountant) member of the Institute of Chartered Accountants England & Wales (ICAEW)</p>
5	Hep Seka	Independent Director	<p>Seka is a lawyer licensed by BACK, an arbitrator admitted by NCAC and accredited mediator by CEDR. She has extensive regulatory expertise specializing in corporate law and real estate, infrastructure and construction. With her superb legal acumen, stakeholder management and technical skills, Seka has assisted on numerous major property projects and regularly acts on significant commercial, industrial and residential developments throughout Cambodia. She holds a Master 2 of Business Comparative Law (LL.M.) from the University Lumière Lyon 2, France, which included an exchange program at the University of Montreal, Canada.</p> <p>Seka is recognized as a distinguished practitioner in Infrastructure in Cambodia and notable practitioner in real estate by Asialaw in 2022.</p>

3. Directors who are also a director, a shareholder, or Co-owner of other companies

No.	Name of Director	Company Name	Director, Shareholder, or Co-owner
1	Neak Oknha Kith Meng	J Trust Royal Bank Plc.	Chairman of the Board
		Royal Group Phnom Penh SEZ Plc.	Chairman of the Board
		Infinity General Insurance Plc.	Chairman of the Board
		Wing Bank (Cambodia) Plc.	Chairman of the Board
		Chailease Royal Leasing Plc.	Indirect Shareholder
		Cambodia Life Micro Insurance “CAMLIFE” Plc.	Chairman of the Board
		SBI Royal Securities Plc.	Chairman of the Board
		Royal Financial Consultancy Co., Ltd.	Chairman of the Board
		Cambodian Broadcasting Service Co., Ltd.	Chairman of the Board
		Digital Sky Multimedia Co., Ltd.	Chairman of the Board
		Royal Railway Plc.	Chairman of the Board
		Ezecom Co., Ltd.	Chairman of the Board
		Nitrogen Chemicals & Fertilizers (Cambodia) Ltd.	Chairman of the Board
		The Royal Sands Koh Rong Co., Ltd.	Chairman of the Board
		Cambodiana Investment (Phnom Penh) Pte. Ltd.	Chairman of the Board

		Royal Group Koh Rong Development Company Ltd.	Chairman of the Board
		Northbridge Development Company Limited	Chairman of the Board
		Khaou Chuly Land Company Limited	Chairman of the Board
		Royal Cambodian Limousine Service Co., Ltd.	Chairman of the Board
		Giant Ibis Transport Co., Ltd.	Chairman of the Board
		Cambodia Airlines Co., Ltd.	Chairman of the Board
		Helicopters (Cambodia) Ltd.	Chairman of the Board
		Royal Cambodia Co., Ltd.	Chairman of the Board
		Kampuchea Food Corporation Co. Ltd.	Indirect Shareholder
		Northbridge International School (Cambodia) Limited	Chairman of the Board
		Southbridge International School (Cambodia) Limited	Chairman of the Board
		Royal Group Phnom Penh SEZ Plc.	Chairman of the Board
		Hydro Power Lower Sesan 2 Co., Ltd.	Indirect Shareholder
2	Mr. William Mark HANNA	Royal Group Phnom Penh SEZ Plc.	Director
		Jtrust Royal Bank Plc.	Director
		Cambodia Life Micro Insurance "CAMLIFE" Plc.	Director
		Chailease Royal Leasing Plc.	Director
		Chailease Royal Finance	Director
		Hydro Power Lower Sesan 2 Co., Ltd.	Director
		KFC	Director
		NCFC	Director
		Royal Railway Plc.	Director
		Royal Group Phnom Penh SEZ Plc.	Director
		SBI Royal Securities Plc.	Director
3	Mr. Paul Carey CLEMENTS	J Trust Royal Bank Plc.	Director
		WorldBridge Outsourcing Solutions Co., Ltd.	Shareholder & Director
		International Business Chamber of Cambodia (IBC)	Director
		Royal Railway Plc.	Director
4	Mr. Christopher Donald TIFFIN	Royal Group of Companies Ltd.	Group Chief Operating Officer
		United (Cambodia) Land Co., Ltd.	Director
		Kampuchea Food Corporation Co., Ltd.	Director
		Royal Group Funds Co., Ltd.	Director
5	Ms. HEP Seka	DFDL Mekong (Cambodia) Co., Ltd.	Partner and Deputy Managing Director
		J Trust Royal Bank Plc.	Independent Director
		CAMLIFE MICRO INSURANCE "CAMLIFE" PLC	Independent Director

		Royal Group Phnom Penh SEZ Plc.	Independent Director
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4. Board Roles, Duties, Responsibilities, and Performance

The Independent Director shall independently exercise his or her best judgment without any interference in order to promote transparency, accountability, and effectiveness of the business operations and management performance to serve and protect the interests of the Company and its shareholders.

The Independent Director must not have a material or pecuniary relationship with the Company or related persons, other than the Director's fees paid to the Independent Director.

The Independent Director has the following responsibilities:

- To participate in the Board of Directors' meeting and to bring an independent judgment to bear on the issues of strategy, policy, accountability, resources, the appointment of senior management, and other matters;
- Taking the lead role in solving and preventing potential conflicts of interest;
- Serving on the Board committees such as the Audit and Risk Committee; and
- Strictly monitor CAMGSM to ensure the achievement of goals and objectives.

CAMGSM is under the leadership of the BOD, the BOD shall have general powers to manage the Company which includes the following:

- Ensure that the Company communicates effectively with shareholders and other stakeholders;
- Set-up, monitor, and evaluate the strategic plan and business plan of the Company, and ensure that the necessary resources are in place for the Company to meet its objectives;
- Set-up, monitor, and evaluate internal control systems;
- Set-up, monitor, and evaluate audit efficiency;
- Set-up and monitor the risk management policy;
- Prepare the policy on compensation;
- Determine the criteria and the procedure to appoint Directors;
- Nominate and remove individuals from the positions of corporate secretary, chief of internal audit, and staff in charge of providing information;
- Monitor, control, and evaluate the efficiency of the Board of Directors and other committees of the Board;
- Ensure the financial stability of the Company by fulfilling its duty and responsibility as much as possible;
- Create mechanisms and procedures to protect the rights of shareholders by guaranteeing that minority shareholders also have the right to stand as the Director and request to be a candidate as a Director;
- Create mechanisms and procedures of voting in shareholder general meetings such as implementation of the voting system in order to guarantee the interest of the minority shareholders;
- Create mechanisms to allow the substantial shareholders and controlling shareholders to disclose to the public through the Company any information relevant to changes in shareholders;
- Create mechanisms and procedures in regards to related parties' transactions;
- Create policies for the Company;
- Comply with applicable laws and regulations; and
- And any other roles required by laws and relevant regulations.

5. Board Meetings

No.	Date	Type of Meeting	Numbers of Directors' Attendance
1	10 April 2024	Online	Neak Oknha Kith Meng (Proxy Granted) William Mark Hanna Paul Carey Clements Christopher Donald Tiffin Hep Seka
2	25 July 2024	Online	Neak Oknha Kith Meng (Proxy Granted) William Mark Hanna Paul Carey Clements Christopher Donald Tiffin Hep Seka
3	31 October 2024	Online	Neak Oknha Kith Meng (Proxy Granted) William Mark Hanna Paul Carey Clements Christopher Donald Tiffin Hep Seka

B. Board Committee

1. Board Committee Structure

1.1. Audit and Risk Committee

No.	Name	Position	Appointing Date	Number of Meetings Attended	Total Number of the Meetings
1	Ms. Hep Seka	Independent Director	16 February 2023	4	4
2	Mr. William Mark Hanna	Non-Executive Director	16 February 2023	4	4
3	Mr. Christopher Donald Tiffin	Non-Executive Director	16 February 2023	4	4

- Roles and Responsibilities of Audit and Risk Committee
 - To review financial statements of the Company in accordance with Cambodian International Financial Reporting Standards (CIFRS) and endorse to the Board of Directors for final approval;
 - To review and ensure that internal control is properly performed;
 - To review the internal & external audit reports and analyze any unusual nature or incidents;

- To review and oversee the risk management processes, including risk identification and risk mitigation;
- To report and provide recommendations to the Board of Directors; and
- To perform other actions as determined by the Board of Directors.
- Results of Audit and Risk Committee Performance
 - The Audit and Risk committee successfully resolved the issues as per recommendations from the independent auditor provided under the audited 2023 financial statements.
 - The Audit and Risk committee ensured the standardization of the audited 2024 financial statements of the Company.
 - The Audit and Risk committee reviewed the internal audits as implemented by the Internal Auditor.
 - The Audit and Risk committee reviews and approved the audited Financial Statement for Fiscal year 2024 before circulating and recommending for approval to the Board of Directors.

1.2. Nomination and Remuneration Committee

No.	Name	Position	Appointing Date	Number of Meetings Attended	Total Number of Meetings
1	Mr. William Mark Hanna	Non-Executive Director	16 February 2023	4	4
2	Mr. Paul Carey Clements	Non-Executive Director	16 February 2023	4	4
3	Mr. Christopher Donald Tiffin	Non-Executive Director	16 February 2023	4	4

- The responsibilities of the NRC are as follows:
 - To assess and set the requirements, qualifications, and procedures for the nomination of Directors and Senior Officers.
 - To evaluate the performance of Directors and Senior Officers and to report the same to the Board of Directors.
 - To set, review and recommend compensation and remuneration for the Board of Directors and Senior Officers.
 - To review and update the mechanism and evaluate the performance of the Board of Directors, Directors, and other committees at least 1 time a year.
 - Other duties as determined by the Board of Directors.

2. Changes of Committee Member

There is no change in the board committee members.

C. Remuneration or Compensation

1. Policies of Remuneration or Compensation for Board and Senior Officers

Based on Resolution of the Board of Directors dated 05 March 2024, the Chairman of the Board and the Non-Executive Directors of the Board do not receive remuneration. Remuneration and Compensation of Senior Officers is in line with the Cambodian Labor Law and the Royal Group of Companies Internal

Compensation and Benefit Policy, encompassing monthly gross pay, annual leave, transportation allowance, health insurance, housing and home leave flights.

2. Remunerated Persons

No.	Remunerated Persons	Aggregate Amount Paid in USD
1	Director	US\$ 7,000
2	Non-Executive Directors	No
3	Senior Officers	US\$ 1,468,578
4	Top 5 Employees Paid the Highest Remuneration	US\$ 387,083

D. Annual Performance Evaluation of Board of Directors, Directors, Committee, and CEO

CAMGSM's management and the Board of Directors have established a productive collaborative environment with regular consultative reviews and discussions. The Board of Directors has been effectively overseeing the operations and implementation of the Company's business plans, understanding the competitive landscape, industry trends and regulatory framework. The members of the Board of Directors underscore, in particular, the efficacy of clear and open communication channels with management in relation to the IPO process and the long-term debt restructuring, as well as ensuring the implementation of continued growth strategy. In 2025, the Board of Directors is directing its focus to improving the annual calendar planning and driving further synergies within the ICT framework and companies.

E. Training for Directors and Senior Officers

List all trainings, seminars, conference, workshops provided to directors and senior officers in 2024 in the table below:

No.	Name of Participants	Training/Short Courses	Date
1.	Simon Perkins	TM Forum DTW	16 June 2024
		MWC Shanghai 2024	25 June 2024
		The India Mobile Congress (IMC) 2024	15 October 2024
		Innovate Asia	04 November 2024
		ITW Asia 2024	04 December 2024
2.	Asitha De Costa	TM Forum DTW	16 June 2024
		Forum Meeting-GSMA	23 September 2024
		SReXperts event series - Nokia	21 October 2024
3.	Andrey Kuzin	Forum Meeting-FutureNet & Transcelestial	17 September 2024

PART 3. CODE OF BUSINESS CONDUCT

A. Code of Conducts

The Business Code of Conduct applies to all directors, and Senior Officers. The Board of Directors expects all members of the Company to respect the values, principles and rules contained therein and apply them in their professional activities and their internal and external relations.

The Code of Conduct will be based on the values of quality, trust and social commitment to all stakeholders and will promote the following principles for action:

- **Compliance** with the laws and regulations of the Kingdom of Cambodia.
- **Respect** for people, cultures, institutions, politics pluralism, and the environment. Any discrimination against race, gender, political views or religious view are not tolerated.
- **Integrity:** All members of the company should work and make decisions with integrity and sincerity. We must ensure that all our statements, communications, and representation to any stakeholders are accurate and complete.
- **Transparency:** All critical and main policies, procedures and relevant information shall be disseminated to all relevant members of the company. The Board of Directors and HR department shall conduct regular training on those policies and procedures. Furthermore, those main policy, relevant information and audited financial statements shall be publishes on the corporate website.
- **Excellence and professionalism:** All members of the company shall work with professionalism. Members shall continue to improve their performance and efficiency. We shall strive for excellence in any aspects of what we do.
- **Confidentiality of information:** All private and confidential information entrusted by shareholders and customers shall be safeguarded.
- **Conflict of Interest:** All members shall comply with the company policy on conflict of interest and shall not participate in those activities. If any member is in doubt, he/she shall report it to the HR Department for clarification. If the issue is critical, it must be reported to the Board of Directors for investigation.
- **Social responsibility:** The company is committed to performing its business with social responsibility in mind.

B. Publishing Code of Conducts

The Code of Conducts for Directors and Senior Management is formulated and published by the Board of Directors of the Company for all members of the Board of Directors and Senior Officers to follow.

C. Mechanisms and Procedures for Monitoring the Implementation of Code of Conducts

The Company has been implementing the Code of Conducts through the internal control mechanism and procedure as follows:

- **Whistleblower Mechanism:** Provide a confidential channel for employees to report any unethical behavior, fraud, or compliance violations. Encourage a culture of transparency and accountability within the organization.
- **Training and Awareness:** Provide training to employees on internal controls, compliance requirements, and ethical practices. Regular awareness programs help reinforce the importance of internal controls.

D. Related-Parties Transactions

1. Related-Parties Transactions Policies

No.	Related Parties	Policies
1	Holding Company	At arm's length
2	Joint Venture	No

3	Subsidiary	At arm's length
4	Substantial Shareholders and Controlling Shareholders	No
5	Directors and Their Direct Family Members	At arm's length
6	Employees and Their Direct Family Members	At arm's length

2. Material Related-Party Transactions

There were no material related-party transactions; however, the company had entered into some transactions reviewed by the external auditor considered as material transactions with our related parties in the financial note numbered 26 of the Audited Financial Report 2024.

PART 4. RISK MANAGEMENT, INTERNAL CONTROL AND AUDITING

A. Risk Management Policy

Risk management in the telecommunications industry is crucial to ensure the smooth operation of services and networks.

Here are some common risks and how they are managed at CAMGSM:

- **Security Risk:** Telecommunications networks, critical system, platform, and application are susceptible to hacking, data breaches, and cyberattacks. To manage security risks, CAMGSM implements IT-Network General controls and robust cybersecurity measures such as firewalls, encryption, access controls, and regular security audits.
- **Regulatory Risks:** Telecommunications companies must comply with various regulations related to data privacy, spectrum allocation, competition laws, etc. To manage regulatory risks, CAMGSM stays updated with regulatory changes, maintains transparency in operations, and has a legal team to ensure compliance.
- **Operational Risks:** Issues such as network failures, natural disasters, billing issues or equipment malfunctions can disrupt telecommunications services. To manage operational risks, CAMGSM invests in redundancy in networks, disaster recovery plans, regular maintenance of infrastructure, and established digital operational team to monitor the operation.
- **Market Risks:** Changes in technology, consumer preferences, competition, or economic conditions pose market risks. To manage these risks, companies conduct market research, diversify the services, and adapt to market trends quickly.
- **Financial Risks:** Financial risks such as debt management, operation expense management, investment risks, etc. To manage financial risks, CAMGSM performs and manages such tasks as payback calculation, P&L analysis, cash flow management, cost management, etc.

Effective risk management involves identifying, assessing, mitigating, and monitoring risks on an ongoing basis to ensure business continuity and protect stakeholders' interests.

B. Internal Control System

Internal control is essential for the company to ensure operational efficiency, identify potential risks, and maintain regulatory compliance.

Here are some key aspects of internal control:

1. **Segregation of Duties:** Divide responsibilities among different employees to prevent fraud and errors. For example, the employee who processes payments should not be the same person who reconciles accounts.
2. **Access Controls:** Limit access to sensitive data and systems only to authorized personnel. Implement user access controls, strong passwords, and regular reviews of access privileges to prevent unauthorized access.
3. **Regular Audits and Monitoring:** Conduct regular internal audits to assess the effectiveness of controls, identify weaknesses, and ensure compliance with policies and regulations. Use automated monitoring tools to detect anomalies and potential fraud.

4. **Documentation and Policies:** Maintain detailed documentation of processes, corporate governance policy, policies, and standard operating procedures. Clear policies help employees understand their roles and responsibilities, reducing the risk of errors and misconduct.
5. **Risk Assessment:** Conduct regular risk assessments to identify internal and external threats that could impact on the company's operations. Develop strategies to mitigate these risks effectively.
6. **Whistleblower Mechanism:** Provide a confidential channel for employees to report any unethical behavior, fraud, or compliance violations. Encourage a culture of transparency and accountability within the organization.
7. **Training and Awareness:** Provide training to employees on internal controls, compliance requirements, and ethical practices. Regular awareness programs help reinforce the importance of internal controls.

In order to be successful of internal controls, involvement from every stakeholder is required such as the Board of directors, senior management, middle management, and staff by applying and following internal control frameworks (COSO).

The COSO Framework consists of five key components that work together to help companies achieve their objectives effectively and efficiently:

1. **Control Environment:** This component sets the tone at the top of the organization and establishes the foundation for all other internal control components. It includes factors such as integrity and ethical values, the governance structure, management's philosophy and operating style, organizational structure, and the assignment of authority and responsibility.
2. **Risk Assessment:** Organizations must identify and analyze risks relevant to the achievement of their objectives. This component involves assessing the potential impact of risks on the organization's ability to achieve its goals and objectives.
3. **Control Activities:** Control activities are the policies, procedures, and practices that ensure that management's directives are carried out. This component includes a range of activities such as approvals, verifications, reconciliations, segregation of duties, and security measures.
4. **Information and Communication:** Communication is key in any organization. This component ensures that relevant information is captured and communicated effectively throughout the organization, enabling individuals to carry out their responsibilities.
5. **Monitoring Activities:** The organization's internal control system should be subject to ongoing monitoring activities. This involves assessing the quality of internal control performance over time, identifying weaknesses, and taking corrective action as needed.

The COSO Framework provides a comprehensive and integrated approach to internal control that can help organizations strengthen their governance, risk management, and compliance processes.

C. Auditing

1. Internal Audit

a. Responsibilities of the Internal Auditor

Article 3.1.2 of CAMGSM Corporate Governance policy dated 15 February 2023 the corporate secretary determines the organization structure including the internal audit. In particular, article 3.1.2.2 has assigned responsibilities of the Internal Auditor. That forms a base for setting up and operating the internal auditing in CAMGSM.

- Produce all internal audit reports and provide these reports to the Audit and Risk Committee to review, evaluate and circulate to the Board of Directors.
- Circulate all significant findings which may affect AP's operation to the Audit and Risk Committee or Independent Director.
- Prepare a meeting with the Audit and Risk Committee at least once a year without the presence of Senior Management.
- Perform other duties assigned by the Audit and Risk Committee and the Board of Directors; and
- Other duties as determined by the Audit and Risk Committee and the Board of Directors.

In the current structure, internal audit unit shall report to the audit committee directly and administratively report to CFO for day-to-day operations. The internal audit consists of two sub-teams: Fraud and Assurance of Revenues and Internal Auditing. These teams work together to detect fraud from telecommunication, revenue leaks (the assurance of revenues), the operational risk controls for new goods and services, inspection of fraud, value added aids in randomly data selection and UAT validation, non-fee advisory from processes and policies and conducts. The regular auditing of financial operation, assessment of effectiveness of internal controls, risk appetites and recommended actions.

b. Appointment of Internal Auditor:

No.	Name	Appointment Date
1.	Mr. Phlook Radet	11 August 2014

c. Appointment of External Auditor:

No.	Name of Audit Firm	Agreement Date	Audit Fee (US\$)	Non-Audit Fee
1.	Baker Tilly (Cambodia) Co., Ltd.	18 August 2023	78,000/Annual	N/A

d. New Appointment and Removal/Resignation External Auditor

There is no such transaction.

PART 5. STAKEHOLDERS

A. Policies and Activities Related to the Following:

No.	Description	Policies	Practice
1	Consumer welfare	Customer Service Policy	Facilitate and support customers as for necessary procedures and challenges
2	Suppliers and Subcontractors Selection	Procurement Policy	Non biased supervision and assessment by concentrating on value, quality and time

3	Management and Protection of Employees	Diversity, Equity and Inclusion Policy; Staff Representatives policy; Code of Conduct; Individual Employment Contracts	Regular election for every 2 years
4	Environment Protection	HSES Policy	Management plan impacting on the environment, society and social health
5	Community Interaction	Code of Conduct (Whistleblower policy); HSES Policy (Incident reporting)	Produce supporting programs for community around the economic zone every year
6	Creditors' Rights Protection	No	No
7	Anti-Corruption Program	Code of Conduct	All expenses shall be receipted properly from related stakeholders

B. Corporate Social Responsibilities

Name of Activities	Amount	Purpose
The event was held on 22 June 2024 in front of the Diamond Island Convention and Exhibition Center .	50,000USD	Together Investing in Prevention and Promoting Education for a Drug-Free in Community.
Project name: "Strengthening Teacher Education Program in Cambodia (STEPCam)"	274,572USD	<p>The collaboration between Cellcard and the Ministry of Education and Youths aims to enhance digital education by:</p> <ul style="list-style-type: none"> - Strengthening Digital Capabilities – Providing free digital educational content via the Ministry's official digital library, enabling anytime, anywhere learning for students, educators, and the general public. - Ensuring Equitable Access– Providing free digital educational content via the Ministry's official digital library, enabling anytime, anywhere learning for students, educators, and the general public. <p>Promoting Transparency & Reducing the Digital Divide– Offering sufficient educational resources to help students</p>

		independently study and research, fostering a more inclusive and technology-driven education system .
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PART 6. DISCLOSURE AND TRANSPARENCY

A. Information in the Annual Report:

No.	Information	Yes / No
1	Visions/Missions/Objectives	Yes
2	Financial Indicator	Yes
3	Non-financial Indicator	Yes
4	Main Risk Factors	Yes
5	Dividend Policy	Yes
6	Biography of Directors	Yes
7	Training for Directors	Yes
8	Number of Board Meetings	Yes
9	Attendance of Directors in Board Meetings	Yes
10	Remuneration or Compensation for Directors and Senior Officers	Yes

B. Mechanism of Disclosure Including Means, Procedures, and Responsible Person in Charge of Disclosure

The disclosure mechanism of CAMGSM encompasses several key components aimed at ensuring transparent communication with stakeholders. Through official announcements distributed, the company disseminates crucial information via the CSX's website, complemented by main CAMGSM's website providing access to press releases, financial reports, and corporate detail.

Procedures for disclosure are meticulously followed to uphold accuracy and compliance. Information gathering involves collaboration among departments, including Legal, Finance, and Corporate Communications, while a rigorous approval process ensures scrutiny by senior management, legal counsel, and compliance officers. Communications materials undergo meticulous drafting and review to maintain clarity, transparency, and adherence to corporate standards. The timing of disclosure is carefully managed, ensuring prompt dissemination of material information in compliance with regulatory guidelines, thereby ensuring equitable access to information for all stakeholders.

At the helm of the disclosure process is the disclosure officer, who oversees the entire mechanism, working to ensure adherence to laws and regulations. This disclosure framework underscores CAMGSM's commitment to transparency, integrity, and accountability, although specifics may be tailored to suit the company's organizational structure and regulatory landscape. In 2023, the company has appointed key senior officers to be in charge the corporate disclosure:

Ms. Theng Tith Maria

And assistants to the senior officers to be in charge the corporate disclosure:

Mr. Lim Sothy

Ms. Khy Amara

Ms. Seap Botttreikhemara

Ms. Vann Socheata

Ms. Yoeun Linna

C. Investor Relations

Investor Relations at CAMGSM involves the communication and interaction between the company and its investors, shareholders, and other stakeholders. The primary goal of Investor Relations is to ensure transparent and timely communication with the investment community, providing accurate and relevant information about the company's financial performance, operations, strategies, and future prospects. The company has established investor relation website: <https://www.cellcard.com.kh/cellcard-ir/> to disclose information for investors of the company as well as public.

Mechanisms and Procedures and Brief for Investor Relations in 2024

- A. Regular financial reporting: CAMGSM provides quarterly and annual financial reports to keep investors informed about the company's financial performance. These reports include income statements, balance sheets, cash flow statements, and other relevant financial information.
- B. Investor meetings: CAMGSM organizes investor online meetings and presentations to update investors on the company's performance, strategy, and future outlook. These events provide an opportunity for investors to ask questions and engage with company management.
- C. Investor website: CAMGSM maintains an investor relations section on its website, where investors can access financial reports, presentations, press releases, and other relevant information. This website serves as a centralized hub for investor communications.
- D. Investor relations team: CAMGSM has a dedicated investor relations team responsible for managing relationships with investors, analysts, and other stakeholders. This team is responsible for ensuring clear and consistent communication with the investment community.
- E. Corporate governance practices: CAMGSM follows best practices in corporate governance to ensure transparency, accountability, and ethical behavior. This includes having a strong board of directors, independent auditors, and robust internal controls.

Overall, effective Investor Relations at CAMGSM involves open and transparent communication with investors, providing them with the information they need to make informed decisions about their investment in the company.

APPENDIX B – ANNUAL REPORT OF THE SUSTAINABILITY BOND OF CAMGSM PLC.

PART 1 – USE OF PROCEEDS OF THE DESIGNATED PROJECTS OR ASSET DETERMINED

The funds raised by CAMGSM's Sustainability Financing Facility are and will be used to finance and refinance projects with environmental and social benefits. Only those assets and projects that adhere to the list of eligible assets and projects below are regarded as being eligible for funding from sustainability financing facility. For each category of Eligible Assets and Projects, a brief explanation of the essential context is included to foster clarity and transparency.

Investments in the production of fossil or nuclear energy, research and/or development for weapons and defense, the extraction of potentially environmentally hazardous resources, gambling, or the production of tobacco will not be financed with sustainability financing facility.

A. Eligible Environmental Projects

Eligible Projects Categories	Description of Projects	SDG Mapping	Impact Indicators
Energy Efficiency	<ul style="list-style-type: none"> Investment in new software features and special software licenses to improve energy usage of certified equipment and improve power efficiency. Investment related to expenditure in reducing network carbon emission by replacing diesel generators by connecting to ON GRID power directly. Modifying to natural ventilation of indoor sites enclosures and purchase of outdoor type equipment to remove air conditioning system to save on power consumption. 	<ul style="list-style-type: none"> SDG7 SDG13 	<ul style="list-style-type: none"> Annual energy savings (MWh) Annual GHG emissions (tCO2e) Annual GHG emissions avoided (tCO2e)
Renewable Energy	Investment in providing Solar PV equipment on sites to reduce EDC consumption. 1) On-Grid 2) Off-Grid		<ul style="list-style-type: none"> Annual solar power capacity installed (MW) Annual solar power generation (MWh) Annual GHG emissions avoided (tCO2e)

B. Eligible Social Projects

Eligible Projects	Description of Projects	Target Group	SDG Mapping	Impact Indicators
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Access to Essential Services	<ul style="list-style-type: none"> • Expand and improve CAMGSM services countrywide through building more sites, towers, antennas, optical fiber connectivity, etc. especially underserved community to bridge digital gap while minimizing environmental impact. • Introduction of VOLTE (Voice Over LTE) and VOWIFI (Voice Over Wifi) to all subscribers with available devices to improve the quality of network 	<p>Evaluation of the underserved community aspect when selecting sites include the following factors:</p> <ul style="list-style-type: none"> • Based on poor coverage and low data speed on areas with high population and density • Critical infrastructure implementation on key locations such as commercial establishments, shopping malls, offices, schools, hospitals and government offices. 	<ul style="list-style-type: none"> • SDG7 • SDG13 	<ul style="list-style-type: none"> • Annual energy savings (MWh) • Annual GHG emissions (tCO2e) • Annual GHG emissions avoided (tCO2e)
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C. Process for Project Evaluation & Selection

An internal Sustainability Financing Committee has been established by CAMGSM, and it is made up of representatives from the Treasury Department, the Corporate Responsibility Department, the Commercial Department, and the Technical Department. The Sustainability Financing Committee will evaluate and select the assets and projects that qualify for funding through Sustainability Financing. Investments will be made with internal corporate responsibility in mind, according to the Sustainability Financing Committee. The Corporate Responsibility division has the right to reject in the decision-making process. The Sustainability Financing Committee will hold quarterly meetings to review and approve any projects to be implemented. All the committee's decisions will be recorded.

D. Management of Proceeds

CAMGSM deposits its net proceeds from the issuance of the sustainability financing facility to a separate bank account for allocation to all eligible projects as set under its Sustainability Financing Framework. The net proceeds allocation will be monitored and administered by the treasury department. If any proposed projects under the framework are no longer qualified, the proceeds will be allocated to other eligible green or social projects or assets in accordance with the framework. Pending allocation of net proceeds will be held by the company in cash or cash equivalent or investment based on the liquidity management policy of the company.

The disbursements related to the eligible projects are:

- In case of financing of eligible projects, the disbursements shall be made until the full allocation, which CAMGSM commits on a best effort basis to reach full allocation within the 36 months following the issue date of the facility.
- In case of refinancing, the disbursements related to the Eligible Projects made in the last 36 months prior to the issue date of the facility shall be eligible for allocation.

E. Reporting

To enable investors and other stakeholders to follow the development of CAMGSM's Sustainability Financing Facility issuance and of the assets and projects being funded by the company's Sustainability Financing Facility, an allocation report and impact report will be made available to investors of the debt facility and published annually until full allocation.

F. Allocation report

The allocation report will include the following elements:

- A list of eligible assets and projects financed by Sustainability Financing Facility. If there are many assets and projects, this reporting may be done on a portfolio basis based on the investment categories described under Use of Proceeds.
- Examples of assets or projects that have been financed by Sustainability Financing Facility.
- Amounts invested in each investment category described under Use of Proceeds and the amount of new financing versus refinancing.
- The amount of outstanding Sustainability Financing Facility.
- The amount of Sustainability Financing Facility net proceeds awaiting allocation to eligible assets and projects.
- Information on types of temporary investments.
- Any material developments/issues/controversies related to the projects or assets.

G. Impact report

CAMGSM strives to report on the social and environmental impact of the investments financed by Sustainability Financing Facility. Different impact indicators will be relevant for different investments, and the above table (Table 1: Eligible Environmental Projects and Table 2: Eligible Social Projects) shows example indicators for the different investment categories defined in this Sustainability Financing Framework. For ongoing investments in assets and projects, where final impact is not yet observable, CAMGSM will aim to provide an estimate of the final impact. The relevant metrics may be updated over time as standards emerge.

PART 2 – CAPACITY TO MEET THE REQUIREMENT OF THE SUSTAINABILITY BONDS BASED ON THE APPLICABLE STANDARDS

CAMGSM has established its use-of- proceeds framework with the aim to finance projects in two green categories and one social category. The framework is aligned with the four core components of the International Capital Market Association's (ICMA) Green Bond Principles (GBP) 2021 (including the June 2022 Appendix 1) and Social Bond Principles (SBP) 2023, and the Green Loan Principles (GLP) 2023 and Social Loan Principles (SLP) 2023 of the Loan Market Association, Asia Pacific Loan Market Association and Loan Syndications & Trading Association (LMA/APLMA/LSTA). The framework demonstrates a moderate contribution to sustainability.

PART 3 – POSITIVE AND NEGATIVE EFFECT RELATED TO THE IMPLEMENTATION OF THE PROJECT/ ON THE USE OF CURRENT AND FIXED ASSET FOLLOWING THE TERMS OR APPLICABLE STANDARDS

Investments in renewables, such as solar photovoltaic (PV) installations on telecommunications towers, to power radio equipment, including antennas, will have a positive long-term sustainable impact.

Despite the issuer's effort to improve energy efficiency on its new sites, the expected increase in data traffic could lead to increased absolute greenhouse gas (GHG) emissions.



CAMGSM PLC.

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CAMGSM PLC.

**DIRECTORS' REPORT
AND
AUDITED CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

**AUDITED CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

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CAMGSM PLC.

DIRECTORS' REPORT

The Board of Directors (the "Directors") hereby submit their report together with the audited consolidated financial statements of CAMGSM PLC. (the "Company") and its subsidiaries (collectively referred to as the "Group") for the year ended 31 December 2024.

PRINCIPAL ACTIVITIES

The principal activities of the Group are to:

- (a) install and operate any and all equipment and machinery used in connection with the operation of the GSM mobile cellular telephone network in the entire Kingdom of Cambodia and all products which are ancillary, complementary or component parts of such equipment; and
- (b) market and sell any of the Group's telecommunications products and/or services.

There has been no significant change in the nature of these activities during the year.

RESULTS

	US\$	Riel million
Profit for the year	27,485,778	111,894

DIVIDENDS

The amount of dividends declared and paid by the Group since the end of the previous year were as follows:

	US\$	Riel million
Guaranteed dividend of US\$0.0097 or Riel39.73 per share in respect of year ended 31 December 2023, paid on 29 January 2024	92,480	368
Guaranteed dividend of US\$0.0097 or Riel39.73 per share in respect of year ended 31 December 2024, paid in quarter one, two and three in 2024	277,441	1,138

RESERVES AND PROVISIONS

There were no material reserves or provisions during the year other than those disclosed in the consolidated financial statements.

DIRECTORS' REPORT

BAD AND DOUBTFUL DEBTS

Before the consolidated financial statements of the Group were prepared, the Directors took reasonable steps to ascertain that action had been taken in relation to the writing off of bad debts and the making of allowance for doubtful debts and had satisfied themselves that all known bad debts had been written off and that adequate allowance had been made for doubtful debts.

At the date of this report, the Directors are not aware of any circumstances which would render the amount written off for bad debts or the amount of allowance for doubtful debts in the financial statements of the Group inadequate to any substantial extent.

ASSETS

Before the financial statements of the Group were prepared, the Directors took reasonable steps to ensure that any assets which were unlikely to be realised in the ordinary course of business including their values as shown in the accounting records of the Group had been written down to an amount which they might be expected to realise.

At the date of this report, the Directors are not aware of any circumstances which would render the values attributed to the current assets in the financial statements of the Group misleading.

VALUATION METHODS

At the date of this report, the Directors are not aware of any circumstances that could have arisen which render adherence to the existing method of valuation of assets or liabilities of the Group misleading or inappropriate.

CONTINGENT AND OTHER LIABILITIES

At the date of this report, there does not exist:

- (i) any charge on the assets of the Group that have arisen since the end of the year which secures the liabilities of any other person; and
- (ii) any contingent liabilities in respect of the Group which have arisen since the end of the year.

In the opinion of the Directors, no contingent or other liability of the Group have become enforceable, or is likely to become enforceable, within the period of twelve months after the end of the year which will or may affect the ability of the Group to meet its obligations as and when they fall due.

CHANGE OF CIRCUMSTANCES

At the date of this report, the Directors are not aware of any circumstances not otherwise dealt with in this report or the consolidated financial statements of the Group which would render any amount stated in the consolidated financial statements misleading.

ITEMS OF MATERIAL AND UNUSUAL NATURE

In the opinion of the Directors,

- (i) the results of the operations of the Group for the year were not substantially affected by any item, transaction or event of a material and unusual nature; and
- (ii) no item, transaction or event of a material and unusual nature has arisen in the interval between the end of the year and the date of this report which is likely to affect substantially the results of the operations of the Group for the year in which this report is made.

CAMGSM PLC.

DIRECTORS' REPORT

ISSUE OF SHARES AND DEBENTURES

During the year, no new issue of shares or debentures were made by the Group.

DIRECTORS

The Directors in office during the year and during the period from the end of the year to the date of this report are:

Neak Oknha Kith Meng	Chairman
Mr. William Mark Hanna	Non-executive director
Mr. Paul Carey Clements	Non-executive director
Mr. Christopher Donald Tiffin	Non-executive director
Ms. Hep Seka	Independent director

DIRECTORS' BENEFITS

Since the end of the previous year, the Directors have not received or become entitled to receive any benefit by reason of a contract made by of the Group and of the Company or a related corporation with the Director or with a firm of which the Director is a member, or with a company in which the Director has a substantial financial interest.

Neither during, nor at the end of the year, was the Group and the Company a party to any arrangements where the object is to enable the Directors to acquire benefits by means of the acquisition of shares in, or debentures of the Group and the Company or any other corporate body.

SIGNIFICANT EVENTS SUBSEQUENT TO THE END OF THE YEAR

Details of significant events subsequent to the end of the year are disclosed in Note 28 to the consolidated financial statements.

ULTIMATE HOLDING COMPANY

The Directors regard Royal Millicom Co., Ltd. a company incorporated in Cambodia, as the ultimate holding company.

AUDITORS

The auditors, Baker Tilly (Cambodia) Co., Ltd., have expressed their willingness to continue in office.

DIRECTORS' REPORT

DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE CONSOLIDATED FINANCIAL STATEMENTS

The Directors of the Group are responsible for ascertaining that the consolidated financial statements of the Group give a true and fair view of the consolidated financial position of the Group as at 31 December 2024, and its consolidated financial performance and its consolidated cash flows for the year then ended. In preparing these consolidated financial statements, the Directors of the Group are required to:

- (i) adopt appropriate accounting policies in accordance with Cambodian International Financial Reporting Standards ("CIFRSs"), which are supported by reasonable and prudent judgements and estimates, and then apply them consistently;
- (ii) comply with the disclosure requirements of CIFRSs or, if there have been any departures from such standards, in the interest of fair presentation, ensure that these have been appropriately disclosed, explained and quantified in the consolidated financial statements;
- (iii) maintain adequate accounting records that enable the Group to prepare the consolidated financial statements under CIFRSs and an effective system of internal controls;
- (iv) prepare the consolidated financial statements on a going concern basis unless it is inappropriate to assume that the Group will continue operations in the reasonable future; and
- (v) effectively control and direct the Group and be involved in all material decisions affecting its operations and performance, and ascertain that such matters have been properly reflected in the consolidated financial statements.

The Directors confirm that the Group have complied with the above requirements in preparing the consolidated financial statements.

APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS

I, **SIMON PERKINS**, being the Chief Executive Officer of the Group, do hereby state that in the opinion of the Directors, the accompanying consolidated statement of financial position of the Group as at 31 December 2024, and the related consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and the notes to the consolidated financial statements are presented fairly, in all material respects, in accordance with CIFRSs.

Signed on behalf of the Board of Directors in accordance with a resolution of the Directors,


Simon Perkins
Chief Executive Officer

Phnom Penh, Kingdom of Cambodia

Date: 28 MAR 2025

CAMGSM PLC.

**CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2024**

		2024		2023	
	Notes	US\$	KHR million	US\$	KHR million
ASSETS					
Non-current assets					
Property, plant and equipment	6	104,804,858	421,840	86,986,035	355,338
Right-of-use assets	7	119,603,852	481,406	110,572,209	451,687
Intangible assets		1,520,842	6,121	1,858,355	7,591
Advances to suppliers for capital expenditure		2,123,073	8,545	6,625,418	27,065
Refundable deposits		516,200	2,078	516,200	2,109
Loan to a related party	8	-	-	386,199,513	1,577,625
Total non-current assets		228,568,825	919,990	592,757,730	2,421,415
Current assets					
Loan to a related party	8	386,199,513	1,554,453	-	-
Prepayments and deposits		1,629,792	6,560	3,526,109	14,404
Inventories		601,887	2,423	771,067	3,150
Receivables from related parties	26	211,307	851	28,377	115
Trade and other receivables	9	3,856,189	15,521	3,542,381	14,471
Term deposits	10	1,470,358	5,918	-	-
Cash and cash equivalents	11	37,079,636	149,246	26,301,371	107,441
Total current assets		431,048,682	1,734,972	34,169,305	139,581
TOTAL ASSETS		659,617,507	2,654,962	626,927,035	2,560,996
EQUITY AND LIABILITIES					
EQUITY					
Share capital	12	146,945,340	591,455	146,945,340	600,272
Share premium	12	2,553,907	10,279	2,553,907	10,433
Retained earnings		148,110,986	599,701	120,625,208	487,807
Exchange differences		-	(3,554)	-	4,946
TOTAL EQUITY		297,610,233	1,197,881	270,124,455	1,103,458
LIABILITIES					
Non-current liabilities					
Lease liabilities	7	36,822,774	148,212	30,607,490	125,032
Deferred tax liabilities - net	23	8,298,578	33,402	9,578,873	39,130
Borrowings	13	168,175,478	676,906	132,797,692	542,479
Other financial liabilities	14	918,024	3,695	1,214,651	4,962
Debt securities	15	19,516,771	78,555	19,519,546	79,737
Employment seniority payment obligations		474,026	1,908	635,818	2,597
Trade and other payables	16	-	-	3,852,024	15,736
Total non-current liabilities		234,205,651	942,678	198,206,094	809,673
Current liabilities					
Lease liabilities	7	12,557,614	50,544	8,079,483	33,005
Contract liabilities		26,428,691	106,375	22,964,056	93,808
Accrued liabilities	17	51,209,863	206,120	68,632,137	280,362
Current tax liabilities	23	2,867,429	11,541	8,746,010	35,727
Borrowings	13	14,562,015	58,612	12,525,499	51,167
Other financial liabilities	14	301,229	1,212	9,413,759	38,455
Debt securities	15	153,788	619	147,149	600
Employment seniority payment obligations		15,264	64	47,285	193
Payables to related parties	26	2,793,893	11,245	6,352,041	25,948
Payables for capital expenditure		4,405,111	17,731	498,687	2,037
Trade and other payables	16	12,506,726	50,340	21,190,380	86,563
Total current liabilities		127,801,623	514,403	158,596,486	647,865
TOTAL LIABILITIES		362,007,274	1,457,081	356,802,580	1,457,538
TOTAL EQUITY AND LIABILITIES		659,617,507	2,654,962	626,927,035	2,560,996

The accompanying notes form an integral part of these consolidated financial statements.

CAMGSM PLC.

**CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2024**

		2024		2023	
	Notes	US\$	KHR million	US\$	KHR million
Revenues	18	172,066,105	700,481	181,856,578	747,431
Operating costs					
Other operating costs	19	(80,205,251)	(326,516)	(79,873,204)	(328,279)
Depreciation and amortisation		(35,386,417)	(144,058)	(36,196,806)	(148,769)
Personnel costs		(13,277,901)	(54,054)	(14,475,988)	(59,496)
Interconnect costs		(2,901,085)	(11,810)	(2,977,717)	(12,238)
Other gains – net	20	5,793,537	23,585	93,607	385
Operating profit		<u>46,088,988</u>	<u>187,628</u>	<u>48,426,470</u>	<u>199,034</u>
Finance income	21	815,061	3,318	22,011,112	90,466
Finance costs	22	(24,215,400)	(98,581)	(11,507,119)	(47,294)
Profit before income tax		<u>22,688,649</u>	<u>92,365</u>	<u>58,930,463</u>	<u>242,206</u>
Income tax credit	23	4,797,129	19,529	21,316,629	87,611
Profit for the year		<u>27,485,778</u>	<u>111,894</u>	<u>80,247,092</u>	<u>329,817</u>
Other comprehensive loss					
<i>Items that will not be reclassified to profit or loss</i>					
Exchange differences		-	(8,500)	-	(4,289)
Total comprehensive income for the year		<u>27,485,778</u>	<u>103,394</u>	<u>80,247,092</u>	<u>325,528</u>
Profit for the year attributable to the shareholders of the Company		<u>27,485,778</u>	<u>111,894</u>	<u>80,247,092</u>	<u>329,817</u>
Total comprehensive income attributable to the shareholders of the Company		<u>27,485,778</u>	<u>103,394</u>	<u>80,247,092</u>	<u>325,528</u>
Earnings per share for profit attributable to the ordinary equity holder of the Company during the year are as follows:					
Basic/Diluted earnings per share (US\$/ KHR) (full amount)	27	<u>0.014</u>	<u>57</u>	<u>0.041</u>	<u>168</u>

The accompanying notes form an integral part of these consolidated financial statements.

CAMGSM PLC.

**CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2024**

	Attributable to owners of the shareholders							
	Share capital		Share premium		Retained earnings		Exchange differences	Total
	US\$	KHR million	US\$	KHR million	US\$	KHR million	KHR million	US\$ KHR million
As at 1 January 2023	5,000,000	20,585	-	-	181,628,116	738,528	9,235	186,628,116 768,348
Comprehensive income								
Profit for the year	-	-	-	-	80,247,092	329,817	-	80,247,092 329,817
Other comprehensive loss	-	-	-	-	-	-	(4,289)	- (4,289)
Total comprehensive income for the year	-	-	-	-	80,247,092	329,817	(4,289)	80,247,092 325,528
Transactions with owners								
Proceeds from shares issued (see Note 12)	695,340	2,858	2,553,907	10,497	-	-	-	3,249,247 13,355
Transfer from retained earnings to share capital (see Note 12)	141,250,000	580,538	-	-	(141,250,000)	(580,538)	-	- -
Exchange differences	-	(3,709)	-	(64)	-	-	-	- (3,773)
Total transactions with owners	141,945,340	579,687	2,553,907	10,433	(141,250,000)	(580,538)	-	3,249,247 9,582
As at 31 December 2023/ 1 January 2024	146,945,340	600,272	2,553,907	10,433	120,625,208	487,807	4,946	270,124,455 1,103,458
Comprehensive income								
Profit for the year	-	-	-	-	27,485,778	111,894	-	27,485,778 111,894
Other comprehensive loss	-	-	-	-	-	-	(8,500)	- (8,500)
Total comprehensive income for the year	-	-	-	-	27,485,778	111,894	(8,500)	27,485,778 103,394
Exchange differences	-	(8,817)	-	(154)	-	-	-	- (8,971)
As at 31 December 2024	146,945,340	591,455	2,553,907	10,279	148,110,986	599,701	(3,554)	297,610,233 1,197,881

The accompanying notes form an integral part of these consolidated financial statements.

CAMGSM PLC.

**CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 DECEMBER 2024**

	Notes	2024 US\$ KHR million		2023 US\$ KHR million	
Cash flows from operating activities					
Profit before income tax		22,688,649	92,365	58,930,463	242,206
Adjustments for:					
Depreciation and amortisation charge		35,386,417	144,058	36,196,806	148,769
Finance costs	22	24,215,400	98,581	11,507,119	47,294
(Reversal)/Provision of impairment of trade receivables	9	(54,826)	(223)	60,995	251
Other gains – net	20	(5,793,537)	(23,585)	(93,607)	(385)
Employment seniority payment obligations		(193,813)	(789)	(485,953)	(1,997)
Reversal of accrual		-	-	(2,706,084)	(11,122)
Finance income	21	(815,061)	(3,318)	(22,011,112)	(90,466)
		<u>75,433,229</u>	<u>307,089</u>	<u>81,398,627</u>	<u>334,550</u>
Changes in working capital:					
Prepayments and deposits		1,896,317	7,720	(1,623,376)	(6,672)
Inventories		169,180	689	131,820	542
Receivables from related parties		(182,930)	(745)	77,961	320
Trade and other receivables		(311,700)	(1,269)	(301,839)	(1,241)
Trade and other payables		(8,299,047)	(33,785)	3,707,801	15,239
Contract liabilities		3,464,635	14,107	(933,626)	(3,837)
Payables to related parties		(3,558,148)	(14,485)	1,941,249	7,979
Accrued liabilities		<u>(19,756,630)</u>	<u>(80,429)</u>	<u>(6,706,069)</u>	<u>(27,562)</u>
Cash generated from operations		48,854,906	198,892	77,692,548	319,318
Income tax paid	23	(2,363,856)	(9,623)	(1,837,471)	(7,552)
Interest received from banks		<u>791,355</u>	<u>3,222</u>	<u>508,720</u>	<u>2,091</u>
Net cash flows generated from operating activities		<u>47,282,405</u>	<u>192,491</u>	<u>76,363,797</u>	<u>313,857</u>
Cash flows from investing activities					
Payments for property, plant and equipment	6	(30,551,701)	(124,376)	(17,581,809)	(72,261)
Placement of term deposits		(1,470,358)	(5,986)	-	-
Payments for intangible asset		(50,220)	(204)	-	-
Proceeds from sales of property, plant and equipment		<u>243,173</u>	<u>990</u>	<u>352,112</u>	<u>1,447</u>
Net cash used in investing activities		<u>(31,829,106)</u>	<u>(129,576)</u>	<u>(17,229,697)</u>	<u>(70,814)</u>

CAMGSM PLC.

**CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 DECEMBER 2024**

	Notes	2024 US\$ KHR million		2023 US\$ KHR million	
Cash flows from financing activities					
Proceeds from borrowings		59,898,359	243,846	155,427,906	638,809
Repayments of borrowings		(21,223,244)	(86,400)	(151,127,481)	(621,134)
Payments of leases		(13,396,093)	(54,535)	(8,561,142)	(35,186)
Repayments of other financial liabilities	24	(9,557,428)	(38,908)	(9,600,000)	(39,456)
Repayments of long-term trade payables	24	(3,852,024)	(15,682)	(23,711,687)	(97,455)
Payments of finance costs		(1,591,456)	(6,479)	(3,827,154)	(15,730)
Payment of guaranteed dividend		(369,921)	(1,506)	(92,481)	(380)
Interest paid		(14,583,227)	(59,368)	(18,535,929)	(76,183)
Proceeds from issuance of shares		-	-	4,812,506	19,779
Proceeds from debt securities issued	24	-	-	19,519,546	80,225
Net cash used in financing activities		<u>(4,675,034)</u>	<u>(19,032)</u>	<u>(35,695,916)</u>	<u>(146,711)</u>
Net increase in cash and cash equivalents		10,778,265	43,883	23,438,184	96,332
Cash and cash equivalents at the beginning of the year		26,301,371	107,441	2,863,187	11,788
Exchange differences		<u>-</u>	<u>(2,078)</u>	<u>-</u>	<u>(679)</u>
Cash and cash equivalents at the end of the year	11	<u>37,079,636</u>	<u>149,246</u>	<u>26,301,371</u>	<u>107,441</u>

Non-cash financing and investing transactions

Non-cash financing and investing activities are disclosed in Notes 6 and 24 to the consolidated financial statements.

The accompanying notes form an integral part of these consolidated financial statements.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

1. CORPORATE INFORMATION

CAMGSM PLC. (the “Company”) and its wholly owned subsidiaries (collectively referred to as the “Group”) are the companies established in the Kingdom of Cambodia under the Law on Foreign Investment. The registered office of CAMGSM PLC. is at Building 246 Preah Monivong Boulevard, Sangkat Boeung Raing, Khan Daun Penh, Phnom Penh, Kingdom of Cambodia.

The Company obtained the investment approval letter numbered 1066/96 from the Council for the Development of Cambodia/Cambodian Investment Board dated 7 August 1996. The Company was registered with the Ministry of Commerce (MoC) and received letter referenced 2159 M.O.C. dated 26 August 1996. The Company’s registration number is INV 231E/1996.

The Company is majority-owned by Royal Millicom Co., Ltd. (“RMC”) with its registered and principal office at 246 H-I Monivong Boulevard, Phnom Penh. RMC is a joint venture between Three Star Investment Cambodia Ltd., a Company incorporated in Cayman Islands, with a 61.5% share and Royal Group of Companies Ltd, a company incorporated in Cambodia, with a 38.5% share.

The Company obtained the licence for the provision and operation of GSM Digital Cellular mobile telephone services within the Kingdom of Cambodia from the Ministry of Posts and Telecommunications (“MPTC”) on 20 April 1996. New licence agreements were received on 24 November 2009 with a validity of 30 years from the date of issuance and renewable for an additional 5 years. One for using the GSM technology and allocated frequencies and another for using 3G technologies and allocated frequencies. On 16 May 2016, the Company obtained a licence for the provision and operating of voice over internet protocol services (VoIP) in the Kingdom of Cambodia. On 13 January 2022, the Company obtained a licence for the provision and operation of internet service provider (ISP) in the Kingdom of Cambodia. The Group is using “Cellcard” as its brand name for its mobile phone and internet connections. On 9 August 2024, the Company obtained a new licence from the Telecommunication Regulator of Cambodia (“TRC”) for the operation and provision of mobile services using 2G, 3G, and 4G (LTE) technology in the Kingdom of Cambodia with validity until 14 July 2043. This new licence is transferred from three existing licences including licence dated 15 July 2013 for the operation and provision of mobile services using 2G, 3G, and 4G (LTE) technology provided to Mobitel Company Limited, licence dated 1 September 2009 for operation and provision of mobile services using 3G technology and licence dated 24 November 2009 for operation and provision of mobile services using GSM 900 & 1800 technology provided to the Company. Under this new licence, the Company has the right to provide mobile telecommunication services using 2G, 3G and 4G (LTE) in the Kingdom of Cambodia, including without limitation of voice, data, internet access services, local call services, long distance call services, and international call access.

The Company’s subsidiaries are as follows:

- Mobitel Company Limited was established as wholly owned subsidiary of CAMGSM PLC., and was registered with MoC on 20 January 1997 as per licence referenced CO 2824E/1997. On 15 July 2013, Mobitel Company Limited received a licence from TRC to operate 4G, a long-term evolution technology. Currently, Mobitel Company Limited is dormant.
- Everyday Company Limited was established as wholly owned subsidiary of CAMGSM PLC., and was registered with MoC on 9 August 2001 as per licence referenced CO 5561/01P. Currently, Everyday Company Limited is dormant.
- On 20 March 2019, Telemobile (Cambodia) Corporation was established as a wholly owned subsidiary of CAMGSM PLC. On 14 January 2022, Telemobile (Cambodia) Corporation received a licence from TRC for the operation and services of antenna towers in the Kingdom of Cambodia.

The principal activities of the Group are to:

- (a) install and operate any and all equipment and machinery used in connection with the operation of the GSM mobile cellular telephone network in the entire Kingdom of Cambodia and all products which are ancillary, complementary or component parts of that equipment; and
- (b) market and sell any of the Group’s telecommunications products and/or services.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024

2. BASIS OF PREPARATION

2.1 Statement of compliance

The consolidated financial statements of the Group have been prepared in accordance with the Cambodian International Financial Reporting Standards (“CIFRSs”) and interpretations applicable to companies reporting under CIFRSs.

2.2 Basis of measurement

The consolidated financial statements of the Group have been prepared on the historical cost basis, except as otherwise disclosed in Note 3 to the consolidated financial statements.

2.3 Adoption of new CIFRSs and amendments/improvements to CIFRSs

(a) Amendments/Improvements to standards adopted during the year

The following amendments/improvements were adopted by the Group but did not have significant impact on the current period or any prior period and it is not likely to affect the future periods.

- Classification of Liabilities as Current or Non-current liabilities with covenants – Amendments to CIAS 1

The amendments require disclosures if an entity classifies a liability as non-current and that liability is subject to covenants with which the entity must comply within 12 months of the reporting date including carrying amount, information of the covenants (nature and timing) and facts and circumstances, if any, that indicate that the entity might have difficulty complying with the covenants.

(b) Standards and amendments/improvements that have been issued but not yet effective

		Effective for the year beginning on or after
<u>New Standards</u>		
CIFRS 18	Presentation and Disclosure in Financial Statements	1 January 2027
<u>Amendments/Improvements</u>		
CIAS 21	Amendments to CIAS 21 – Lack of Exchangeability	1 January 2025
CIFRS 7 and CIFRS 9	Amendments to the Classification and Measurement of Financial Instruments	1 January 2026

The above standards/ amendments have been published but not yet effective for year beginning on or after 1 January 2024 and have not been early adopted by the Group. These standards, amendments or interpretations are not expected to have a material impact on the entity in the current or future reporting periods and on foreseeable future transactions.

2.4 Functional and presentation currency

The national currency of Cambodia is the Khmer KHR (“KHR”). However, as the Group transacts its businesses and maintains its accounting records primarily in United States Dollar (“US\$”), the Board of Directors has determined the US\$ to be the Group’s currency for measurement and presentation purposes as it reflects the economic substance of the underlying events and circumstances of the Group.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

2. BASIS OF PREPARATION (CONTINUED)

2.4 Functional and presentation currency (Continued)

The translations of US\$ amounts into KHR presented in the consolidated financial statements are included solely to comply with the Law on Accounting and Auditing and have been using the prescribed official annual closing and average exchange rate of US\$1 to KHR4,025 and US\$1 to KHR4,071, respectively, for the year ended 31 December 2024 (2023: KHR4,085 and 4,110) as announced by the National Bank of Cambodia.

The consolidated statements of profit or loss and other comprehensive income and cash flows are translated into KHR using the average rate for the year. Assets and liabilities presented in each statement of financial position and shareholders' capital are translated at the closing rate as at the reporting date.

These translations should not be construed as representations that the US\$ amounts represent, or have been or could be, converted into KHR at that or any other rate.

All amounts in US\$ disclosed in the consolidated financial statements and notes are in the whole US\$ currency unit. All amounts in KHR in the consolidated financial statements and notes have been rounded off to the KHR million currency unit unless otherwise stated.

3. MATERIAL ACCOUNTING POLICY INFORMATION

Unless otherwise stated, the following material accounting policy information have been applied consistently to all the years presented in the consolidated financial statements of the Group.

3.1 Basis of consolidation

Subsidiaries and business combination

Subsidiaries are all entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

Inter-company transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated. When necessary, amounts reported by subsidiaries have been adjusted to conform with the Group's accounting policies.

3.2 Financial instruments

(i) Financial assets

(a) Classification

The Group classifies its financial assets to be measured at amortised cost. The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

The Group reclassifies the financial assets when and only when its business model for managing those assets changes.

The Group's financial assets consist of loan to a related party, receivables from related parties, refundable deposits, trade and other receivables, term deposits, and cash and cash equivalents.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

3. MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

3.2 Financial instruments (Continued)

(b) Initial measurement

At initial recognition, the Group measures a financial asset at its fair value plus, transaction costs that are directly attributable to the acquisition of the financial asset.

Financial assets are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

(c) Subsequent measurement

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the asset. The Group classifies its debt instruments at amortised cost. Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised costs. Interest income from these financial assets is included in finance income using the effective interest rate method. Any gain or loss arising on derecognition is recognised directly in profit or loss and presented in other gains and losses together with foreign exchange gains and losses. Impairment losses are presented as separate line item in the profit or loss.

(d) Impairment of financial assets

The Group assesses on a forward-looking basis the expected credit losses (ECL) associated with its debt instruments carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

ECL represents a probability-weighted estimate of the difference between present value of cash flows according to the contracts and present value of cash flows the Group expects to receive, over the remaining life of the financial instrument.

The measurement of ECL reflects:

- an unbiased and probability-weighted amount that is determined by evaluating a range of possible outcomes;
- the time value of money; and
- reasonable and supportable information that is available without undue cost or effort at the reporting date about past events, current conditions and forecasts of future economic conditions.

For trade receivables, the Group applies the simplified approach permitted by CIFRS 9, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

Significant increase in credit risk

The Group considers the probability of default upon initial recognition of assets and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk, the Group compares the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. The Group considers available reasonable and supportable forward-looking information when perform the assessment.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

3. MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

3.2 Financial instruments (Continued)

The following indicators are incorporated:

- actual or expected significant adverse changes in business, financial or economic conditions that are expected to cause a significant change to the debtor's ability to meet its obligations;
- actual or expected significant changes in the operating results of the debtor;
- significant changes in the expected performance and behaviour of the debtor, including changes in the payment status of debtor in the Group and changes in the operating results of the debtor.

Macroeconomic information (such as market interest rates or growth rates) is incorporated as part of the internal rating model.

Regardless of the analysis above, a significant increase in credit risk is presumed if a debtor is more than 30 days past due in making a contractual payment.

Definition of default and credit-impaired financial assets

The Group defines a financial instrument as default, which is fully aligned with the definition of credit-impaired, when it meets one or more of the following criteria:

Quantitative criteria: When the counterparty fails to make contractual payments within one hundred and eighty (180) days after they fall due.

Qualitative criteria: The debtor meets unlikeliness to pay criteria, which indicates the debtor is in significant financial difficulty.

The Group considers the following instances:

- concessions have been made by the lender relating to the debtor's financial difficulty;
- it is becoming probable that the debtor will enter bankruptcy or other financial reorganisation;
or
- the debtor is insolvent.

Financial instruments that are credit-impaired are assessed on an individual basis.

Groupings of instruments of ECL measured on collective basis

- Collective assessment

To measure ECL, trade receivables have been grouped based on shared credit risk characteristics and of customer's behaviour and the days past due.

- Individual assessment

Loan to a related party and receivables from related parties, which are in default or credit-impaired or have individually significant balances, are separately assessed for ECL measurement.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

3. MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

3.2 Financial instruments (Continued)

Write-off

Trade and other receivables are written off when there is no reasonable expectation of recovery.

Indicators that there is no reasonable expectation of recovery include, amongst others, the failure of a debtor to engage in a repayment plan with the Group.

Impairment losses on trade receivables are presented within 'Others operating costs' in the profit or loss. Subsequent recoveries of amounts previously written off are credited against the same line item in the profit or loss.

(ii) Financial liabilities

The Group classifies its financial liabilities at amortised cost using the effective interest rate. There are no changes in classification and measurement for the Group's financial liabilities.

Financial liabilities are recognised when the Group becomes a party to the contractual provision of the instruments. Financial liabilities of the Group are disclosed in the Note 5.1 to the consolidated financial statements.

3.3 Property, plant and equipment

Items of property, plant and equipment are recorded at cost less accumulated depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

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

Depreciation

Depreciation is calculated using the straight-line method on all property, plant and equipment to allocate their cost to their residual values over their estimated useful lives as follows:

	Useful lives
Building and leasehold improvements	20 to 25 years or life of lease if shorter
Network equipment except for:	8 years
Base tower	10 years
Billing system	5 years
Motor vehicles	5 years
Equipment, furniture and fixtures	3 - 5 years

Depreciation of network spares will commence only upon installation and transfer to network equipment.

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each reporting date.

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

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

3. MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

3.3 Property, plant and equipment (Continued)

When assets are sold or retired, their cost and accumulated depreciation are removed from the accounts and any gain or loss from their disposal is included in the consolidated statement of profit or loss and other comprehensive income.

Capital work-in-progress (CIP)

Capital work-in-progress consists of the cost of assets, labour and other direct costs associated with property, plant and equipment being constructed or installed by the Group. Once the assets become operational, the related costs are transferred from capital work-in-progress to the appropriate asset category and start to be depreciated.

3.4 Cash and cash equivalents

For the purpose of presentation in the consolidated statement of cash flows, cash and cash equivalents include cash on hand, cash at banks, and debt service reserve account.

3.5 Current and deferred income tax

The tax expense for the year comprises current and deferred tax. Tax is recognised in the consolidated statement of profit or loss and other comprehensive income. The current income tax charge is calculated on the basis of the tax laws enacted or substantially enacted at the reporting date. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate on the basis of the amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the reporting date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred income tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred income tax assets and liabilities are offset when there is legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income taxes assets and liabilities relate to income taxes levied by the same taxation authority on the taxable entity where there is an intention to settle the balances on a net basis.

3.6 Provisions

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events; it is more likely than not that an outflow of resources will be required to settle the obligation; and the amount has been reliably estimated. Provisions are not recognised for future operating losses.

Provisions are measured at the value of the expenditures expected to be required to settle the obligation. If the time value of money is material, provisions will be measured at the present value of such expenditures, using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognised as an interest expense.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

3. MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

3.7 Revenue recognition

Revenues from provision of telecom services

These recurring revenues consist of monthly subscription fees, airtime usage fees, interconnection fees, roaming fees, and other telecommunications services. Recurring revenues are recognised on an accrual basis, i.e. as the related services are rendered.

Postpaid

Postpaid mobile services are recognised over the relevant enforceable/subscribed service period (recurring monthly access fees that do not vary based on usage). The service provision is usually considered as a series of distinct services that have the same pattern of transfer to the customer. Unbilled revenues for airtime usage and subscription fees resulting from services provided from the billing cycle date to the end of each month are estimated and recorded.

Value-Added Services

Revenues from Value-Added Services such as wallpapers, backup services and games etc., are recognised net of payment to the providers of these services when they are responsible for the contents and for determining the price paid by the subscriber and as such the Group is considered to be acting in substance as an agent only. Where the Group is responsible for the content and determines the price paid by the subscriber then the revenue is recognised at gross.

Prepaid

Prepaid services allow the forward purchase of a specified amount of airtime by customers. Revenues are recognised as credit is used. Unutilised airtime as at reporting date is recognised in the balance sheet as contract liabilities. Upon expiration of the validity period, the portion of the contract liability relating to the expiring credit is recognised as revenue, since there is no longer an obligation to provide those services.

Sales of prepaid cards with a sim card and preloaded credits are accounted for as one performance obligation as the sim card cannot be used on its own. Consideration received for prepaid credits is initially recognised as contract liability and recognised as revenue upon usage by the customer. Any credits not used are recognised in full upon expiry or customer churn, whichever is earlier.

As a practical expedient, information about its remaining performance obligations is not disclosed because the original expected contract term is less than 1 year.

Connection revenue

Connection revenue and related cost are deferred and amortised on a straight-line basis over the estimated life of customer relationship.

Telecom services are offered separately and/or as a bundle along with other services and/or devices. For bundled contracts, the Group accounts for individual products and services separately if they are distinct i.e. if a product or service is separately identifiable from other items in the bundled contract and if customers can benefit from it. Revenue is recognised on fulfilment of the individual obligations to the customer.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

3. MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

3.7 Revenue recognition (Continued)

The total transaction price of bundled contracts is allocated among the individual performance obligations based on their relative standalone selling prices. The stand-alone selling prices are determined based on the observable price at which the Group sells the products and services on a stand-alone basis. For products and services that are not sold separately, the Group estimates stand-alone selling prices using other methods such as adjusted market assessment approach, cost plus margin approach or residual approach.

Lease income

Lease income is generated from the leasing spare capacity on telecommunication towers, where the customers install and maintain their individual communication network equipment. Lease income from operating lease is recognised on a straight-line basis over the fixed and non-cancellable term of the lease agreement, irrespective of when payments are due.

Interest income

Interest income is calculated by applying the effective interest rate to the gross carrying amount of the financial assets except for financial assets that subsequently become credit-impaired. For credit-impaired financial assets the effective interest rate is applied to the net carrying amount of the financial assets after deduction of the loss allowance, if any.

3.8 Contract liabilities

A contract liability is the obligation to transfer the goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Group transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (which is earlier). Contract liabilities are recognised as revenue when the Group performs the services under the contract.

3.9 Earnings per share

The Group presents basic earnings per share ("EPS") data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Group by the weighted average number of ordinary shares outstanding during the year. As at 31 December 2024, there are no dilutive potential ordinary shares. Hence, diluted earnings per shares is the same as basic EPS.

3.10 Share capital and share premium

Share capital and share premium are classified as equity.

Share capital represents the nominal (par) value of share that have been issued. Other shares, if any, are classified as equity and/or liability according to the economic substance of the particular instrument. Distributions to holders of a financial instrument classified as an equity instrument are charged directly to equity.

Share premium represents the excess amount received by the Group over the par value of its share issuance, net of transaction costs directly attributable to the issuance.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

3. MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

3.11 Leases

Accounting by lessee

The Group leases land lots and buildings for its business operations. At the inception of a lease contract, the Group assesses whether the contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Contracts may contain both lease and non-lease components. The Group allocates the consideration in the contract to the lease and non-lease components based on their relative stand-alone prices.

Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The lease agreements do not impose any covenants other than the security interests in the leased assets that are held by the lessor. Leased assets may not be used as security for borrowing purposes.

Leases are recognised as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the Group.

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the fixed payments (including in-substance fixed payments), less any lease incentives receivable.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the Group, the lessee's incremental borrowing rate is used, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

To determine the incremental borrowing rate, the Group, where possible, uses the recent third-party financing received by the Group as a starting point, adjusted to reflect changes in financing conditions since third party financing was received.

Lease payments are allocated between principal and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of the lease liability;
- any lease payments made at or before the commencement date, less any lease incentives received; and
- any initial direct costs incurred by the lessee.

Right-of-use assets are generally depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis.

Payments associated with short-term leases of equipment and vehicles are recognised as outright expense in profit or loss.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

3. MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

3.11 Leases (Continued)

Modification of a lease

Lease modification is a change in the scope of a lease that was not part of the original terms and conditions of the lease. The effective date of the modification is the date when both parties agree to a lease modification.

If the lease is modified to terminate the right of use of one or more underlying assets or to shorten the contractual lease term, the lessee remeasures the lease liability at the effective date of the modification using a revised discount rate. It decreases the carrying amount of the right-of-use asset to reflect the partial or full termination of the lease. Any gain or loss relating to the partial or full termination is recognised in profit or loss.

Short-term leases and leases of low value assets

The Group has elected not to recognise right-of-use assets and lease liabilities for short-term leases and leases of low value assets. The Group recognises the lease payments as other operating costs on a straight-line basis over the term of the lease.

4. SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of the consolidated financial statements in conformity with CIFRS requires the use of certain critical accounting estimates. It also requires the management to exercise its judgement in the process of applying the Group's accounting policies. The areas involving a higher degree of judgement or complexity or areas where assumptions and estimates are significant to the consolidated financial statements.

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that may cause material adjustments to the carrying amounts of assets and liabilities within the next financial year are discussed below.

(a) Depreciation and useful of property, plant and equipment

Accounting for property, plant and equipment involves the use of estimates for determining the expected useful lives of these assets. The determination of the useful lives of the assets is based on the Management's judgement. In making this judgement, the Group evaluates among other factors, the expected usage of the asset, expected physical wear and tear which depends on operational and environmental factors and technical or commercial obsolescence arising from changes or improvements in technology.

(b) Recoverability of loan to a related party

The Group has assessed the recoverability of the loan to Three Star Investment Cambodia Ltd which is wholly owned by Neak Oknha Kith Meng amounting to US\$386,199,513 as at 31 December 2024 (2023: US\$386,199,513), and based on the available information, the Group does not anticipate any impairment concerns.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

4. SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS (CONTINUED)

(c) Tax matters

Taxes are calculated on the basis of current interpretation of the tax regulations enacted as at reporting date. The management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subjected to interpretation. Those positions include the management's assumption on utilisation of withholding taxes. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

However, these regulations are subject to periodic variation and the ultimate determination of tax liabilities will be made following inspection by the tax authorities. Where the final tax outcome of these matters is different from the amounts initially recorded, such differences will impact the taxes liabilities and balances in the period in which the determination is made.

5. FINANCIAL RISK MANAGEMENT

The Group's activities expose it to some financial risk. Risk management is carried out to minimise potential adverse effects on the Group's performance.

5.1 Financial risk factors

(a) Market risk

(i) Cash flow and fair value interest rate risk

The Group's interest rate risk arises from borrowings and debt securities. Borrowings and debt securities issued at variable rates expose the Group to cash flow interest-rate risk. The Group evaluates the interest rate risks and considers them together with the transaction cost on negotiations of each loan. The Group evaluates the interest rate risk on an ongoing basis and devises strategies to manage its risk. The Group actively monitors the interest rates and uses its cash flow forecast to manage changes in the market. As at 31 December 2024 the outstanding loan is at floating interest rates 6.75% - 10.24% (2023: 6.75% - 10.24%).

A hundred basis point fall or rise in market interest rates for the Group's borrowings, debt securities, loan to a related party and current bank deposits would not have a significant impact on the profit before tax for the year.

The Group's fixed rate loan receivable is carried at amortised costs. It is therefore not subject to cash flow interest rate risk, since neither the carrying amount nor the future cash flow will fluctuate because of a change in market interest rates. Although it is subject to fair value interest rate risk, the Management believes it would not have a significant impact on the consolidated financial statements because the loan is receivable from the shareholder.

(ii) Foreign currency risk

The Group is not significantly exposed to foreign currency risk as only an insignificant portion of future commercial transactions and recognised assets and liabilities are in currencies other than US\$, the functional currency.

The Management, at this stage, has not set up any policy to manage their foreign currency risk against their functional currency as the Group transacts mainly in US\$, the functional currency.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

5. FINANCIAL RISK MANAGEMENT (CONTINUED)

5.1 Financial risk factors (Continued)

(iii) Price risk

The Group has no commodity price risk or security price risk since sales prices of services provided are reviewed annually and the Group does not have any investment in securities.

(b) Credit risk

Credit risk arises from term deposits, cash and cash equivalents, trade and other receivables, receivables from related parties and loans to a related party.

(i) Risk management

For banks and financial institutions, only well-known commercial banks are accepted. Accounts receivables are derived from the provision of telecom services to a large number of customers, including businesses and individuals as well as local telecommunication companies and the related concentration of credit risk is therefore limited. Receivables from and loans to related parties are considered low risk because they are with related parties under common shareholder. The Management believes that receivables from related parties may be offset with the Group's payables to related parties and borrowing from a shareholder because those related parties are under a common shareholder and they have done that in the past.

(ii) Impairment loss of financial assets

The Group has the following types of financial instruments that are subject to the ECL model:

- Trade and other receivables;
- Loans to a related party; and
- Receivables from related parties.

While cash and cash equivalents are also subject to the impairment requirements of CIFRS 9, the identified impairment loss was immaterial.

Trade and other receivables

The Group applies the CIFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade and other receivables. Therefore, the Group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime of ECLs at each reporting date. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward looking factors specific to the debtors and the economic environment. The provision for expected credit losses is recognised in the consolidated statement of profit or loss and other comprehensive income within other operating costs.

To measure the expected credit losses, trade and other receivables have been grouped based on shared credit risk characteristics and the days past due.

The expected loss rates are based on the payment profiles of sales over a period of 36 months before 31 December 2024 and the corresponding historical credit losses experienced within this period. 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 Group has identified the Gross Domestic Product (GDP) and the unemployment rate of the countries in which it sells its goods and services to be the most relevant factors, and accordingly adjusts the historical loss rates based on expected changes in these factors.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

5. FINANCIAL RISK MANAGEMENT (CONTINUED)

5.1 Financial risk factors (Continued)

On that basis, the loss allowance as at 31 December 2024 determined as follows for both trade and other receivables:

	Current US\$	Less than 90 days past due US\$	More than 90 days past due US\$	More than 180 days past due US\$	Total US\$
31 December 2023					
Expected loss rate	0%	12.79%	80%	100%	
Gross carrying amount	1,773,786	1,123,262	173,623	82,595	3,153,266
Loss allowance	<u>-</u>	<u>143,692</u>	<u>138,898</u>	<u>82,595</u>	<u>365,185</u>
31 December 2024					
Expected loss rate	0%	0%	0%	33%	
Gross carrying amount	896,331	800,687	517,432	930,714	3,145,164
Loss allowance	<u>-</u>	<u>-</u>	<u>-</u>	<u>310,359</u>	<u>310,359</u>

The closing loss allowances for trade and other receivables as at 31 December 2024 reconciled to the opening loss allowances are as follows:

	2024		2023	
	US\$	KHR million	US\$	KHR million
At 1 January	365,185	1,492	304,190	1,252
(Reversal)/ Provision of impairment loss	(54,826)	(223)	60,995	249
Exchange differences	-	(20)	-	(9)
At 31 December	<u>310,359</u>	<u>1,249</u>	<u>365,185</u>	<u>1,492</u>

Trade and other receivables are written off when there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include, amongst others, the failure of a debtor to engage in a repayment plan with the Group, and a failure to make contractual payments for a period of greater than 180 days past due.

Impairment losses on trade and other receivables are presented as net impairment losses other operating cost. Subsequent recoveries of amounts previously written off are credited against the same line item.

Other financial assets at amortised cost

Other financial assets at amortised cost include loans to a related party and receivables from related parties.

There was no impairment for loans to a related party because it was guaranteed for full repayments by the ultimate shareholder, who has strong cash flow capacity.

The loan to a related party is expected to be settled in the future during dividend payout. The Group does not expect any loss because although the loan is not repaid by the borrower when it is due, it is guaranteed to be repaid in full by the ultimate shareholder of the Group.

There was no impairment for receivables from related parties because there was no objective evidence that the receivables are not collected.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
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5. FINANCIAL RISK MANAGEMENT (CONTINUED)

5.1 Financial risk factors (continued)

(c) Liquidity risk

Liquidity risk is defined as the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities. The Group has incurred significant indebtedness. The Group evaluates its ability to meet its obligations on an ongoing basis using a recurring liquidity planning tool. This tool considers the operating net cash flows generated from its operations and the future cash needs for borrowing and interest payments and the capital expenditures required to maintain and develop businesses.

The Group manages its liquidity through the use of bank loans. The Management believes that there is sufficient liquidity available in the markets to meet on-going liquidity needs.

The table below summarises the maturity profiles of the Group's net financial liabilities at reporting date based on their contractual maturities. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

	Total		Less than	1 - 5 year	More than
	US\$	KHR million	1 year	US\$	5 years
			US\$		US\$
As at 31 December 2024					
Borrowings	240,542,618	968,184	28,078,405	178,701,052	33,763,161
Other financial liabilities	1,294,724	5,211	369,921	924,803	-
Trade and other payables (excluding value-added tax payables and other tax payables)	11,170,831	44,963	11,170,831	-	-
Payables for capital expenditure	4,405,111	17,731	4,405,111	-	-
Payables to related parties	2,793,893	11,245	2,793,893	-	-
Debt securities	28,073,897	112,997	1,576,900	14,828,271	11,668,726
Accrued liabilities	51,209,863	206,120	51,209,863	-	-
Lease liabilities	65,064,843	261,886	11,214,333	34,921,602	18,928,908
	<u>404,555,780</u>	<u>1,628,337</u>	<u>110,819,257</u>	<u>229,375,728</u>	<u>64,360,795</u>
As at 31 December 2023					
Borrowings	190,015,654	776,214	22,504,373	167,028,203	483,078
Other financial liabilities	11,183,440	45,684	9,888,716	1,294,724	-
Trade and other payables (excluding value-added tax payables and other tax payables)	19,266,008	78,702	19,266,008	-	-
Payables for capital expenditure	498,687	2,037	498,687	-	-
Payables to related parties	6,352,041	25,948	6,352,041	-	-
Debt securities	30,206,714	123,394	1,668,822	13,303,829	15,234,063
Accrued liabilities	73,768,091	301,343	69,852,248	3,915,843	-
Lease liabilities	48,261,660	197,149	11,637,831	28,995,241	7,628,588
	<u>379,552,295</u>	<u>1,550,471</u>	<u>141,668,726</u>	<u>214,537,840</u>	<u>23,345,729</u>

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
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5. FINANCIAL RISK MANAGEMENT (CONTINUED)

5.2 Capital management

The primary objective of the Group's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximise shareholder value.

The Group manages its capital structure and makes the adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Group may make dividend payments to shareholders, and issue new shares.

The Group monitors capital by adopting the formula provided in the facility agreement with the following lenders in calculating the relevant ratios.

1. Malayan Banking Berhad, Singapore Branch,
2. Deutsche Bank AG, and
3. GuarantCo Ltd.

(i) Leverage Ratio

	2024		2023	
	US\$	KHR million	US\$	KHR million
Total debt (Note 13)	183,998,306	751,092	143,330,530	585,505
Debt securities (Note 15)	20,000,000	80,500	20,000,000	81,700
Less: Term deposits with maturity no more than twelve months (Note 10)	(1,470,358)	(5,918)	-	-
Less: Cash and cash equivalents (Note 11)	(37,079,636)	(149,246)	(26,301,371)	(107,441)
Net debt	165,448,312	676,428	137,029,159	559,764
Operating profit before finance costs and income tax	46,088,988	187,628	48,426,470	199,034
Add back:				
Depreciation and amortisation	35,386,417	144,058	36,196,806	148,769
Other gains – net	(5,793,537)	(23,585)	(93,607)	(385)
Earnings Before Interest, Taxes, Depreciation, and Amortisation (EBITDA)	75,681,868	308,101	84,529,669	347,418
Add: Equity cure	-	-	-	-
Leverage Ratio	2		2	

Total debt refers to the principal amount of borrowings of all obligations of all subsidiaries of the Group.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
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5. FINANCIAL RISK MANAGEMENT (CONTINUED)

5.2 Capital management (continued)

(ii) Interest Cover Ratio / EBITDA to Finance Charge Ratio

	2024		2023	
	US\$	KHR million	US\$	KHR million
EBITDA	75,681,868	308,101	84,319,752	346,556
Add: Equity cure	-	-	-	-
Total EBITDA	75,681,868	308,101	84,319,752	346,556
Finance costs (Note 22)	24,215,400	98,581	11,507,119	47,294
Less: Interest expense from lease liabilities (Note 22)	(4,237,804)	(17,252)	(4,015,905)	(16,505)
Finance income from Banks (Note 21)	(815,061)	(3,318)	(508,718)	(2,091)
Net finance charge	19,162,535	78,011	6,982,496	28,698
EBITDA to Finance Charge Ratio	4		12	

(iii) Senior Debt to EBITDA Ratio

	2024		2023	
	US\$	KHR million	US\$	KHR million
Non-current borrowing (Note 13)	168,175,478	676,906	132,797,692	542,479
Current borrowing (Note 13)	14,562,015	58,612	12,525,499	51,167
Debt securities (Note 15)	19,670,559	79,174	20,000,000	81,700
Less:				
Subordinated Loan	-	-	-	-
Debt Service Reserve Account (DSRA) balance	(1,224,290)	(4,928)	(1,189,597)	(4,860)
Debt Service Account (DSA) balance	-	-	-	-
Senior Debt	201,183,762	809,764	164,133,594	670,486
EBITDA	75,681,868	308,101	84,319,752	346,556
Senior Debt to EBITDA Ratio	3		2	

(iv) Cash Flows from Operating Activities to Senior Debt

	2024		2023	
	US\$	KHR million	US\$	KHR million
Net cash generated from operating activities	47,282,405	192,491	76,363,797	313,857
Senior debt	201,183,762	809,764	164,133,594	670,486
Cash Flows from Operating Activities to Senior Debt	24%		47%	

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

5. FINANCIAL RISK MANAGEMENT (CONTINUED)

5.3 Fair value estimation

This note provides an update on the judgements and estimates made by the Group in determining the fair values of the financial instruments since the last annual audited consolidated financial statements.

Fair value hierarchy

To provide an indication about the reliability of the inputs used in determining fair value, the Group classifies its financial instruments into the three levels prescribed under the accounting standards. An explanation of each level follows underneath the table.

Level 1: The fair value of financial instruments traded in active markets (such as publicly traded derivatives and equity securities) is based on quoted market prices at the end of the reporting period. The quoted market price used for financial assets held by the Group is the current bid price.

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

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

The estimated fair values of other financial instruments are based on the following methodologies and assumptions:

- i) *Cash and cash equivalents* – The carrying values of these amounts approximate fair values due to their short-term nature.
- ii) *Accounts receivable* – The carrying amounts less impairment provision approximate fair value because these are subject to normal credit terms and are short-term in nature.
- iii) *Loan to a related party* – The carrying amount approximates fair value since the interest receivable is close to current market rates.
- iv) *Borrowings, debt securities and other financial liabilities* – The fair values are not materially different from their carrying amounts, since the interest payable on those borrowings is either close to current market rates or the borrowings are of a short-term nature.
- v) *Other assets and other liabilities* – The carrying amounts of other financial assets and other financial liabilities are assumed to approximate their fair values as these items are not materially sensitive to the shift in market interest rates.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
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5. FINANCIAL RISK MANAGEMENT (CONTINUED)

5.4 Financial instruments

Financial instruments by categories are as follows:

	Financial assets at amortised cost			
	2024		2023	
	US\$	KHR million	US\$	KHR million
Assets as per consolidated statement of financial position				
Loan to a related party	386,199,513	1,554,453	386,199,513	1,577,625
Term deposits	1,470,358	5,918	-	-
Cash and cash equivalents	37,079,636	149,246	26,301,371	107,441
Trade and other receivables	3,404,237	13,702	3,244,360	13,253
Refundable deposits	516,200	2,078	516,200	2,109
Receivables from related parties	211,307	851	28,377	116
	<u>428,881,251</u>	<u>1,726,248</u>	<u>416,289,821</u>	<u>1,700,544</u>
	Financial liabilities at amortised cost			
	2024		2023	
	US\$	KHR million	US\$	KHR million
Liabilities as per consolidated statement of financial position				
Borrowings	182,737,493	735,518	145,323,191	593,646
Trade and other payables	11,170,831	44,963	19,266,008	78,702
Lease liabilities	49,380,388	198,756	38,686,973	158,036
Accrued liabilities	51,209,863	206,120	68,632,137	280,362
Debt securities	19,670,559	79,174	19,666,695	80,337
Other financial liabilities	1,219,253	4,907	10,628,410	43,417
Payables to related parties	2,793,893	11,245	6,352,041	25,948
Payables for capital expenditure	4,405,111	17,731	498,689	2,037
	<u>322,587,391</u>	<u>1,298,414</u>	<u>309,054,144</u>	<u>1,262,485</u>

CAMGSM PLC.

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6. PROPERTY, PLANT AND EQUIPMENT

	Building and leasehold improvement US\$	Network equipment US\$	Billing system US\$	Equipment, furniture and fixtures US\$	Motor vehicles US\$	Capital work-in- progress US\$	Total US\$
<i>Carrying value as at 1 January 2023</i>	686,564	77,491,982	2,266,829	1,862,001	115,120	8,874,091	91,296,587
Additions	-	-	-	-	-	20,987,204	20,987,204
Transfers	716,891	20,015,373	-	986,597	-	(21,718,861)	-
Disposals/written off - cost	-	(15,313,902)	(14,500)	(35,412)	(190,089)	-	(15,553,903)
Disposals/written off - accumulated depreciation	-	15,296,554	14,500	36,556	157,705	-	15,505,315
Depreciation charge for the year	(305,263)	(22,157,195)	(1,703,515)	(1,056,285)	(26,910)	-	(25,249,168)
As at 31 December 2023	<u>1,098,192</u>	<u>75,332,812</u>	<u>563,314</u>	<u>1,793,457</u>	<u>55,826</u>	<u>8,142,434</u>	<u>86,986,035</u>
As at 31 December 2023							
Cost	6,670,628	647,056,330	13,721,680	18,477,455	1,315,995	8,142,434	695,384,522
Accumulated depreciation	<u>(5,572,436)</u>	<u>(571,723,518)</u>	<u>(13,158,366)</u>	<u>(16,683,998)</u>	<u>(1,260,169)</u>	-	<u>(608,398,487)</u>
	<u>1,098,192</u>	<u>75,332,812</u>	<u>563,314</u>	<u>1,793,457</u>	<u>55,826</u>	<u>8,142,434</u>	<u>86,986,035</u>
(KHR million equivalent)	<u>4,486</u>	<u>307,735</u>	<u>2,301</u>	<u>7,326</u>	<u>229</u>	<u>33,261</u>	<u>355,338</u>
<i>Carrying value as at 1 January 2024</i>	1,098,192	75,332,812	563,314	1,793,457	55,826	8,142,434	86,986,035
Additions	-	-	-	-	-	42,152,411	42,152,411
Transfers	1,423,354	11,406,934	1,200,999	1,095,914	-	(15,127,201)	-
Disposals - cost	-	(12,240,463)	-	(245)	-	-	(12,240,708)
Disposals - accumulated depreciation	-	11,944,437	-	2,254	-	-	11,946,691
Depreciation charge for the year	(359,380)	(22,192,035)	(581,551)	(883,505)	(23,100)	-	(24,039,571)
As at 31 December 2024	<u>2,162,166</u>	<u>64,251,685</u>	<u>1,182,762</u>	<u>2,007,875</u>	<u>32,726</u>	<u>35,167,644</u>	<u>104,804,858</u>
As at 31 December 2024							
Cost	8,093,982	646,222,801	14,922,679	19,573,124	1,315,995	35,167,644	725,296,225
Accumulated depreciation	<u>(5,931,816)</u>	<u>(581,971,116)</u>	<u>(13,739,917)</u>	<u>(17,565,249)</u>	<u>(1,283,269)</u>	-	<u>(620,491,367)</u>
	<u>2,162,166</u>	<u>64,251,685</u>	<u>1,182,762</u>	<u>2,007,875</u>	<u>32,726</u>	<u>35,167,644</u>	<u>104,804,858</u>
(KHR million equivalent)	<u>8,703</u>	<u>258,613</u>	<u>4,761</u>	<u>8,082</u>	<u>131</u>	<u>141,550</u>	<u>421,840</u>

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
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6. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

The following table provides details of cash used for the purchases of property, plant and equipment:

	2024		2023	
	US\$	KHR million	US\$	KHR million
Additions	42,152,411	171,602	20,987,204	86,257
Decrease/(Increase) in accrued capital expenditure	2,334,356	9,504	(172,545)	(709)
Decrease in suppliers' advances for capital expenditure	(10,028,642)	(40,827)	(3,729,167)	(15,327)
(Increase)/Decrease in payables for capital expenditure	(3,906,424)	(15,903)	344,080	1,414
Decrease in payable for capital expenditure to related parties	-	-	152,237	626
Cash used for purchases of property, plant and equipment	30,551,701	124,376	17,581,809	72,261

During the year, included in additions of the property, plant and equipment of the Group are borrowing costs of US\$1,112,347 directly attributable to the construction of qualifying assets.

7. LEASES

(i) Amounts recognised in the consolidated statement of financial position

The consolidated statement of financial position shows the following amounts relating to leases:

Right-of-use assets

Right-of-use assets related to leased properties that do not meet the definition of investment property are presented as below:

	2024		2023	
	US\$	KHR million	US\$	KHR million
Cost				
At 1 January	153,351,468	626,440	149,220,059	614,339
Additions	12,280,156	49,993	8,081,492	33,215
Terminations	(1,233,186)	(5,020)	(3,950,083)	(16,235)
Modifications	8,280,149	33,708	-	-
Exchange differences	-	(10,089)	-	(4,879)
At 31 December	172,678,587	695,032	153,351,468	626,440
Accumulated depreciation				
At 1 January	42,779,259	174,753	33,558,180	138,159
Depreciation charge	10,877,476	44,282	10,583,722	43,499
Terminations	(582,000)	(2,369)	(1,362,643)	(5,600)
Exchange differences	-	(3,040)	-	(1,305)
At 31 December	53,074,735	213,626	42,779,259	174,753
Carrying amount	119,603,852	481,406	110,572,209	451,687

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
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7. LEASES (CONTINUED)

(i) Amounts recognised in the consolidated statement of financial position (Continued)

Lease liabilities

	2024		2023	
	US\$	KHR million	US\$	KHR million
<i>Lease liabilities</i>				
Current	12,557,614	50,544	8,079,483	33,005
Non-current	36,822,774	148,212	30,607,490	125,032
	<u>49,380,388</u>	<u>198,756</u>	<u>38,686,973</u>	<u>158,037</u>

(ii) Amounts recognised in the consolidated statement of profit or loss and other comprehensive income

The consolidated statement of profit or loss and other comprehensive income shows the following amounts relating to leases:

	2024		2023	
	US\$	KHR million	US\$	KHR million
Depreciation charge of right-of-use assets				
Land for cell sites	8,361,021	34,037	8,127,903	33,406
Land for office space	2,116,865	8,618	2,194,418	9,019
Buildings for service centres	399,590	1,627	261,401	1,074
	<u>10,877,476</u>	<u>44,282</u>	<u>10,583,722</u>	<u>43,499</u>
Interest expense (included in finance costs)	4,237,804	17,252	4,015,905	16,505
Expense relating to short-term leases (included in other operating costs)	370,051	1,506	556,780	2,288
	<u>4,607,855</u>	<u>18,758</u>	<u>4,572,685</u>	<u>18,793</u>
	<u>15,485,331</u>	<u>63,040</u>	<u>15,156,407</u>	<u>62,292</u>

The total cash outflow for leases in 2024 was US\$13,396,093 (2023: US\$8,561,142).

8. LOAN TO A RELATED PARTY

	2024		2023	
	US\$	KHR million	US\$	KHR million
<i>Current</i>				
Principal	<u>386,199,513</u>	<u>1,554,453</u>	-	-
<i>Non-current</i>				
Principal	-	-	125,519,544	512,747
Interest receivable	-	-	260,679,969	1,064,878
	-	-	<u>386,199,513</u>	<u>1,577,625</u>
Total	<u>386,199,513</u>	<u>1,554,453</u>	<u>386,199,513</u>	<u>1,577,625</u>

On 25 November 2009, the Group granted a loan to its related party, Three Star Investment Cambodia, the borrower.

On 1 April 2024, the Group and the borrower amended its existing loan agreement which was effective from 1 January 2024 where the principal balance and accrued interest receivables amounting to US\$386,199,513 bears zero interest rate and is repayable on demand after the amendment.

The fair value of the loan is US\$386,199,513 (2023: US\$386,199,513). Its fair value is based on discounted cash flows.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
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9. TRADE AND OTHER RECEIVABLES

	2024		2023	
	US\$	KHR million	US\$	KHR million
Trade receivables				
Interconnect	1,676,057	6,746	1,942,928	7,937
Roaming	905,678	3,645	574,972	2,349
Airtime and subscription	563,429	2,268	635,366	2,595
	<u>3,145,164</u>	<u>12,659</u>	<u>3,153,266</u>	<u>12,881</u>
Less: Provision for impairment loss	(310,359)	(1,249)	(365,185)	(1,492)
Trade receivables – net	2,834,805	11,410	2,788,081	11,389
Other receivables	487,460	1,962	456,279	1,865
Other advances	228,935	921	124,431	508
VAT input receivables	216,599	872	92,741	379
Accrued revenues	81,972	330	80,849	330
Withholding tax receivables	6,418	26	-	-
	<u>3,856,189</u>	<u>15,521</u>	<u>3,542,381</u>	<u>14,471</u>

The nominal value less impairment of trade receivables is assumed to approximate their fair values.

Trade receivables are derived from the provision of telecom services to a large number of customers. Trade receivables from individual customers, from operators and roaming partners are reviewed at least annually and loss allowance is recognised using the CIFRS 9 simplified approach (see Note 5.1(b)).

Movement of provision of impairment loss:

	2024		2023	
	US\$	KHR million	US\$	KHR million
At 1 January	365,185	1,492	304,190	1,252
(Reversal)/ Provision of impairment loss	(54,826)	(223)	60,995	251
Exchange differences	-	(20)	-	(11)
At 31 December	<u>310,359</u>	<u>1,249</u>	<u>365,185</u>	<u>1,492</u>

The carrying value of trade receivable balances represents maximum credit risk exposure.

10. TERM DEPOSITS

Term deposits represent fixed deposits placed with its related party, Wing Bank (Cambodia) Plc., with original maturity terms of 4 months and earn interests at rate 2.6% per annum with accrued interest receivables of US\$9,488 (2023: Nil).

11. CASH AND CASH EQUIVALENTS

	2024		2023	
	US\$	KHR million	US\$	KHR million
Cash in banks	35,820,849	144,179	25,064,408	102,388
Debt service reserve account	1,224,290	4,928	1,189,597	4,860
Cash on hand	34,497	139	47,366	193
	<u>37,079,636</u>	<u>149,246</u>	<u>26,301,371</u>	<u>107,441</u>

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
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11. CASH AND CASH EQUIVALENTS (CONTINUED)

Debt Service Reserve Account (“DSRA”) is the account opened in the name of the Group and accepted by the Guarantor (namely “GuarantCo Ltd.”), and pledge at all times in favour of the Guarantor pursuant to the charge over Facility Agreement.

Included in the cash in banks is a current deposit account with J Trust Royal Bank Plc, Wing Bank (Cambodia) Plc, and other balances held at other local and overseas commercial banks as current accounts and saving accounts, which earns interest ranging from 0.10% to 2.6% per annum (2023: 0.25% to 5% per annum).

12. SHARE CAPITAL AND SHARE PREMIUM

Share capital

	2024		2023	
	US\$	KHR million	US\$	KHR million
Issued and fully paid:				
At 1 January	146,945,340	600,272	5,000,000	20,585
Proceeds from share issued in the IPO	-	-	695,340	2,858
Conversion of retained earnings to share capital	-	-	141,250,000	580,538
Exchange differences	-	(8,817)	-	(3,709)
At 31 December	<u>146,945,340</u>	<u>591,455</u>	<u>146,945,340</u>	<u>600,272</u>

Share capital is divided into two classes, as follows:

- 9,271,206 Class A shares with total value of US\$5,284,587 with the par value of KHR 300 (totalling to US\$695,340) were from the share issued in the IPO on 27 June 2023. Class A shareholders are entitled to the minimum guaranteed dividend yield of 7% of total number of shares held as of the day immediately preceding the ex-dividend date multiplied by the initial public offering price for the period of 5 years (either cash or non-cash dividend), payable quarterly, effective after an initial 3-month period from listing date. The holders of Class A shares must be active customers, who are active subscribers of telecommunication services provided by the Group.
- 1,950,000,000 Class B shares with total value of US\$146,250,000 were from the conversion of US\$141,250,000 from the retained earnings to share capital with the par value of KHR 300 per share and the conversion of the prior registered capital of US\$5,000,000 with the par value of KHR 300. Class B shareholders are entitled to a dividend as approved by Board of Directors and its lenders following to terms and conditions of the loan facilities.

Total shares are summarised as follows:

	Number of Shares	Par value US\$
Class A	9,271,206	695,340
Class B	<u>1,950,000,000</u>	<u>146,250,000</u>
Total	<u>1,959,271,206</u>	<u>146,945,340</u>

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12. SHARE CAPITAL AND SHARE PREMIUM (CONTINUED)

Share premium

The share premium mainly represents the excess amount received by the Group over the par value of its shares pursuant to the issuance of shares, net of transaction costs directly attributable to the issuance.

There were 9,271,206 newly issued shares in 2023 with a par value of KHR 300 (US\$0.075) per share, at an offering price of KHR 2,270 (US\$0.57) per share. The share premium is calculated as follows:

	US\$	KHR million
Share proceeds	5,284,587	21,270
Less: share capital at par value	(695,340)	(2,799)
Less: IPO costs	(472,081)	(1,900)
Less: guaranteed dividends payable (Note 14)	(1,219,253)	(4,907)
Less: guaranteed dividend paid for 2024, net	(344,006)	(1,385)
Share premium	<u>2,553,907</u>	<u>10,279</u>

13. BORROWINGS

	2024		2023	
	US\$	KHR million	US\$	KHR million
<i>Current</i>				
Maybank (Cambodia) Plc.	5,323,434	21,427	4,950,676	20,225
Union Commercial Bank Plc.	3,959,469	15,937	1,989,695	8,127
Mega International Commercial Bank Co., Ltd., Phnom Penh Branch	2,150,273	8,655	2,043,470	8,348
Malayan Banking Berhad, Singapore Branch	1,705,653	6,865	2,283,918	9,329
Canada Bank Plc.	1,227,847	4,942	1,241,944	5,073
Deutsche Bank AG, Singapore Branch	179,543	723	-	-
Neak Oknha Kith Meng	15,796	63	15,796	65
	<u>14,562,015</u>	<u>58,612</u>	<u>12,525,499</u>	<u>51,167</u>
<i>Non-current</i>				
Maybank (Cambodia) Plc.	54,076,939	217,660	59,076,407	241,327
Deutsche Bank AG, Singapore Branch	48,376,971	194,717	-	-
Malayan Banking Berhad, Singapore Branch	36,558,364	147,147	37,664,828	153,861
Canada Bank Plc.	17,896,667	72,034	18,856,667	77,029
Union Commercial Bank Plc.	9,555,435	38,461	5,471,661	22,353
Mega International Commercial Bank Co., Ltd., Phnom Penh Branch	1,711,102	6,887	4,024,034	16,438
Industrial and Commercial Bank of China Limited, Phnom Penh Branch (ICBC)	-	-	7,704,095	31,471
	<u>168,175,478</u>	<u>676,906</u>	<u>132,797,692</u>	<u>542,479</u>
Total	<u>182,737,493</u>	<u>735,518</u>	<u>145,323,191</u>	<u>593,646</u>

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13. BORROWINGS (CONTINUED)

	2024		2023	
	US\$	KHR million	US\$	KHR million
At 1 January	145,323,191	593,646	158,356,098	651,953
Additions	59,898,359	243,846	155,427,906	638,809
Repayments				
Principal	(21,223,244)	(86,400)	(151,127,481)	(621,134)
Interest	(12,932,227)	(50,602)	(18,535,929)	(76,183)
Transaction costs	(1,591,456)	(6,479)	(3,827,154)	(15,730)
Charge during the year	16,088,764	63,288	6,145,974	25,260
Less: Transaction costs	(2,825,894)	(11,374)	(1,116,223)	(4,560)
Exchange differences	-	(10,407)	-	(4,769)
At 31 December	<u>182,737,493</u>	<u>735,518</u>	<u>145,323,191</u>	<u>593,646</u>

Loans from Maybank (Cambodia) Plc.

On 23 September 2021, the Company obtained US\$5,000,000 loan from Maybank (Cambodia) Plc., with interest rate of 7% per annum or Base Rate + 0.75% per annum, whichever is higher and is secured by hypothec over the proffered property owned by Neak Oknha Kith Meng. The Company shall repay the interest and principal on monthly basis. The maturity date is on 23 September 2029.

On 22 November 2022, the Company entered into another loan agreement to obtain additional loan amounting to US\$10,000,000. The loan was drawn down in April 2023. There are two types of loan facilities under this loan agreement, which are term loan 2 ("TL2") amounting to US\$8,000,000 with interest rate of 7.25% per annum or Base Rate + 1% per annum, and term loan 3 ("TL3") amounting to KHR 8,300,000,000 (equivalent to US\$ 2,000,000) with interest rate 8.84% per annum or Base Rate +6.25% per annum. The Company shall repay the interest and principal on monthly basis. The maturity date is on 5 April 2028.

On 21 July 2023, the Company entered into another loan agreement amounting to US\$52,500,000. The loan was drawn down in August 2023. There are two types of loan facilities under this loan agreement, which are term loan 1 ("TL1") amounting to US\$42,500,000 with interest rate of 7% per annum or 2% over interest bearing US\$ current accounting pledge (current stands at 5% per annum), and term loan 2 ("TL2") amounting to KHR41,500,000,000 (equivalent to US\$ 10,000,000) with interest rate 8% per annum or 2% over interest bearing KHR current accounting pledge (current stands at 6% per annum). The Company shall repay the interest and principal on quarterly basis. The maturity date is on 3 August 2028.

Loan from Malayan Banking Berhad, Singapore Branch

On 3 August 2023, the Company obtained US\$40,000,000 loan from Malayan Banking Berhad, Singapore Branch, with interest rate of 10.22% per annum for 2023, and 10.24% per annum for 2024 to 2028 with the loan term of 60 months and secured by the property owned by Neak Oknha Kith Meng. The Company shall repay the interest and principal on quarterly basis. The maturity date is on 3 August 2028.

Loan from Canada Bank Plc.

On 3 August 2023, the Company obtained US\$20,000,000 loan from Canada Bank Plc., with interest rate of 8.75% per annum with the loan term of 60 months and secured by the property owned by Neak Oknha Kith Meng. The Company shall repay the interest and principal on quarterly basis. The maturity date is on 27 July 2028.

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13. BORROWINGS (CONTINUED)

Loan from Union Commercial Bank Plc.

On 5 October 2022, the Company obtained US\$10,000,000 loan from Union Commercial Bank Plc., with interest rate of 6.75% per annum with the loan term of 60 months and secured by the property owned by Neak Oknha Kith Meng. The Company shall repay the interest and principal on monthly basis. The maturity date is on 30 September 2027.

On 31 January 2024, Telemobile (Cambodia) Corporation has drew down new loan of US\$5,000,000 and KHR20,000,000,000 with interest rate of 7.75% per annum. The principal and interest are to be repaid on a monthly basis.

Loan from Mega International Commercial Bank Co., Ltd., Phnom Penh Branch

On 30 September 2021, the Company obtained US\$10,000,000 loan from Mega International Commercial Bank Co., Ltd Phnom Penh Branch, with interest rate of 6.75% or higher rate based on the Negotiable Certificate Deposit (NCD) issued by National Bank of Cambodia per annum and secured by the hypothec over the proffered property owned by Neak Oknha Kith Meng. The Company shall repay the interest and principal on monthly basis. The maturity date is on 30 September 2026.

Loan from Deutsche Bank AG, Singapore Branch

On 31 May 2024 and 20 June 2024, the Company drew down US\$10,000,000 and US\$40,000,000 loans, respectively, from Deutsche Bank AG. with an interest rate of 3% margin + 6M Secured Overnight Financing Rate (SOFR) per annum. The loan shall be repaid within 120 months from the loan utilisation date based on the outlined repayment schedule. The maturity date is on 31 May 2034.

In addition, a loan guarantee fee is charged by the guarantor, namely GuarantCo Ltd, at a rate of 2% per annum in the first year and 2.5% per annum for the subsequent years of the total outstanding guaranteed amount for the loans. The rate will be increased to 2.75% per annum if the corresponding term SOFR is less than or equal to 3%.

Limits on borrowing and financial covenants:

Base on the loan agreements with Malayan Banking Berhad, Singapore Branch, Deutsche Bank AG, and GuarantCo Ltd. the Group is required to comply with the following limitations and covenants:

- (a) Leverage Ratio of Net Debt as at the end of any relevant period to EBITDA in respect of such relevant period shall not exceed 3:1.
- (b) Interest cover ratio / EBITDA to Finance Charge in respect of any relevant period to Net Finance charges in respect of any relevant period shall equal or exceed 3:1.
- (c) Senior Debt to EBITDA Ratio in respect of any relevant period to the ratio of Senior Debt on the last day of that relevant period to EBITDA in respect of that relevant period shall not exceed 3:1.
- (d) Cash Flows from Operating Activities to Senior Debt shall equal or exceed 20%.

The Group has complied with the above mentioned financial covenants.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
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14. OTHER FINANCIAL LIABILITIES

	2024		2023	
	US\$	KHR million	US\$	KHR million
Current				
Payables to suppliers	-	-	9,131,709	37,303
Guaranteed dividend payable	301,229	1,212	282,050	1,152
	<u>301,229</u>	<u>1,212</u>	<u>9,413,759</u>	<u>38,455</u>
Non-current				
Guaranteed dividend payable	918,024	3,695	1,214,651	4,962
Total	<u>1,219,253</u>	<u>4,907</u>	<u>10,628,410</u>	<u>43,417</u>

The guaranteed dividend payable represents the dividend payables to Class A shares issued on the CSX during the year, which is the present value of dividend yield of 7% for the period of 5 years (Note 12). The maturity date is on 1 June 2028.

15. DEBT SECURITIES

	2024		2023	
	US\$	KHR million	US\$	KHR million
Current	153,788	619	147,149	600
Non-current	19,516,771	78,555	19,519,546	79,737
	<u>19,670,559</u>	<u>79,174</u>	<u>19,666,695</u>	<u>80,337</u>

	2024		2023	
	US\$	KHR million	US\$	KHR million
Gross debt securities outstanding	20,000,000	80,500	20,000,000	81,700
Accrued interest expense	211,693	852	200,623	818
Less: Transaction costs	(541,134)	(2,178)	(533,928)	(2,181)
	<u>19,670,559</u>	<u>79,174</u>	<u>19,666,695</u>	<u>80,337</u>

In November 2023, the Company issued US\$20,000,000, ten-year debt securities in the form of sustainable bonds with a coupon rate of SOFR +3% or 5.5% per annum, whichever is higher, and payable in semi-annual basis. The proceeds raised from this debt securities issuance will be utilised for network expansion and debt financing purposes. The bond issued is guaranteed by GuarantCo Ltd to support the sustainability bond.

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16. TRADE AND OTHER PAYABLES

	2024		2023	
	US\$	KHR million	US\$	KHR million
<i>Current</i>				
Ministry of Post and Telecommunication (MPTC)	3,851,993	15,504	12,262,332	50,092
Accounts payable – roaming	2,054,085	8,268	1,495,614	6,110
Lease payables	1,374,528	5,533	1,227,198	5,013
VAT payables	883,545	3,556	1,298,887	5,306
Other taxes payable	452,350	1,821	625,485	2,555
Subscribers' deposits	174,812	704	205,703	840
Telecom Cambodia (TC)	118,079	475	362,603	1,481
Telecom Regulator of Cambodia (TRC)	-	-	122,173	499
Other payables	3,597,334	14,479	3,590,385	14,667
	<u>12,506,726</u>	<u>50,340</u>	<u>21,190,380</u>	<u>86,563</u>
<i>Non-current</i>				
Ministry of Post and Telecommunication (MPTC)	-	-	3,852,024	15,736
	<u>12,506,726</u>	<u>50,340</u>	<u>25,042,404</u>	<u>102,299</u>

17. ACCRUED LIABILITIES

	2024		2023	
	US\$	KHR million	US\$	KHR million
Provision and accrued operating expenses	23,449,813	94,385	38,055,938	155,459
Accrued direct costs	27,215,449	109,542	28,955,204	118,281
Accrued capital expenditure	544,601	2,193	1,620,995	6,622
	<u>51,209,863</u>	<u>206,120</u>	<u>68,632,137</u>	<u>280,362</u>

Included in the accrued direct costs are the accruals of revenue sharing and contribution fund to MPTC amounting to US\$22,296,586 (2023: US\$29,794,799).

18. REVENUES

	2024		2023	
	US\$	KHR million	US\$	KHR million
Revenue from contract customers				
Provision of telecom services	166,327,571	677,120	176,500,016	725,415
Connection and subscription revenues	4,406,273	17,938	3,746,783	15,399
Lease income	352,165	1,434	210,943	867
Other revenues	980,096	3,989	1,398,836	5,750
	<u>172,066,105</u>	<u>700,481</u>	<u>181,856,578</u>	<u>747,431</u>
<i>Timing of revenue recognition</i>				
Over time	<u>172,066,105</u>	<u>700,481</u>	<u>181,856,578</u>	<u>747,431</u>

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
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19. OTHER OPERATING COSTS

	2024		2023	
	US\$	KHR million	US\$	KHR million
Operational costs to MPTC	26,792,841	109,074	30,542,638	125,530
Utilities	12,333,594	50,210	12,280,353	50,472
Dealers' commissions	11,248,857	45,794	11,962,751	49,167
Leased line charges	9,544,156	38,854	9,494,028	39,020
Maintenance	6,624,041	26,966	6,671,843	27,421
Advertising and promotion costs	4,383,916	17,847	3,668,576	15,078
Roaming costs	1,132,083	4,609	477,275	1,962
Specific tax expenses	427,761	1,741	617,679	2,539
Others	7,718,002	31,421	4,158,061	17,090
	<u>80,205,251</u>	<u>326,516</u>	<u>79,873,204</u>	<u>328,279</u>

20. OTHER GAINS – NET

	2024		2023	
	US\$	KHR million	US\$	KHR million
Gain from waiver on liabilities to MPTC and TRC	5,000,000	20,355	-	-
Others	793,537	3,230	93,607	385
	<u>5,793,537</u>	<u>23,585</u>	<u>93,607</u>	<u>385</u>

During the year, US\$5,000,000 on liabilities to MPTC and TRC were reversed following a waiver received upon settlement of all debts as per the repayment schedule outlined by MPTC and TRC.

21. FINANCE INCOME

The finance income solely includes the interest income from the deposits with the banks, while there is no more interest income charged from its related party, Three Star Investment Cambodia Ltd, due to amendment made in the existing loan agreement as disclosed in Note 8.

22. FINANCE COSTS

	2024		2023	
	US\$	KHR million	US\$	KHR million
Banks	18,657,102	75,953	4,220,793	17,347
Lease liabilities	4,237,804	17,252	4,015,905	16,505
Suppliers	1,320,494	5,376	3,270,421	13,442
	<u>24,215,400</u>	<u>98,581</u>	<u>11,507,119</u>	<u>47,294</u>

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
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23. INCOME TAX

(a) Income tax credit

In accordance with the Cambodian Law on Taxation, the Group has an obligation to pay corporate income tax of either the profit tax at the rate of 20% of taxable profits or the minimum tax at 1% of gross revenues, whichever is higher.

	2024		2023	
	US\$	KHR million	US\$	KHR million
Current tax credit	3,120,065	12,702	(19,104,197)	(78,518)
Reversal of over provision in prior years	(6,636,899)	(27,019)	-	-
Deferred income tax	(1,280,295)	(5,212)	(2,212,432)	(9,093)
	<u>(4,797,129)</u>	<u>(19,529)</u>	<u>(21,316,629)</u>	<u>(87,611)</u>

Reconciliation of income tax credit is as follows:

	2024		2023	
	US\$	KHR million	US\$	KHR million
Profit before income tax	22,688,649	92,365	58,930,463	242,206
Calculated at tax rates 20%	4,537,730	18,473	11,786,093	48,441
Adjustments:				
- Effect from temporary and permanent differences	(2,697,960)	(10,983)	(2,360,473)	(9,701)
- Reversal of over provision in prior years	(6,636,899)	(27,019)	-	-
- Tax clearance	-	-	(30,742,249)	(126,351)
	<u>(4,797,129)</u>	<u>(19,529)</u>	<u>(21,316,629)</u>	<u>(87,611)</u>

(b) Current tax liabilities

The movement of current income tax liabilities is as follows:

	2024		2023	
	US\$	KHR million	US\$	KHR million
At 1 January	8,746,010	35,727	41,252,442	169,836
Income tax expense/(credit)	3,120,065	12,702	(19,104,197)	(78,518)
Income tax paid	(2,363,856)	(9,623)	(1,837,471)	(7,552)
Reversal of over provision in prior years	(6,636,899)	(27,019)	-	-
Reclassified to trade and other receivables/(accrued liabilities)	2,109	9	(11,564,764)	(47,531)
Exchange differences	-	(255)	-	(508)
At 31 December	<u>2,867,429</u>	<u>11,541</u>	<u>8,746,010</u>	<u>35,727</u>

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
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23. INCOME TAX (CONTINUED)

(c) Deferred tax liabilities – net

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when deferred income taxes relate to the same fiscal authority. The offset amounts are as follows:

	2024		2023	
	US\$	KHR million	US\$	KHR million
Deferred tax assets	(5,050,866)	(20,330)	(2,340,445)	(9,560)
Deferred tax liabilities	13,349,444	53,732	11,919,318	48,690
Deferred tax liabilities – net	<u>8,298,578</u>	<u>33,402</u>	<u>9,578,873</u>	<u>39,130</u>

The movement on the deferred tax account is as follows:

	2024		2023	
	US\$	KHR million	US\$	KHR million
At 1 January	9,578,873	39,130	11,791,305	48,545
Charge to the consolidated profit or loss	(1,280,295)	(5,212)	(2,212,432)	(9,093)
Exchange differences	-	(516)	-	(322)
At 31 December	<u>8,298,578</u>	<u>33,402</u>	<u>9,578,873</u>	<u>39,130</u>

The movement of deferred tax assets and liabilities during the year, without taking into consideration the offsetting of balances within the same jurisdiction, is as follows:

(i) Deferred tax assets

	Loss allowance of trade and other receivables US\$	Lease liabilities US\$	Accrued expenses US\$	Total US\$ KHR million	
At 1 January 2023	(60,838)	(259,324)	(2,466,133)	(2,786,295)	(11,471)
(Credited)/charged to consolidated profit or loss	(12,199)	458,049	-	445,850	1,832
Exchange differences	-	-	-	-	79
At 31 December 2023/ 1 January 2024	(73,037)	198,725	(2,466,133)	(2,340,445)	(9,560)
(Credited)/charged to consolidated profit or loss	10,966	(2,721,387)	-	(2,710,421)	(10,909)
Exchange differences	-	-	-	-	139
As at 31 December 2024	<u>(62,071)</u>	<u>(2,522,662)</u>	<u>(2,466,133)</u>	<u>(5,050,866)</u>	<u>(20,330)</u>

CAMGSM PLC.

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23. INCOME TAX (CONTINUED)

(c) Deferred tax liabilities (continued)

(ii) Deferred tax liabilities

	Deferred trade payable US\$	Deferred loan transaction costs US\$	Accelerate tax depreciation US\$	Right-of- use assets US\$	Loss on asset disposal US\$	Total US\$	KHR million
At 1 January 2023	286,618	390,413	13,900,569	-	-	14,577,600	60,016
(Credited)/charged to consolidated profit or loss	(654,084)	(108,957)	(1,333,554)	(561,687)	-	(2,658,282)	(10,926)
Exchange differences	-	-	-	-	-	-	(400)
At 31 December 2023/ 1 January 2024	<u>(367,466)</u>	<u>281,456</u>	<u>12,567,015</u>	<u>(561,687)</u>	<u>-</u>	<u>11,919,318</u>	<u>48,690</u>
(Credited)/charged to consolidated profit or loss	(264,099)	335,292	(1,370,880)	2,739,983	(10,170)	1,430,126	5,756
Exchange differences	-	-	-	-	-	-	(714)
At 31 December 2024	<u>(631,565)</u>	<u>616,748</u>	<u>11,196,135</u>	<u>2,178,296</u>	<u>(10,170)</u>	<u>13,349,444</u>	<u>53,732</u>

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23. INCOME TAX (CONTINUED)

Tax contingencies

The taxation system in Cambodia is characterised by numerous taxes and frequently changing legislation, which is often unclear and subject to interpretation. Often different interpretation exists among numerous taxation authorities and jurisdiction. Taxes are subject to review and investigation by a number of authorities who are enabled by law to impose severe fines, penalties and interest charges. Management believes that tax liabilities have been adequately provided based on its interpretation of tax legislations. However, the relevant authorities may have different interpretations and effects could be significant.

24. CASH FLOW INFORMATION

Net debt reconciliation

This section sets out an analysis of net debt and the movement in net debt for each of the years presented.

	2024		2023	
	US\$	KHR million	US\$	KHR million
Term deposits	1,470,358	5,918	-	-
Cash and cash equivalents	37,079,636	149,246	26,301,371	107,441
Loan to a related party	386,199,513	1,554,453	386,199,513	1,577,625
Borrowings	(182,737,493)	(735,518)	(145,323,191)	(593,646)
Debt securities	(19,670,559)	(79,174)	(19,666,695)	(80,337)
Other financial liabilities	(1,219,253)	(4,907)	(10,628,410)	(43,417)
Lease liabilities	(49,380,388)	(198,756)	(38,686,973)	(158,037)
Non-current trade and other payables	-	-	(3,852,024)	(15,736)
Net debt	<u>171,741,814</u>	<u>691,262</u>	<u>194,343,591</u>	<u>793,893</u>

CAMGSM PLC.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

24. CASH FLOW INFORMATION (CONTINUED)

Net debt reconciliation (continued)

	Liabilities from financing activities						Other assets				Net Debt US\$
	Long term trade payable US\$	Borrowings US\$	Debt securities US\$	Other financial liabilities US\$	Leases US\$	Sub-total US\$	Cash and cash equivalents US\$	Term deposits US\$	Loan to a related party US\$	Sub-total US\$	
As at 1 January 2024	(3,852,024)	(145,323,191)	(19,666,695)	(10,628,410)	(38,686,973)	(218,157,293)	26,301,371	-	386,199,513	412,500,884	194,343,591
Cash flows	3,852,024	(38,675,115)	-	9,557,428	13,396,093	(11,869,570)	10,778,265	-	-	10,778,265	(1,091,305)
Accrued interest income/(expense)	-	(13,262,870)	(1,654,864)	(148,271)	-	(15,066,005)	-	-	-	-	(15,066,005)
Placement of term deposits	-	-	-	-	-	-	-	1,470,358	-	1,470,358	1,470,358
New leases	-	-	-	-	(20,798,089)	(20,798,089)	-	-	-	-	(20,798,089)
Interest on leases	-	-	-	-	(4,237,804)	(4,237,804)	-	-	-	-	(4,237,804)
Transfers to payable in working capitals	-	-	-	-	-	-	-	-	-	-	-
Termination of leases	-	-	-	-	946,385	946,385	-	-	-	-	946,385
Other changes	-	-	-	-	-	-	-	-	-	-	-
- Interest payments	-	12,932,227	1,651,000	-	-	14,583,227	-	-	-	-	14,583,227
- Transaction costs paid	-	1,591,456	-	-	-	1,591,456	-	-	-	-	1,591,456
As at 31 December 2024	-	(182,737,493)	(19,670,559)	(1,219,253)	(49,380,388)	(253,007,693)	37,079,636	1,470,358	386,199,513	424,749,507	171,741,814
KHR million equivalent	-	(735,518)	(79,174)	(4,907)	(198,756)	(1,018,355)	149,246	5,918	1,554,453	1,709,562	691,262

CAMGSM PLC.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

24. CASH FLOW INFORMATION (CONTINUED)

Net debt reconciliation (continued)

	Liabilities from financing activities						Other assets			Net Debt US\$
	Long term trade payable US\$	Borrowings US\$	Debt securities US\$	Other financial liabilities US\$	Leases US\$	Sub-total US\$	Cash and cash equivalents US\$	Loan to a related party US\$	Sub-total US\$	
As at 1 January 2023	(3,204,111)	(158,356,098)	-	(17,814,252)	(41,774,602)	(221,149,063)	2,863,187	373,584,018	376,447,205	155,298,142
Cash flows	23,711,687	(4,300,425)	(19,519,546)	9,600,000	8,561,142	18,052,858	23,438,184	-	23,438,184	41,491,042
Accrued interest income/(expense)	(647,913)	(1,308,261)	(147,149)	(2,414,158)	-	(4,517,481)	-	12,615,495	12,615,495	8,098,014
New leases	-	-	-	-	(7,878,082)	(7,878,082)	-	-	-	(7,878,082)
Interest on leases	-	-	-	-	(4,015,905)	(4,015,905)	-	-	-	(4,015,905)
Transfers to payable in working capitals	(23,711,687)	-	-	-	-	(23,711,687)	-	-	-	(23,711,687)
Termination of leases	-	-	-	-	2,404,569	2,404,569	-	-	-	2,404,569
Other changes	-	-	-	-	-	-	-	-	-	-
- Interest payments	-	14,814,440	-	-	4,015,905	18,830,345	-	-	-	18,830,345
- Transaction costs paid	-	3,827,153	-	-	-	3,827,153	-	-	-	3,827,153
As at 31 December 2023	<u>(3,852,024)</u>	<u>(145,323,191)</u>	<u>(19,666,695)</u>	<u>(10,628,410)</u>	<u>(38,686,973)</u>	<u>(218,157,293)</u>	<u>26,301,371</u>	<u>386,199,513</u>	<u>412,500,884</u>	<u>194,343,591</u>
KHR million equivalent	<u>(15,736)</u>	<u>(593,646)</u>	<u>(80,337)</u>	<u>(43,417)</u>	<u>(158,037)</u>	<u>(891,173)</u>	<u>107,441</u>	<u>1,577,625</u>	<u>1,685,066</u>	<u>793,893</u>

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

25. CAPITAL EXPENDITURE COMMITMENTS

	2024		2023	
	US\$	KHR million	US\$	KHR million
Property, plant and equipment	20,753,632	84,488	14,214,437	58,066

26. RELATED PARTY TRANSACTIONS AND BALANCES

(i) Related parties

(a) Parent and ultimate parent

The Royal Millicom Co., Ltd. (the “Parents company”) is disclosed in Note 1 to the consolidated financial statements.

Neak Oknha Kith Meng is the ultimate controlling party of the Company. He is a director of the Company and both the parent companies, Three Star Investment Cambodia Ltd and Royal Group of Companies Ltd. He is also a shareholder of Three Star Investment Cambodia Ltd and Royal Group of Companies Ltd.

(b) Subsidiaries

The Company’s subsidiaries are disclosed in Note 1 to the consolidated financial statements.

(c) Fellow subsidiaries

Cambodian Broadcasting Services Co., Ltd. is a subsidiary of the Modern Times Group (MTG). MTG is owned by Three Star Investment Cambodia Ltd.

(d) Other related parties

J Trust Royal Bank Plc, Infinity General Insurance Plc, Telcotech Ltd, Wing Bank (Cambodia) Plc, Hotel Cambodiana Phnom Penh, and Toll (Cambodia) Co., Ltd. are related companies as Royal Group Co., Ltd. is one of their shareholders.

(ii) Balances with related parties

	2024		2023	
	US\$	KHR million	US\$	KHR million
<i>Receivables from:</i>				
Other related parties	211,307	851	28,377	115
<i>Payables to:</i>				
Other related parties	2,793,893	11,245	6,352,041	25,948

The receivables and payables are unsecured, interest free and due to be settled in normal commercial terms.

Year-end balances arising from loan to a related party and borrowings are disclosed under Notes 8 and 13.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

26. RELATED PARTY TRANSACTIONS AND BALANCES (CONTINUED)

- (iii) The following transactions were carried out with fellow subsidiaries and other related parties

	2024		2024	
	US\$	KHR million	US\$	KHR million
<i>Sales of various services:</i>				
Fellow subsidiaries	-	-	14,536	59
Other related parties	36,919,789	150,300	28,698,776	117,234
	<u>36,919,789</u>	<u>150,300</u>	<u>28,713,312</u>	<u>117,293</u>

	2024		2023	
	US\$	KHR million	US\$	KHR million
<i>Purchases of various goods and services:</i>				
Fellow subsidiaries	16,150	66	139,228	569
Other related parties	11,462,293	46,663	9,501,422	38,813
	<u>11,478,443</u>	<u>46,729</u>	<u>9,640,650</u>	<u>39,382</u>

The outstanding receivables and payables arising from these transactions are unsecured, interest free and due to be settled in normal commercial terms.

- (iv) **Transactions with ultimate shareholder**

The loan transaction with ultimate shareholder is disclosed in Note 8.

- (v) **Key management compensation**

Key management include the Head of Departments and above of the Group and the compensation paid to them during the year as follows:

	2024		2023	
	US\$	KHR million	US\$	KHR million
Salaries and other short-term employee benefits	<u>2,265,076</u>	<u>9,221</u>	<u>2,197,125</u>	<u>9,030</u>

27. EARNINGS PER SHARE

- i) Basic earnings per share

Basic earnings per share are calculated by dividing the earnings attributable to equity holders of the Company by number of ordinary shares in issue during the period as shown below:

	2024		2023	
	US\$	KHR million	US\$	KHR million
Earning attributable to the owners of the Company	27,485,778	111,894	80,247,092	329,817
Number of shares	<u>1,959,271,206</u>	<u>1,959,271,206</u>	<u>1,959,271,206</u>	<u>1,959,271,206</u>
Basic earnings per share (US\$/KHR) (full amount)	<u>0.014</u>	<u>57</u>	<u>0.041</u>	<u>168</u>

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

27. EARNINGS PER SHARE (CONTINUED)

ii) Diluted earnings per share

Diluted earnings per share are calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares. The Company had no dilutive potential ordinary shares during the year. As such, the diluted earnings per share were equivalent to the basic earnings per share.

28. SIGNIFICANT EVENTS SUBSEQUENT TO THE END OF THE YEAR

On 9 January 2025, the Company paid the guaranteed dividend for the fourth quarter of 2024 amounting to US\$91,186 equivalent to KHR368 million with value of US\$0.0098 or KHR39.73 per share to its Class A shareholders.

On the same dated as stated above, in accordance with the Board of Directors (BoD) resolution, the Company announced the approval of BoD on the decision to enter into a long-term loan agreement to settle existing term loan facility with Canadia Bank. The long-term loan agreement was entered with Union Commercial Bank Plc. on 10 January 2025 for total loan amounting to US\$19,000,000 with interest rate of 7.8% per annum. The principal is to be repaid annually on month 12th, 24th, 36th, and 48th, while the interest is to be paid on monthly basis. The maturity date is on 10 January 2030.

On 27 January 2025, Phillip Bank Plc. issued an irrevocable Bank Guarantee in favour of GuarantCo Ltd for US\$3,249,564 in lieu of the Debt Service Reserve Account and the Guarantee Fee Reserve Account effective from 27 January 2025 to 16 May 2025. The Bank Guarantee bears an interest rate of 0.15% per month.

On 20 February 2025, ICBC issued letters of credit to the Company to provide US\$4,809,031 in bank financing to purchase the telecommunication equipment, software and related services from Huawei International Pte. Ltd., Huawei Technologies Co., Ltd and Huawei Technologies (Cambodia) Co., Ltd (the "Suppliers"), which will be paid within 360 calendar days from the date of Bill of Lading.

On 20 March 2025, Maybank (Cambodia) Plc. has issued a renewal letter of offer to the Company to renew the letter of credit amounting to US\$10,000,000 for another 12 months from 13 March 2025 to 13 March 2026.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

29. COMPARATIVE FIGURES

Certain amounts in the comparative consolidated financial statements and note disclosures have been reclassified to conform with the current year's presentation of accounts. Management believes that these reclassifications would better reflect the nature of the transactions.

Summary of the changes arising from the reclassifications are shown below:

	For year ended 31 December 2023			
	Previously reported	Reclassification	As reclassified	
	US\$	US\$	US\$	KHR million
Consolidated Statement of financial position				
<i>Current:</i>				
Trade and other payables	50,985,179	(29,794,799)	21,190,380	86,563
Accrued liabilities	38,837,338	29,794,799	68,632,137	280,362
	<u>89,822,517</u>	<u>-</u>	<u>89,822,517</u>	<u>366,925</u>
Consolidated Statement of cash flows				
<i>Changes in working capital:</i>				
Trade and other payables	(6,567,292)	10,578,617	4,011,325	16,487
Accrued liabilities	3,872,548	(10,578,617)	(6,706,069)	(27,563)
	<u>(2,694,744)</u>	<u>-</u>	<u>(2,694,744)</u>	<u>(11,076)</u>

30. AUTHORISATION OF THE CONSOLIDATED FINANCIAL STATEMENTS

The consolidated financial statements of the Group for the year ended 31 December 2024 were authorised for issue by the Board of Directors on 28 March 2025.

Baker Tilly (Cambodia) Co., Ltd.
Certified Public Accountants

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INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF CAMGSM PLC.

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of CAMGSM PLC. (the "Company"), and its subsidiaries (collectively referred to as the "Group"), which comprise the consolidated statement of financial position as at 31 December 2024, consolidated statement of profit and loss and other comprehensive income, consolidated statement of changes in equity, consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policy information, as set out on pages 5 to 49.

In our opinion, the accompanying consolidated financial statements give a true and fair view of the financial position of the Group as at 31 December 2024, and its financial performance and its cash flows for the year then ended in accordance with the Cambodian International Financial Reporting Standards ("CIFRSs").

Basis for Opinion

We conducted our audit in accordance with Cambodian International Standards on Auditing ("CISAs"). Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group in accordance with the International Ethics Standards Board for Accountants' *Code of Ethics for Professional Accountants* ("IESBA Code") and the ethical requirements that are relevant to our audit of the consolidated financial statements in Cambodia, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matter

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements of the Group for the current year. The matter described below was addressed in the context of our audit of the consolidated financial statements of the Group as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on the matter.

Key Audit Matter

Accuracy of Revenue

Refer to Note 3.10 and Note 18 to the consolidated financial statements.

For the year ended 31 December 2024, the Group recognised revenues from provision of telecom services amounting to US\$166,327,571. We focused on this area because there is an inherent risk around the accuracy of revenue recorded given the complexity of systems involved and the impact of changes in pricing models to revenue recognition. Revenues processed by billing systems are complex and involves large volume of data, different products sold, services and price changes.

Accordingly, we have identified this as a key audit matter.

Our responses:

- We obtained an understanding and evaluated the significant revenue processes and identified the relevant controls (including IT systems) and performed validation procedures through tests of key manual, automated and IT dependent controls;
- We involved IT specialists to test IT general controls, data/information reporting and certain automated controls surrounding relevant revenue system on a sampling basis;
- We identified and examined the key reconciliations prepared by the management between different IT systems within the revenue process;
- We tested the design and implementation as well as the operating effectiveness of the relevant controls;
- We performed data analysis and substantive analytical procedures of significant revenue streams;
- We reviewed key reconciliations performed by the management's revenue assurance team;
- We examined material non-standard journal entries and the adjustments posted to revenue accounts;
- We performed substantive tests of details in relation to certain revenue streams; and
- We assessed the adequacy of the disclosures in the consolidated financial statements relating to revenue against the requirements of CIFRSs.

Based on the above procedures performed, we did not identify any material exceptions.

Information Other than the Consolidated Financial Statements and Auditors' Report Thereon

The management of the Group is responsible for the other information. The other information comprises the Annual Report and Directors' Report (but does not include the consolidated financial statements of the Group and our auditors' report thereon). The Directors' Report was obtained prior to the date of this auditors' report, and other sections included in the annual report are expected to be made available to us after that date.

Our opinion on the consolidated financial statements of the Group does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements of the Group, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements of the Group or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information that we obtained prior to the date of this auditors' report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance, and respond to that matter in accordance with the requirements of CISA.

Responsibilities of the Management and Those Charged with Governance for the Financial Statements

The management is responsible for the preparation of the consolidated financial statements that give a true and fair view in accordance with CIFRSs. Management is also responsible for such internal controls as the directors determine are necessary to enable the preparation of the consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the management either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with CISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the consolidated financial statements.

As part of an audit in accordance with CISAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures by the management.
- conclude on the appropriateness of the management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the Group as a basis for forming an opinion on the group consolidated financial statements. We are responsible for the direction, supervision and review of the audit work performed for the purposes of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

We also provide those charged with governance with a statement that we have complied with the relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with those charged with governance, we determined those matters that were of most significance in the audit of the consolidated financial statements of the Group for the current year and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determined that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh public interest benefits of such communication.



Baker Tilly (Cambodia) Co., Ltd.
Certified Public Accountants

Phnom Penh, Kingdom of Cambodia

Date: **28 MAR 2025**



Oknha Tan Khee Meng
Certified Public Accountant