



CATCHA MEDIA BERHAD

(Company No: 916943 - W)

(Incorporated in Malaysia)

**UNAUDITED INTERIM FINANCIAL STATEMENTS
FOR THE PERIOD ENDED
30 SEPTEMBER 2012**

CATCHA MEDIA BERHAD

(Company No 916943-W)

(Incorporated in Malaysia)

INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2012

**UNAUDITED STATEMENTS OF COMPREHENSIVE INCOME
FOR THE THIRD QUARTER ENDED 30 SEPTEMBER 2012**

	Note	INDIVIDUAL QUARTER		CUMULATIVE QUARTERS	
		CURRENT YEAR QUARTER 30/9/2012 RM'000	PRECEDING YEAR CORRESPONDING QUARTER 30/9/2011 RM'000	CURRENT YEAR TO DATE 30/9/2012 RM'000	PRECEDING YEAR CORRESPONDING PERIOD 30/9/2011 RM'000
Revenue	A9	9,810	8,069	27,864	28,156
Cost of sales		(5,773)	(4,980)	(16,770)	(17,336)
Gross profit		4,037	3,089	11,094	10,820
Administrative expenses		(6,370)	(4,099)	(15,779)	(9,476)
Other operating expenses		(92)	(554)	(420)	(657)
Other operating income		(3)	1	47	163
(Loss)/Profit from operations		(2,428)	(1,563)	(5,058)	850
Interest income		(4)	40	21	40
Interest expense		-	-	-	-
Gain on disposal of subsidiary	A5	18,774	-	18,774	-
Share of loss of an associate		(367)	-	(367)	-
Profit/(Loss) before tax		15,975	(1,523)	13,370	890
Taxation	B5	(154)	(751)	(193)	(767)
Profit/(Loss) for the period		15,821	(2,274)	13,177	123
Other comprehensive loss:					
Foreign currency translation		5	-	(32)	(4)
Total comprehensive income/ (loss) for the period		15,826	(2,274)	13,145	119
Attributable to:					
Equity holders of the Company		16,203	(2,274)	13,769	119
Non-controlling interests		(377)	-	(624)	-
Total comprehensive income/ (loss) for the period		15,826	(2,274)	13,145	119
Earnings/(loss) per share:					
Basic earnings/(loss) per share (sen)		12.03	(1.71)	10.25	0.09
Diluted earnings per share (sen)		N/A	N/A	N/A	N/A

N/A – Not Applicable

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INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2012**UNAUDITED STATEMENTS OF FINANCIAL POSITION
AS AT 30 SEPTEMBER 2012**

	(UNAUDITED) AS AT 30/9/2012 RM'000	(AUDITED) AS AT 31/12/2011 RM'000	(AUDITED) AS AT 1/1/2011 RM'000
Note			
ASSETS			
Non-current assets			
Property, plant and equipment	835	798	346
Intangible assets	15,021	15,021	2,000
Investment in an associate	22,776	-	-
	<u>38,632</u>	<u>15,819</u>	<u>2,346</u>
Current assets			
Inventories	929	1,536	-
Trade receivables	9,609	12,202	14,622
Other receivables, deposits and prepayments	2,077	1,158	493
Cash and cash equivalents	861	8,853	1,784
Current tax assets	137	-	-
	<u>13,613</u>	<u>23,749</u>	<u>16,899</u>
TOTAL ASSETS	<u>52,245</u>	<u>39,568</u>	<u>19,245</u>
EQUITY AND LIABILITIES			
Equity attributable to equity holders of the Company			
Share capital	13,464	13,464	11,000
Reserves	23,504	9,735	(5,708)
Total equity	<u>36,968</u>	<u>23,199</u>	<u>5,292</u>
Non-current liabilities			
Borrowing	-	-	-
Deferred tax liabilities	95	95	84
	<u>95</u>	<u>95</u>	<u>84</u>
Current liabilities			
Trade payables	4,834	6,484	6,123
Other payables and accruals	6,611	5,787	5,185
Provision	3,656	3,656	-
Borrowing	-	-	-
Current tax liabilities	81	347	2,561
	<u>15,182</u>	<u>16,274</u>	<u>13,869</u>
Total liabilities	<u>15,277</u>	<u>16,369</u>	<u>13,953</u>
TOTAL EQUITY AND LIABILITIES	<u>52,245</u>	<u>39,568</u>	<u>19,245</u>
Net assets per share attributable to ordinary equity holders of the Company (RM)	<u>0.27</u>	<u>0.17</u>	<u>0.05</u>

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INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2012

**UNAUDITED STATEMENTS OF CHANGES IN EQUITY
FOR THE PERIOD ENDED 30 SEPTEMBER 2012**

< ----- Attributable to equity holders of the Company ----- >

	<-----Non-distributable----->				Distributable	Total	Non-controlling interests	Total equity
	Share capital RM'000	Share premium RM'000	Translation reserve RM'000	Merger deficit RM'000	Retained earnings RM'000	RM'000	RM'000	RM'000
At 1/1/2011	11,000	-	(1)	(6,185)	478	5,292	-	5,292
Public issue	2,300	14,950	-	-	-	17,250	-	17,250
Share issue expenses	-	(578)	-	-	-	(578)	-	(578)
Profit for the period	-	-	-	-	123	123	-	123
Foreign currency translation	-	-	(4)	-	-	(4)	-	(4)
Total comprehensive income for the period	-	-	(4)	-	123	119	-	119
At 30/9/2011	13,300	14,372	(5)	(6,185)	601	22,083	-	22,083
At 1/1/2012	13,464	15,438	(2)	(6,185)	484	23,199	-	23,199
Profit for the period	-	-	-	-	13,801	13,801	-	13,801
Foreign currency translation	-	-	(32)	-	-	(32)	-	(32)
Total comprehensive income for the period	-	-	(32)	-	13,801	13,769	-	13,769
At 30/9/2012	13,464	15,438	(34)	(6,185)	14,285	36,968	-	36,968

CATCHA MEDIA BERHAD

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INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2012**UNAUDITED STATEMENTS OF CASH FLOW
FOR THE PERIOD ENDED 30 SEPTEMBER 2012**

	AS AT CURRENT FINANCIAL PERIOD ENDED 30/9/2012 RM'000	AS AT PRECEDING FINANCIAL PERIOD ENDED 30/9/2011 RM'000
CASH FLOW FROM OPERATING ACTIVITIES		
Profit before tax	13,370	890
Adjustments for non-cash flows:		
Accruals no longer required	(2)	(34)
Allowance for slow moving inventories	196	-
Bad debts recovered	(13)	(3)
Bad debts written off	87	411
Depreciation on property, plant and equipment	225	124
Gain on disposal of subsidiary	(18,774)	-
Inventories written off	20	-
Unrealised (gain)/loss on foreign exchange	(44)	134
Interest income	(21)	(40)
Interest expense	-	-
Share of loss of associated company	367	-
	<hr/>	<hr/>
Operating (Loss)/Profit Before Working Capital Changes	(4,589)	1,482
Changes In Working Capital:		
Inventories	391	-
Trade and other receivables	2,885	(596)
Trade and other payables	(714)	(374)
	<hr/>	<hr/>
Net Cash (Outflow)/Inflow from Operations	(2,027)	512
Income tax paid	(597)	(2,726)
	<hr/>	<hr/>
Net Cash Outflow from Operating Activities	(2,624)	(2,214)
	<hr/>	<hr/>
CASH FLOW FROM INVESTING ACTIVITIES		
Interest received	21	40
Purchase of property, plant and equipment	(104)	(314)
Proceed from disposal of property, plant and equipment	10	-
Acquisition of a subsidiary	(5,263)	-
	<hr/>	<hr/>
Net Cash Outflow from Investing Activities	(5,336)	(274)
	<hr/>	<hr/>
CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from public issue	-	17,250
Payment of share issue expenses	-	(578)
Interest paid	-	-
	<hr/>	<hr/>
Net Cash Inflow from Financing Activities	-	16,672
	<hr/>	<hr/>
NET CHANGE IN CASH AND CASH EQUIVALENTS	(7,960)	14,184
Effects of foreign exchange rate changes	(32)	(4)
	<hr/>	<hr/>
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF FINANCIAL PERIOD	8,853	1,784
	<hr/>	<hr/>
CASH AND CASH EQUIVALENTS AT THE END OF FINANCIAL PERIOD	861	15,964
	<hr/>	<hr/>

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INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2012

PART A – EXPLANATORY NOTES PURSUANT TO MALAYSIAN FINANCIAL REPORTING STANDARD 134 (“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”). The unaudited interim financial statements should be read in conjunction with the audited financial statements of Catcha Media Berhad (“Catcha Media” or the “Company”) and its subsidiaries (“Group”) for the financial year ended 31 December 2011. 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 financial year ended 31 December 2011.

Since the previous audited financial statements as at 31 December 2011 were issued, the Group has adopted the MFRS framework issued by the MASB with effect from 1 January 2012. This MFRS framework was introduced by the MASB in order to fully converge Malaysia’s existing Financial Reporting Standards (“FRS”) framework with the International Financial Reporting Standards (“IFRS”) framework issued by the International Accounting Standard Board. Whilst all FRSs issued under the previous FRS framework were equivalent to the MFRSs issued under the MFRS framework, there are some differences in relation to the transitional provisions and effective dates contained in certain of the FRSs.

Transition to the MFRS framework

The Group has applied MFRS 1 First-time Adoption of Malaysian Financial Reporting Standards in their transition to the MFRS framework on 1 January 2012. The policy elections made on transition date are listed in the audited financial statements of the Group for the financial year ended 31 December 2011. The MFRS did not result in any financial impact to the Group as the accounting policies adopted under the previous FRS framework were already in line with the requirements of the MFRS framework.

A2 – Adoption of New and Revised Accounting Policies

The following MFRSs and IC Interpretations have been issued by the MASB and are not yet effective:

Effective for annual periods commencing on or after 1 July 2012

Presentation of Items of Other Comprehensive Income (Amendments to MFRS 101)

Effective for annual periods commencing on or after 1 January 2013

MFRS 10	Consolidated Financial Statements
MFRS 11	Joint Arrangements
MFRS 12	Disclosure of Interests in Other Entities
MFRS 13	Fair Value Measurements
MFRS 119	Employee Benefits (as amended in June 2011)
MFRS 127	Separate Financial Statements (as amended by IASB in May 2011)
MFRS 128	Investments in Associates and Joint Ventures (as amended by IASB in May 2011)
IC Interpretation 20	Stripping Costs in the Production Phase of a Surface Mine
Disclosures – Offsetting Financial Assets and Liabilities (Amendments to MFRS 7)	

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INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2012

A2 – Adoption of New and Revised Accounting Policies (Continued)

Effective for annual periods commencing on or after 1 January 2014

Offsetting Financial Assets and Financial Liabilities (Amendments to MFRS 132)

Effective for annual periods commencing on or after 1 January 2015

MFRS 9 Financial Instruments (IFRS 9 issued by IASB in November 2009)

MFRS 9 Financial Instruments (IFRS 9 issued by IASB in October 2010)

IC Interpretation 20 will not have any financial impact to the Group as it is not relevant to the Group's operations. The financial effects of the above MFRSs and Amendments to MFRSs are still being assessed due to the complexity of these new MFRSs and Amendments to MFRSs, and their proposed changes.

A3 – Auditors' Report on Preceding Audited Financial Statements

The auditors' report on the Group's financial statements for the financial year ended 31 December 2011 was not qualified.

A4 – Seasonal or Cyclical Operations

The Group's business operations were subject to the normal seasonality associated with Media Businesses, including generally lower performance in the first quarter of any calendar year, with particular weakness in January and February as a result of reduced work days arising from the festive holidays.

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

Apart from the one-off gain of RM18.774 million arising from the transactions mentioned in Part A Note 13, there were no other 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 – Issuances, Cancellations, Repurchases, Resale and Repayments of 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 during the current quarter under review.

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INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2012**A9 – Segmental Information**

The Group is organised into the following reporting segments:

(a) Publishing

The business of selecting, creating and developing content, distributing and producing, selling Advertising Space for and marketing, both own magazines and licensed magazines, inclusive of operating, maintaining, executing, selling advertising for and marketing respective magazine websites and events.

(b) Online Media

The business of selling Advertising Space that utilise the internet as the advertising medium, where Advertising Space may include but are not limited to banner display advertisements, pay-per-click advertisements and pop-up advertisements, are displayed within an internet web browser or web page as a way of reaching an audience that uses the internet and are designed to drive customers to a particular website, form or location on the internet

(c) E-Commerce

The business of retailing handbags, bags, luggage, travel accessories, operation of the flash sales web site and flash sales event business. Flash sales web site is website that sells goods online at a discount for a limited time frame whereas flash sales events referred to selling goods at a discount for a limited time in warehouse or public halls.

(d) Online Classifieds

The business of providing services related to online car classifieds. The business operates and owns a used car trading website which is an internet platform for the sales and purchase of motor cars through direct buyer-seller negotiations or intermediates such as used car resellers. Immediately upon the completion of the listing of iCar Asia Ltd. on the Australian Securities Exchange on 11 September 2012, the Company's shareholding in the business has diluted to approximately 37.70% in the current quarter. Further details are set out in Part A Note 13 of this interim report.

	INDIVIDUAL QUARTER		CUMULATIVE QUARTERS	
	CURRENT YEAR QUARTER 30/9/2012 RM'000	PRECEDING YEAR CORRESPONDING QUARTER 30/9/2011 RM'000	CURRENT YEAR TO DATE 30/9/2012 RM'000	PRECEDING YEAR CORRESPONDING PERIOD 30/9/2011 RM'000
<u>REVENUE</u>				
Publishing	4,114	3,677	10,798	9,252
Online Media	3,833	4,392	11,225	18,904
E-Commerce	1,731	-	5,556	-
Online Classifieds	132	-	285	-
	<u>9,810</u>	<u>8,069</u>	<u>27,864</u>	<u>28,156</u>

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INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2012**A9 – Segmental Information (Continued)**

	INDIVIDUAL QUARTER		CUMULATIVE QUARTERS	
	CURRENT YEAR QUARTER 30/9/2012 RM'000	PRECEDING YEAR CORRESPONDING QUARTER 30/9/2011 RM'000	CURRENT YEAR TO DATE 30/9/2012 RM'000	PRECEDING YEAR CORRESPONDING PERIOD 30/9/2011 RM'000
<u>(LOSS)/PROFIT BEFORE TAX</u>				
Publishing	706	29	1,170	368
Online Media	167	(1,552)	(5)	522
E-Commerce	(1,163)	-	(3,526)	-
Online Classifieds	16,265	-	15,731	-
	<u>15,975</u>	<u>(1,523)</u>	<u>13,370</u>	<u>890</u>

Indirect costs attributable to Publishing, Online Media, E-Commerce and Online Classifieds segments in the current quarter are based on revenue contributed by each segments at the rate of 41.94% (2011: 45.57%), 39.07% (2011: 54.43%), 17.65% (2011: 0%) and 1.34% (2011: 0%), respectively.

A10 – Valuation of Property, Plant and Equipment

There has been no valuation on any property, plant and equipment of the Group during the current quarter under review. Hence, the valuation of property, plant and equipment has been brought forward without amendment from the audited financial statements of the Group for the financial year ended 31 December 2011.

A11 – Acquisition/Disposal of Property, Plant and Equipment

There were no material acquisitions or disposals of property, plant and equipment during the current quarter under review.

A12 – Material Subsequent Events

There were no material events subsequent to the end of the current quarter under review up to the date of this report which is likely to substantially affect the results of the operations of the Group.

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INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2012

A13 – Changes in Composition of the Group

Save as disclosed below, there were no other changes to the composition of the Group during the current quarter under review:

(i) On 27 July 2012:

- (a) The Company had completed the disposal of 250,000 ordinary shares of RM1.00 in Auto Discounts Sdn. Bhd. (“ADSB”) (a subsidiary of the Company) comprising 50.00% of the issued and paid-up share capital in ADSB to iCar Asia Ltd. (“iCar Asia”), a special purpose vehicle held by Catcha Group Pte. Ltd. (“Catcha Group (S)”) for a disposal consideration of AUD7,760,000 (equivalent to RM24,832,000) to be satisfied entirely by the issuance of 48,500,000 new ordinary shares in iCar Asia (“iCar Asia Shares”) for an issue price of AUD0.16 (equivalent to RM0.51) per iCar Asia Share;
- (b) Catcha Lifestyle Publications Sdn. Bhd. (“Catcha Lifestyle”) (a wholly-owned subsidiary of the Company) had completed the disposal of the assets owned by Catcha Lifestyle relating exclusively to the automotive publications published under the brand “Malaysian Evo” pursuant to the licence agreement dated 17 August 2009 between Dennis Publishing Limited and Catcha Lifestyle and “2011 EVO Supercars”, “2012 Performance Heroes” and a third Magazine Book to be confirmed pursuant to another licence agreement dated 16 December 2011 between Dennis Publishing Limited and Catcha Lifestyle (“Catcha Lifestyle’s Evo Business”) (“Business Assets”) to iCar Asia. This includes business intellectual property, plant and equipment, contracts, statutory licences, business records and all other tangible or intangible assets owned by Catcha Lifestyle relating exclusively to Catcha Lifestyle’s Evo Business for a disposal consideration of AUD640,000 (equivalent to RM2,048,000) to be satisfied entirely by the issuance of 4,000,000 new ordinary shares in iCar Asia (“iCar Asia Shares”) for an issue price of AUD0.16 (equivalent to RM0.51) per iCar Asia Share.

(a) and (b) are collectively referred to as the “Disposals”.

The total aggregate disposal consideration of AUD8,400,000 (equivalent to RM26,880,000) is to be satisfied entirely by the issuance of 52,500,000 iCar Asia Shares at an issue price of AUD0.16 (equivalent to RM0.51) per iCar Asia Share.

Upon completion of the Disposals, iCar Asia has become a subsidiary of the Company whereby the Company owned 75.00% equity interest in iCar Asia. Pursuant thereto, iCar Asia has undertaken the listing exercise and listed on the Australian Securities Exchange (“ASX”) on 11 September 2012. Immediately upon the completion of the listing of iCar Asia on ASX, Catcha Media’s shareholding in iCar Asia has diluted to approximately 37.70%.

Further details are set out in the Company’s announcement dated 29 June 2012, 5 July 2012, 18 July 2012, 27 July 2012, 2 August 2012, 16 August 2012 and 11 September 2012.

A14 – Changes in Contingent Liabilities or Contingent Assets

As at the date of this announcement, 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.

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INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2012**PART B – EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE ACE MARKET LISTING REQUIREMENTS OF BURSA SECURITIES****B1 – Review of Performance**

	Cumulative period ended 30 September 2012 RM'000	Preceding year corresponding period ended 30 September 2011 RM'000
Revenue	<u>27,864</u>	<u>28,156</u>
Profit before tax	<u>13,370</u>	<u>890</u>

For the current financial period ended 30 September 2012, the Group recorded revenue of RM27.864 million which was RM0.292 million or 1.04% lower than the preceding year corresponding period. Excluded the one-off advertising bookings on Microsoft's Online Properties by Catcha Media's holding company, Catcha Group Pte Ltd with a subsidiary of the Company, Catcha Digital Sdn Bhd amounting to RM5.842 million in preceding year corresponding period, the Group actually recorded a higher revenue of RM5.550 million or 24.87% in the current financial period as compared to preceding year corresponding period.

In the current financial period, Online Media Business recorded approximately 40.28% (2011: 67.14%) of the total Group's revenue as compared to the other businesses. Publishing Business registered revenue of RM10.798 million which was RM1.546 million or 16.71% higher than the preceding year corresponding period. E-Commerce Business has recorded revenue of RM5.556 million in the current financial period whereas Online Classifieds Business has recorded revenue of RM0.285 million in the current financial period after the completion of acquisition of this business end of March 2012 up to the date where Online Classifieds Business ceased to be consolidated end of August 2012. The cessation of consolidation is mainly due to the dilution of the Company's shareholding in the Online Classifieds Business as mentioned in Part A Note 13 of this interim report.

In term of profit contribution, Publishing Business has contributed profit before tax of approximately RM1.170 million in the current financial period whereas Online Media Business is at the breakeven position. However, E-Commerce Business recorded losses of approximately RM3.526 million as the revenue recorded was unable to cover the level of investment incurred to grow revenue and market share. Online Classifieds Business has contributed a profit of RM15.731 million in the current period mainly due to the one-off gain of RM18.774 million as a result of disposal of the Company's 50% equity interest in Auto Discounts Sdn. Bhd. and Catcha Lifestyle's Evo Business as well as the deemed disposal of equity interest in iCar Asia Ltd. upon the completion of its listing on Australian Securities Exchange on 11 September 2012 which is offset against the expenses incurred for the Business.

B2 – Material Changes to the Results of the Preceding Quarter

	Current quarter ended 30 September 2012 RM'000	Previous quarter ended 30 June 2012 RM'000
Revenue	<u>9,810</u>	<u>9,890</u>
Profit/(Loss) before tax	<u>15,975</u>	<u>(2,188)</u>

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INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2012**B2 – Material Changes to the Results of the Preceding Quarter (Continued)**

The Group's revenue for the current quarter represents a slight decrease of approximately RM80,000 or 0.81% as compared to the revenue for the previous quarter. Publishing Business has continued to register a growth in revenue during this quarter whilst Online Media recorded a slight decrease of approximately RM92,000 during this quarter. E-Commerce Business has registered a decrease of approximately RM275,000 or 13.71% as compared to the previous quarter mainly due to the slower sales response from the customers of the flash sales events.

The Group registered a profit before tax of RM15.975 million in the current quarter under review mainly due to the one-off gain of RM18.774 million as mentioned above. Publishing and Online Media has registered a profit contribution in the current quarter whereas E-Commerce Business has improved the performance by registered a lower loss in the current quarter. The loss in E-Commerce Business mainly due to continuous investment incurred for E-Commerce Business to grow revenue and market share.

B3 – Current Year Prospects

The Group will continue to invest in online opportunities that will create shareholder value in the long term. The Group's current E-Commerce Business will see continued investment to grow revenue and market share. The Group had injected the Malaysian online classifieds assets to become the largest shareholder of iCar Asia, which subsequently listed on the Australian Stock Exchange on 11 September 2012. The Group is excited about this investment and the opportunity it provides to the Group to be involved in leading online car portals in Indonesia, Thailand and Malaysia. The Group will also seek to invest in online and print content companies that complement with the existing assets of the Group. The online sector in ASEAN is still in the very early stage and the Board believe that the Group is positioned to take advantage of this.

B4 – Profit Forecast and Profit Estimate

The Group did not publish any profit forecast and profit estimate in its Prospectus or in any public documents.

B5 – Taxation

	Current quarter ended 30 September 2012 RM'000	Preceding year corresponding quarter ended 30 September 2011 RM'000	Cumulative period ended 30 September 2012 RM'000	Preceding year corresponding period ended 30 September 2011 RM'000
Malaysian income tax:-				
Current tax:				
- Current year	145	786	184	802
- Under/(Over) Provision in prior years	9	(35)	9	(35)
	<u>154</u>	<u>751</u>	<u>193</u>	<u>767</u>
Deferred tax:				
- Original and reversal of temporary differences	-	-	-	-
	<u>154</u>	<u>751</u>	<u>193</u>	<u>767</u>

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INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2012

B5 – Taxation (Continued)

Catcha Digital Sdn. Bhd. (“CDSB”) was granted Multimedia Super Corridor status which qualified for the tax exemption on their income from taxation for a period of five (5) years commencing from 22 September 2010. Subsequently, CDSB had obtained an approval letter dated 30 December 2011 from the Malaysian Investment Development Authority conferring its pioneer status which shall valid for a period of five (5) years from 22 September 2010 to 21 September 2015. In this aspect, restrictions to the tax holiday of CDSB under Section 21C of the Promotion of Investments Act 1986 applied as CDSB has commenced the business prior to the pioneer period.

The tax expense for the current period is mainly arising from the profits generated by companies within Publishing and Online Media Business. This is, however, subject to confirmation by Inland Revenue Board.

B6 – Status of Corporate Proposals Announced But Not Completed

There was no corporate proposal announced but not completed as of the date of this announcement.

B7 – Group Borrowings and Debt Securities

The Group does not have any local nor foreign borrowings as at the date of this announcement.

B8 – Material Litigation

There were no material litigations pending as at the date of this announcement.

B9 – Dividends

No dividend has been declared or paid during the current quarter under review.

B10 – Status of Utilisation of Proceeds

The proceeds of RM17.250 million arising from the public issue pursuant to the listing of the Company on the ACE Market of Bursa Securities on 22 July 2012 has been fully utilised.

B11 – Earnings/(Loss) per Share

(a) *Basic earnings/(loss) per share (“EPS”/“(LPS)”*)

Basic EPS/(LPS) of the Group is calculated by dividing the profit or loss for the period attributable to ordinary equity holders of the Company by the number of ordinary shares in issue as at 30 September.

		Current quarter ended 30 September		Cumulative quarters ended 30 September	
		2012	2011	2012	2011
Profit/(Loss) for the period attributable to ordinary equity holders of the Company	(RM'000)	16,198	(2,274)	13,801	123
Weighted average number of ordinary shares in issue	('000)	134,640	133,000	134,640	133,000
Basic EPS/(LPS)	(sen)	12.03	(1.71)	10.25	0.09

CATCHA MEDIA BERHAD

(Company No 916943-W)

(Incorporated in Malaysia)

INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2012

B11 – Earnings/(Loss) per Share (Continued)

(b) Diluted EPS

There is no dilution of share capital for the Group.

B12 – Realised and Unrealised Retained Profits

The breakdown of retained profits of the Group as at the reporting date, into realised and unrealised profits to the directive, is as follows:

	Quarter Ended 30 September 2012 RM'000	Quarter Ended 30 June 2012 RM'000
Total retained profits of the Group:		
- Realised	(3,419)	(3,077)
- Unrealised (in respect of gain on disposal of an subsidiary, deferred tax expense and foreign exchange (losses)/gains recognised in the statement of comprehensive income)	28,421	(120)
	<u>25,002</u>	<u>(3,197)</u>
Less: Consolidation adjustments	(10,717)	1,285
Total Group retained profits	<u>14,285</u>	<u>(1,912)</u>

B13 – Status of Public Shareholding Spread

As announced on 12 March 2012, 15 March 2012, 28 May 2012, 27 August 2012 and 11 September 2012, Bursa Securities had granted the Company an extension of time from 30 August 2012 until 28 February 2013 to comply with the public shareholding spread requirement pursuant to Rule 8.02 (1) of the ACE Market Listing Requirements.

Based on the Records of Depositors as at 15 August 2012, the public shareholding spread of the Company is 23.27% which is still below the 25% public shareholding spread requirement.

At this juncture, the Company has yet to formulate any rectification plan to resolve the current public shareholding spread issue. Due consideration would be given to the funding needs from the business divisions, business directions and strategy for the year 2013 and the overall market and economic sentiment. The extension of time would allow the Company to formulate a concrete rectification plan to comply with the minimum public shareholding spread requirement. The Company endeavour to formulate such plan and will make an announcement when the plan has been in place.

The Company will make the requisite announcement in relation to the status of its efforts to comply with the public shareholding spread requirement in compliance with the Listing Requirements.

B14 – Authorisation for Issue

These unaudited interim financial statements were authorised for issuance by the Board of Directors of Catcha Media on 26 November 2012.