

(Registration No. 201001033020 (916943-W)) (Incorporated in Malaysia)

UNAUDITED INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 JUNE 2024

(Registration No. 201001033020 (916943-W)) (Incorporated in Malaysia)

INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 JUNE 2024

UNAUDITED STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE PERIOD ENDED 30 JUNE 2024

		INDIVID	OUAL QUARTER	CUMULA	CUMULATIVE QUARTERS		
	Note	CURRENT YEAR QUARTER 30/06/2024 RM'000	PRECEDING YEAR CORRESPONDING QUARTER 30/06/2023 RM'000	CURRENT YEAR TO DATE 30/06/2024 RM'000	PRECEDING YEAR CORRESPONDING YEAR TO DATE 30/06/2023 RM'000		
Revenue		7,629	6,958	16,412	9,884		
Cost of sales		(2,428)	(1,970)	(5,441)	(2,786)		
Gross profit		5,201	4,988	10,971	7,098		
Administrative expenses and other operating expenses		(4,286)	(3,441)	(8,098)	(4,998)		
Other income		244	4	324	188		
		1,159	1,551	3,197	2,288		
Interest income		36	5	72	10		
Interest expense		(5)	9	(10)	(11)		
		1,190	1,565	3,259	2,288		
Share of result of an associate, net of tax		30		63	-		
Profit before tax		1,220	1,565	3,322	2,288		
Taxation	В5	(514)	(685)	(1,099)	(888)		
Profit after tax		706	880	2,223	1,400		
Other comprehensive income:							
Foreign currency translation		-	-	-	-		
Total comprehensive income for the period		706	880	2,223	1,400		
Attributable to: Owners of the parent Non-controlling interest		708 (2)	637 243	2,174 49	1,036 364		
Total comprehensive income for the period		706	880	2,223	1,400		
Earnings per share:							
Basic earnings per share (sen) Diluted earnings per share (sen)		0.27 N/A	0.28 N/A	0.83 N/A	0.46 N/A		

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INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 JUNE 2024

UNAUDITED STATEMENT OF FINANCIAL POSITION AS AT 30 JUNE 2024

	(UNAUDITED) AS AT 30/06/2024 RM'000	(AUDITED) AS AT 31/12/2023 RM'000
ASSETS		
Non-current assets		
Property, plant and equipment	615	223
Right-of-use assets	229	465
Intangible assets Goodwill	24,377 24,026	24,394 23,354
Investment in associate	,	1,253
investment in associate	1,316 50,563	49,689
Current assets	30,303	47,007
Trade receivables	5,766	5,294
Other receivables	288	172
Deposits and prepayments	2,575	2,511
Current tax assets	17	19
Contract assets	2,803	2,078
Cash and cash equivalents	10,865	10,425
•	22,314	20,499
TOTAL ASSETS	72,877	70,188
EQUITY AND LIABILITIES Equity attributable to owners of the parent Share capital Reserves	59,044 (5,514) 53,530	59,044 (7,688)
Non controlling interest	33,330 766	51,356 717
Non-controlling interest Total equity	54,296	52,073
Non-current liabilities		
Deferred tax liabilities	5,865	5,865
	5,865	5,865
Current liabilities		
Trade payables	936	732
Other payables	6,614	6,013
Contract liabilities	2,210	2,224
Lease liabilities	233	468
Provision for taxation	1,019	703
Accruals	1,704	2,110
TOTAL LIABILITIES	<u>12,716</u> 18,581	12,250 18,115
TOTAL EQUITY AND LIABILITIES	72,877	70,188
	12,011	/0,188
Net assets per share attributable to equity holders of the Company (RM)	0.15	0.15

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UNAUDITED STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 30 JUNE 2024

	<> Attributable to equity holders of the Company>					
	<non-distr< th=""><th>ributable></th><th>Distributable</th><th>Total</th><th>Non- controlling interest</th><th>Total equity</th></non-distr<>	ributable>	Distributable	Total	Non- controlling interest	Total equity
	Share capital	Merger reserve	Accumulated losses RM'000	RM'000	RM'000	RM'000
At 1/1/2023	6,732	775	(7,379)	128	-	128
Profit for the period	-	-	1,463	1,463	597	2,060
Total comprehensive income for the period	-	-	1,463	1,463	597	2,060
Acquisition of subsidiaries Issuance of share capital Proceeds from rights issue exercise	- 22,601 29,711	- - -	(2,547)	(2,547) 22,601 29,711	120	(2,427) 22,601 29,711
Transactions with owners	52,312	-	(2,547)	49,765	120	49,885
At 31/12/2023	59,044	775	(8,463)	51,356	717	52,073
At 1/1/2024	59,044	775	(8,463)	51,356	717	52,073
Profit for the period	-	-	2,174	2,174	49	2,223
Total comprehensive income for the period	-	-	2,174	2,174	49	2,223
At 30/06/2024	59,044	775	(6,289)	53,530	766	54,296

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UNAUDITED STATEMENT OF CASH FLOW FOR THE PERIOD ENDED 30 JUNE 2024

CASH FLOW FROM OPERATING ACTIVITIES	(Unaudited) AS AT CURRENT YEAR TO DATE ENDED 30/06/2024 RM'000	(Audited) AS AT PRECEDING YEAR TO DATE ENDED 31/12/2023 RM'000
Profit before tax	3,322	3,580
	5,522	2,000
Adjustments for non-cash flows:	17	21
Amortisation of intangible assets Bad debts written off	17	31 7
Depreciation of property, plant and equipment	- 98	113
Depreciation of right-of-use assets	236	369
Interest income	(72)	(90)
Interest expense	10	7
Impairment loss on trade receivables	61	63
Impairment loss on contract assets	12	9
Share of result of an associate, net of tax	(63)	(18)
Reversal of impairment loss on trade receivables	(63)	(107)
Reversal of impairment loss on contract assets	(9)	(16)
Operating profit before changes in working capital Changes in working capital:	3,549	3,948
Trade and other receivables	(523)	(616)
Contract assets	(728)	2,234
Trade and other payables	(242)	(904)
Contract liabilities	(14)	(1,534)
Net cash generated in operations	2,042	3,128
Tax paid	(782)	(2,313)
Net cash generated from operating activities	1,260	815
CASH FLOW FROM INVESTING ACTIVITIES		
Repayment to ultimate holding company	-	(150)
Repayment to a related company	-	(61)
Placement of deposits Purchase of property, plant and equipment	(56) (489)	(3,000) (68)
Purchase of intangible assets	(489)	(6)
Acquisition of subsidiaries (net of cash acquired)	(266)	(15,653)
Acquisitions of remaining non-controlling interests (net of	(200)	(15,655)
cash acquired)	-	(4,094)
Acquisition of an associate	-	(759)
Interest received	72	90
Net cash used in investing activities	(739)	(23,701)
CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from rights issue	-	29,711
Lease payments	-	(363)
Advance to an associate	(127)	-
Interest expense	(10)	
Net cash (used in) / generated from financing activities	(137)	29,348
NET CHANGE IN CASH AND CASH EQUIVALENTS	384	6,462

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UNAUDITED STATEMENT OF CASH FLOW FOR THE PERIOD ENDED 31 MARCH 2024 (continued)

	(Unaudited) AS AT CURRENT YEAR TO DATE ENDED 30/06/2024 RM'000	(Audited) AS AT PRECEDING YEAR TO DATE ENDED 31/12/2023 RM'000	
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF FINANCIAL PERIOD / YEAR	7,425	963	
CASH AND CASH EQUIVALENTS AT THE END OF FINANCIAL PERIOD / YEAR	7,809	7,425	

PART A – EXPLANATORY NOTES PURSUANT TO MALAYSIAN FINANCIAL REPORTING STANDARD ("MFRS") 134: INTERIM FINANCIAL REPORTING

A1 - Basis of Preparation

The unaudited interim financial statements have been prepared in accordance with MFRS 134: Interim Financial Reporting issued by the Malaysian Accounting Standards Board ("MASB") and Rule 9.22 of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") ("AMLR").

The unaudited interim financial statements should be read in conjunction with the audited financial statements of Catcha Digital Berhad ("Catcha Digital" or the "Company") and its subsidiaries ("Group") for the financial year ended ("FYE") 31 December 2023. The explanatory notes attached to the interim financial statements provide an explanation on events and transactions that are significant to an understanding of the changes in the financial position and performance of the Group since the FYE 31 December 2023.

A2 - Adoption of New and Revised Accounting Policies

The significant accounting policies and methods of computation applied in the unaudited interim financial statements are consistent with those adopted in the most recent audited financial statements of the Group for the FYE 31 December 2023, except for the adoption of the following accounting standards, amendments and interpretations of the MFRS Framework that have been issued by the MASB during the current financial period:

Title	Effective Date
MFRS 17 Insurance Contracts	1 January 2023
Amendments to MFRS 17 Insurance Contract	1 January 2023
Amendments to MFRS 17 Insurance Contract Initial Application of MFRS	1 January 2023
17 and MFRS 9 - Comparative Information	
Amendments to MFRS 101 Presentation of Financial Statements Disclosure	1 January 2023
of Accounting Policies	
Amendments to MFRS 108 Accounting Policies, Changes in Accounting	1 January 2023
Estimates and Errors Definition of Accounting Estimates	
Amendments to MFRS 112 Income Taxes Deferred tax related to Assets and	1 January 2023
Liabilities arising from a Single Transaction	

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The adoption of all the MFRSs and amendments to MFRSs did not have any financial impact to the Group.

A3 – Auditors' Report on Preceding Audited Financial Statements

The auditors' report on the Group's audited financial statements for the FYE 31 December 2023 was not qualified.

A4 – Seasonal or Cyclicality of Operations

The Group is not exposed to any seasonal or cyclicality of operations during the current period under review.

A5 – Unusual Nature and Amount of Items Affecting Assets, Liabilities, Equity, Net Income or Cash Flows

There were no unusual items affecting assets, liabilities, equity, net income or cash flows for the current quarter under review.

A6 – Changes in Estimates

There were no material changes in estimates of amounts reported that may have a material effect on the current quarter under review.

A7 – Debt and Equity Securities

There were no issuance, cancellation, repurchase, resale and repayment of debt and equity securities during the current quarter under review.

A8 – Dividends

No dividend has been declared or paid as at the date of this interim financial report.

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A9 - Segmental Information

The segmental results of the Group are as follows:

	Quarter Ended 30 June 2024				
	Online media	Others	Total		
	(RM'000)	(RM'000)	(RM'000)		
Revenue	7,629	-	7,629		
Cost of sales	(2,428)	-	(2,428)		
Gross profit	5,201	-	5,201		
Other income	4	240	244		
Interest income	-	36	36		
Administrative expenses and other operating					
expenses	(3,332)	(954)	(4,286)		
Operating profit / (loss)	1,873	(678)	1,195		
Interest expense	(5)	-	(5)		
•	1,868	(678)	1,190		
Share of result of an associate, net of tax	30	-	30		
Profit / (loss) before tax	1,898	(678)	1,220		
Tax expenses	(514)	` <u>-</u>	(514)		
Profit / (loss) after tax	1,384	(678)	706		
Other comprehensive income, net of tax	-	-	-		
Total comprehensive income / (loss)	1,384	(678)	706		

A10 - Valuation of Property, Plant and Equipment

There were no valuation of the property, plant and equipment of the Group during the current quarter under review.

A11 - Acquisition/Disposal of Property, Plant and Equipment

There were no acquisition or disposal of property, plant and equipment by the Group during the current quarter under review.

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A12 - Material Events Subsequent to the End of The Current Quarter

- (i) On 28 November 2023, iMedia Asia Sdn Bhd ("**iMedia**") (a wholly-owned subsidiary of the Company) executed a letter of intent with Kuhan Kumar A/L Palaniappan and Sarojah A/P Thandan for the preliminary indication of interest to acquire 51% equity interest in DS Services Sdn Bhd ("**DS Services**"). Subsequently, iMedia and the vendors had vide a letter dated 29 March 2024, mutually agreed to extend the aforementioned validity period from 31 March 2024 to 30 June 2024. Following this, iMedia and the vendors had vide a letter dated 28 June 2024, mutually agreed to extend the aforementioned validity period from 30 June 2024 to 30 September 2024.
- (ii) On 24 June 2024, iMedia entered into a joint venture agreement with Khairy Jamaluddin and Shahril Hamdan, the founders of Keluar Sekejap Sdn Bhd ("**Keluar Sekejap**") to co-found and form a new disruptive digital media business, KS Lagi. Following this, KS Lagi Sdn Bhd [Registration No. 202401030625 (1576474-T)] ("**KS Lagi**") was incorporated on 29 July 2024. The directors of KS Lagi are Shahril Hamdan and Loh Ken Wei and the shareholders are Keluar Sekejap (with 67% equity interest) and iMedia (with 33% equity interest).

Save as disclosed above, there were no other material events subsequent to the end of the current quarter under review up to the date of this interim financial report which is likely to substantially affect the results of the operations of the Group.

A13 - Changes in Composition of the Group

KS Lagi was incorporated on 29 July 2024 and is now a 33%-owned joint venture of iMedia.

A14 – Changes in Contingent Liabilities or Contingent Assets

As at the date of this interim financial report, the Directors of the Company are not aware of any material contingent liabilities or contingent assets that may impact the financial performance of the Group.

A15 – Derivatives

There were no outstanding derivative financial instruments for the current quarter under review.

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PART B – EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE AMLR

B1 – Review of Performance

The Group recorded RM16.41 million in revenue and RM2.22 million in profit after tax for the 6-month financial period ended ("FPE") 30 June 2024, as compared to a revenue of RM9.88 million and profit after tax of RM1.40 million in the previous year corresponding financial period. This is in line with the continuous growth of the online media business of iMedia and its subsidiaries ("iMedia Group"), recording 66.10% and 58.57% year-on-year growth in terms of revenue and profitability.

B2 - Material Changes to the Results of the Immediate Preceding Quarter

The Group recorded RM7.63 million in revenue and RM0.71 million in profit after tax, which is RM1.15 million (or 13.10%) and RM0.81 million (or 53.29%) lower than the revenue of RM8.78 million and profit after tax of RM1.52 million in the immediate preceding quarter for the 3-month FPE 31 March 2024.

This was mainly due to lower online advertising revenue from iMedia Group in the current quarter due to the ongoing boycotts which resulted in global clients being more cautious in their advertising spending to align with public sentiment or avoid controversy.

B3 – Prospects

Our vision is to build the leading digital group in ASEAN, leading the digital revolution in the fast-growing RM1 trillion digital economy, as estimated by Google, Temasek and Bain & Company in their 2023 SEA e-Conomy report.

The first phase of realising our vision is to build out a market-leading profitable digital media business starting from Malaysia and across ASEAN in the future, which e-Marketer estimated to be a RM25 billion market by 2025. With the population of ASEAN of approximately 605 million, the Group is strategically positioned to capitalise on this opportunity to engage with a large online user base. Online media consumption is growing at an encouraging pace in this region, especially on social media and news platforms, in line with the growth trends across markets globally.

Our goal for our digital media business is to become a significant ASEAN digital media group and lead the media revolution in the way consumers uncover and consume news and content. We hope to achieve this through its audience leadership position in Malaysia in the social news network segment and in the later stages, further expansion into key markets with ASEAN. Online video and content monetisation will continue to be our key focus in driving revenue alongside our influencer marketing platform and digital-out-of-home advertisement in the coming years.

The Group also intends to increase its presence in existing markets through strategic investments and acquisitions that are complementary to its existing segments, thereby offering more complimentary products and services that it could up-sell or cross-sell to its customers, mainly through newly acquired high-traffic consumer websites and complementary digital marketing products and services.

The main objective remains to be the most efficient one-stop digital media solution provider by consolidating the highly fragmented digital media industry, offering our advertisers better value, options and convenience.

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Premised on the above and in view of the Group's ongoing efforts, the prospects of the Group's digital media's business in terms of financial performance are expected to be favourable moving forward.

In the second phase of achieving our vision, the Group is actively seeking to embark on new business opportunities in the digital economy beyond digital media. Our goal is to build a diversified digital group in ASEAN that focuses on delivering long-term sustainable shareholder value and contributing to the growth and development of the Malaysian and ASEAN digital economy.

B4 – Financial Forecast, Estimate or Projection

The Group did not publish any financial forecast, estimate or projection in any public documents.

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B5 – Taxation

	Current quarter ended 30 June 2024 RM'000	Preceding year corresponding quarter ended 30 June 2023 RM'000	Year to date ended 30 June 2024 RM'000	Preceding year to date ended 30 June 2023 RM'000
Malaysian income tax:-				
Current tax:				
- Current year	(514)	(685)	(1,099)	(888)
·	(514)	(685)	(1,099)	(888)
Deferred tax:	_			
- Original and reversal of				
temporary differences	-	-	-	-
	(514)	(685)	(1,099)	(888)
Effective tax rate	(42.06%)	(43.73%)	(33.08%)	(38.79%)

Tax expense is recognised based on management's best estimate.

B6 – Status of Corporate Proposals Announced but not Completed

Save as disclosed in Note A12(i), there were no corporate proposals announced but not completed as at the date of this interim financial report.

B7 – Group's Borrowings and Debt Securities

The Group does not have any material local nor foreign borrowings as at 30 June 2024.

B8 – Material Litigation

There was no material litigation pending as at the date of this interim financial report.

B9 – Dividend

No dividend has been declared or paid as at the date of this interim financial report.

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B10 – Status of Utilisation of Proceeds

Catcha Digital raised RM29.71 million following the completion of a rights issue exercise on 31 July 2023 ("**Rights Issue**"). The table below sets out the status of utilisation of proceeds as at 20 August 2024:

Utilisation of proceeds	Actual proceeds raised (RM'000)	Actual utilisation (RM'000)	Balance unutilised (RM'000)	Expected timeframe for utilisation of proceeds from the completion of the Rights Issue
First Hurdle Payment and Second Hurdle Payment	18,000	18,000	-	Within 14 days
Working Capital	11,711	8,336	3,375	Within 24 months
Total	29,711	26,336	3,375	

B11 - Earnings per ordinary shares of the Company ("Catcha Digital Share")

(a) Basic earnings per Catcha Digital Share ("EPS")

Basic EPS of the Group is calculated by dividing the profit or loss after tax for the period attributable to ordinary equity holders of the Company by the weighted average number of Catcha Digital Shares in issue.

		Current quarter ended 30 June		Year to date ended 30 June	
		2024	2023	2024	2023
Profit for the period attributable					
to ordinary equity holders of the					
Company	(RM'000)	708	637	2,174	1,036
Weighted average number of					
Catcha Digital Share in issue	('000')	261,951	225,653	261,951	225,653
Basic EPS	(sen)	0.27	0.28	0.83	0.46

(b) Diluted EPS

There is no dilution of share capital for the Company.

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B12 – Fair Value of Financial Liabilities

There was no gain or loss arising from fair value changes of financial liabilities for the current quarter and financial period under review as the Group did not have any financial liabilities measured at fair value.

B13 - Profit / (Loss) Before Taxation

	Current quarter ended 30 June		Year to d ended 30 June	
	2024 (RM'000)	2023 (RM'000)	2024 (RM'000)	2023 (RM'000)
Profit / (Loss) before tax is arrived at after charging / crediting:				
Interest income from placement in funds	36	5	72	10
Interest expense	(5)	9	(10)	(11)
Amortisation of intangible assets	(8)	(9)	(17)	(12)
Depreciation of property, plant and equipment	(52)	(1)	(98)	(48)
Depreciation of right-of-use assets	(118)	-	(236)	(138)
Impairment loss on trade receivables	-	-	(61)	-
Impairment loss on contract assets	-	-	(12)	-
Reversal of impairment loss on trade receivables	(2)	-	63	-
Reversal of impairment loss on contract assets	3	-	9	-

Save as disclosed above, the other disclosure items pursuant to Appendix 9B, Part A (16) of the AMLR are not applicable.

B14 – Authorisation for Issue

These unaudited interim financial statements were authorised for issuance by the Board of Directors of the Company on 27 August 2024.