



CATCHA MEDIA BERHAD

(Company No: 916943 - W)

(Incorporated in Malaysia)

**UNAUDITED INTERIM FINANCIAL STATEMENTS
FOR THE PERIOD ENDED
31 DECEMBER 2013**

CATCHA MEDIA BERHAD

(Company No 916943-W)

(Incorporated in Malaysia)

INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2013

**UNAUDITED STATEMENTS OF COMPREHENSIVE INCOME
FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2013**

	Note	INDIVIDUAL QUARTER		CUMULATIVE QUARTERS	
		CURRENT YEAR QUARTER 31/12/2013 RM'000	PRECEDING YEAR CORRESPONDING QUARTER 31/12/2012 RM'000	CURRENT YEAR TO DATE 31/12/2013 RM'000	PRECEDING YEAR CORRESPONDING PERIOD 31/12/2012 RM'000
Revenue	A9	10,982	9,636	36,133	37,500
Cost of sales		(5,880)	(6,009)	(21,680)	(22,779)
Gross profit		5,102	3,627	14,453	14,721
Administrative expenses		(4,103)	(4,427)	(14,900)	(20,206)
Other expenses		(3,804)	(10,198)	(4,497)	(10,618)
Other income		314	3,804	2,842	3,851
		(2,491)	(7,194)	(2,102)	(12,252)
Gain on dilution of interest in an associate		5,984	-	5,984	-
Gain on disposal of subsidiary		-	-	-	18,774
Share of loss of an associate		(2,228)	(1,299)	(6,476)	(1,666)
Interest income		-	-	-	21
Interest expense		-	-	-	-
Profit/(Loss) before tax		1,265	(8,493)	(2,594)	4,877
Taxation	B5	(157)	(98)	(500)	(291)
Profit/(Loss) for the period		1,108	(8,591)	(3,094)	4,586
Other comprehensive loss:					
Foreign currency translation		(610)	(5)	(678)	(37)
Total comprehensive income/(loss) for the period		498	(8,596)	(3,772)	4,549
Attributable to:					
Equity holders of the Company		(151)	(8,596)	(4,421)	5,173
Non-controlling interests		649	-	649	(624)
Total comprehensive income/(loss) for the period		498	(8,596)	(3,772)	4,549
Earnings/(Loss) per share:					
Basic earnings/(loss) per share (sen)		0.34	(6.38)	(2.78)	3.87
Diluted earnings/(loss) 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 31 DECEMBER 2013

**UNAUDITED STATEMENTS OF FINANCIAL POSITION
AS AT 31 DECEMBER 2013**

	(UNAUDITED) AS AT 31/12/2013 RM'000	(AUDITED) AS AT 31/12/2012 RM'000	(AUDITED) AS AT 1/1/2012 RM'000
Note			
ASSETS			
Non-current assets			
Property, plant and equipment	489	853	798
Intangible assets	22,876	5,395	15,021
Investment in an associate	20,382	21,477	-
Deferred tax assets	11	-	-
	<u>43,758</u>	<u>27,725</u>	<u>15,819</u>
Current assets			
Inventories	147	804	1,536
Trade receivables	14,491	9,910	12,202
Other receivables, deposits and prepayments	1,373	1,571	1,158
Cash and cash equivalents	1,270	1,116	8,853
Current tax assets	21	86	-
	<u>17,302</u>	<u>13,487</u>	<u>23,749</u>
TOTAL ASSETS	<u>61,060</u>	<u>41,212</u>	<u>39,568</u>
EQUITY AND LIABILITIES			
Equity attributable to owners of the parent			
Share capital	13,464	13,464	13,464
Reserves	19,063	14,908	9,735
	<u>32,527</u>	<u>28,372</u>	<u>23,199</u>
Non-controlling interest	9,073	-	-
Total equity	<u>41,600</u>	<u>28,372</u>	<u>23,199</u>
Non-current liabilities			
Borrowing	-	-	-
Deferred tax liabilities	57	122	95
	<u>57</u>	<u>122</u>	<u>95</u>
Current liabilities			
Trade payables	5,562	4,329	6,484
Other payables and accruals	13,589	8,321	5,787
Provision	-	-	3,656
Borrowing	-	-	-
Current tax liabilities	252	68	347
	<u>19,403</u>	<u>12,718</u>	<u>16,274</u>
Total liabilities	<u>19,460</u>	<u>12,840</u>	<u>16,369</u>
TOTAL EQUITY AND LIABILITIES	<u>61,060</u>	<u>41,212</u>	<u>39,568</u>
Net assets per share attributable to equity holders of the Company (RM)	<u>0.24</u>	<u>0.21</u>	<u>0.17</u>

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INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2013

**UNAUDITED STATEMENTS OF CHANGES IN EQUITY
FOR THE PERIOD ENDED 31 DECEMBER 2013**

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

	<-----Non-distributable----->				Distributable	Total	Non- controlling interest	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 1/1/2012	13,464	15,438	(2)	(6,185)	484	23,199	-	23,199
Profit for the period	-	-	-	-	5,210	5,210	-	5,210
Foreign currency translation	-	-	(37)	-	-	(37)	-	(37)
Total comprehensive income for the period	-	-	(37)	-	5,210	5,173	-	5,173
At 31/12/2012	13,464	15,438	(39)	(6,185)	5,694	28,372	-	28,372
At 1/1/2013	13,464	15,438	(39)	(6,185)	5,694	28,372	-	28,372
(Loss)/Profit for the period	-	-	-	-	(3,743)	(3,743)	649	(3,094)
Foreign currency translation	-	-	(678)	-	-	(678)	-	(678)
Total comprehensive (loss)/profit for the period	-	-	(678)	-	(3,743)	(4,421)	649	(3,772)
Non-controlling interest arising from acquisition of a subsidiary	-	-	-	-	8,576	8,576	8,424	17,000
At 31/12/2013	13,464	15,438	(717)	(6,185)	10,527	32,527	9,073	41,600

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INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2013**UNAUDITED STATEMENTS OF CASH FLOW
FOR THE PERIOD ENDED 31 DECEMBER 2013**

	AS AT CURRENT FINANCIAL PERIOD ENDED 31/12/2013 RM'000	AS AT PRECEDING FINANCIAL PERIOD ENDED 31/12/2012 RM'000
CASH FLOW FROM OPERATING ACTIVITIES		
(Loss)/Profit before tax	(2,594)	4,877
Adjustments for non-cash flows:		
Accruals no longer required	(150)	(46)
Amortisation of intangible assets	17	-
Bad debts recovered	(32)	(13)
Bad debts written off	196	379
Depreciation on property, plant and equipment	333	304
Gain on dilution on interest of an associate	(5,984)	-
Gain on disposal of subsidiary	-	(18,774)
Impairment losses on intangible asset	3,352	9,626
Interest income	-	(21)
Inventories written down	255	280
Inventories written off	-	106
Loss on disposal of property, plant and equipment	56	-
Property, plant and equipment written off	160	-
Provision for contingent consideration no longer required	-	(3,656)
Reversal of inventories written down	(248)	-
Share of loss of an associate	6,476	1,666
Unrealised loss/(gain) on foreign exchange	114	(95)
Operating Profit/(Loss) Before Working Capital Changes	1,951	(5,367)
Changes In Working Capital:		
Inventories	649	346
Trade and other receivables	(2,903)	2,744
Trade and other payables	2,934	(1,259)
Net Cash Inflow/(Outflow) from Operations	2,631	(3,536)
Income tax paid	(322)	(648)
Income tax refunded	-	18
Development costs paid	(71)	-
Net Cash Inflow/(Outflow) from Operating Activities	2,238	(4,166)
CASH FLOW FROM INVESTING ACTIVITIES		
Acquisition of a subsidiary, net of cash acquired	(5,519)	(5,263)
Interest received	-	21
Purchase of property, plant and equipment	(68)	(204)
Proceeds from disposal of property, plant and equipment	26	13
Net Cash Outflow from Investing Activities	(5,561)	(5,433)
CASH FLOW FROM FINANCING ACTIVITIES		
Advances from a Director	5,000	1,900
Repayments of advances from a Director	(1,450)	-
Net Cash Inflow from Financing Activities	3,550	1,900
NET CHANGE IN CASH AND CASH EQUIVALENTS	227	(7,699)
Effects of foreign exchange rate changes	(73)	(38)
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF FINANCIAL PERIOD	1,116	8,853
CASH AND CASH EQUIVALENTS AT THE END OF FINANCIAL PERIOD	1,270	1,116

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INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2013

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 2012. 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 2012.

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 annual financial statements for the year ended 31 December 2012, except for the adoption of the following MFRSs, IC Interpretations and Amendments to MFRSs during the current financial period:

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)
MFRS 3	Business Combinations (IFRS 3 Business Combinations issued by IASB in May 2004)
MFRS 127	Consolidated and Separate Financial Statements (IAS 27 Consolidated and Separate Financial Statements revised by IASB in December 2003)
IC Interpretation 20	Stripping Costs in the Production Phase of a Surface Mine
Government Loans	(Amendments to MFRS 1)
Disclosures – Offsetting Financial Assets and Liabilities	(Amendments to MFRS 7)
Consolidated Financial Statements, Joint Arrangements and Disclosure of Interests in Other Entities:	Transition Guidance (Amendments to MFRS 10, MFRS 11 and MFRS 12)

IC Interpretation 20 will not have any financial impact to the Group as it is not relevant to the Group’s operations. Government Loans (Amendments to MFRS 1) has no financial impact to the Group as the Group do not hold any government grants or receive any government assistance.

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

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 January 2014

Offsetting Financial Assets and Financial Liabilities	(Amendments to MFRS 132)
Investment Entities	(Amendments to MFRS 10, MFRS 12 and MFRS 127)

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INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2013

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

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)

Mandatory Effective Date of MFRS 9 and Transition Disclosures (Amendments to MFRS 9 (IFRS 9 issued by IASB in November 2009), MFRS 9 (IFRS 9 issued by IASB in October 2010) and MFRS 7)

MFRS 9 introduces significant changes in the way the Group accounts for financial instruments. Due to the complexity of this standard and its proposed changes, the financial effects of its adoption are still being assessed by the Group.

The adoption of Amendments to MFRS 132 is not expected to have any financial impact to the Group as the current practice for offsetting arrangements remained unchanged. The adoption of Amendments to MFRS 10, MFRS 12 and MFRS 127 is not expected to have any financial impact to the Group as the Company is not an investment entity as defined in MFRS 10.

A3 – Auditors' Report on Preceding Audited Financial Statements

The auditors' report on the Group's financial statements for the financial year ended 31 December 2012 was not qualified.

A4 – Seasonal or Cyclicity of 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

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 – 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 31 DECEMBER 2013

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. (“iCar Asia”) on the Australian Securities Exchange (“ASX”) on 11 September 2012, the Company’s shareholding in the business has diluted to approximately 37.70%. The shareholders of iCar Asia had at its Annual General Meeting held on 26 April 2013 approved the subscription of approximately 19.90% equity in iCar Asia by carsales.com Ltd., an unrelated company to Catcha Media. Consequently, Catcha Media’s shareholding in iCar Asia has further diluted to approximately 29.20%.

iCar Asia had on 18 September 2013 and 9 October 2013 issued new ordinary shares pursuant to its agreements with iCar Asia Sdn. Bhd. (formerly known as Auto Discounts Sdn. Bhd.) and former Chief Financial Officer as well as pursuant to its subscription deed with investor. Hence, Catcha Media’s shareholding in iCar Asia has further diluted to approximately 28.43%.

The market value of iCar Asia’s shares held by Catcha Media, which is quoted in ASX, is approximately RM139.565 million as at 31 December 2013.

(e) Social Media

The business of owning and operating an online platform for social media users to consume online news and providing services for advertisers to spread news about their brand offerings, promotion and campaigns on social media.

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A9 – Segmental Information (Continued)

	INDIVIDUAL QUARTER		CUMULATIVE QUARTERS	
	CURRENT YEAR QUARTER 31/12/2013 RM'000	PRECEDING YEAR CORRESPONDING QUARTER 31/12/2012 RM'000	CURRENT YEAR TO DATE 31/12/2013 RM'000	PRECEDING YEAR CORRESPONDING PERIOD 31/12/2012 RM'000
<u>REVENUE</u>				
Publishing	4,029	4,205	13,634	15,003
Online Media	3,435	3,821	14,846	15,046
E-Commerce	736	1,610	4,871	7,166
Online Classifieds	-	-	-	285
Social Media	2,782	-	2,782	-
	<u>10,982</u>	<u>9,636</u>	<u>36,133</u>	<u>37,500</u>
<u>PROFIT/(LOSS) BEFORE TAX</u>				
Publishing	1,389	775	2,733	2,790
Online Media	297	109	2,069	547
E-Commerce	(4,225)	(7,507)	(6,966)	(10,587)
Online Classifieds	3,756*	(1,299)	(492)*	15,407
Social Media	920	-	920	-
Other Gain^	-	-	1,706	-
Other Indirect Costs#	(872)	(571)	(2,564)	(3,280)
	<u>1,265</u>	<u>(8,493)</u>	<u>(2,594)</u>	<u>4,877</u>

Notes:

* The share of loss of an associate was computed based on Audited Financial Report for the half year ended 30 June 2013 and Audited Financial Report for the year ended 31 December 2013, which have been publicly announced by iCar Asia. The share of loss is reduced by the gain arising from the dilution of interest in the associate.

^ The gain relating to the Windfall Gain (Note B1) received by the Company on 19 April 2013.

The other indirect costs do not constitute a reportable segment as it comprises of investment holding and corporate expenses.

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 2012.

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.

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INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2013

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.

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) The Company's subsidiary, Rev Social Malaysia Sdn. Bhd. (formerly known as Says Sdn. Bhd.) ("RSM"), had on 20 December 2013 acquired the entire two (2) ordinary shares of RM1.00 each fully paid in Rev Social International Sdn. Bhd. ("RSI"). Arising therefrom, RSI has become sub-subsidiary of the Company.

Further details of the RSI acquisition are set out in the Company's announcement dated 23 December 2013 and 26 December 2013.

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 31 DECEMBER 2013

PART B – EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE ACE MARKET LISTING REQUIREMENTS OF BURSA SECURITIES**B1 – Review of Performance**

	Cumulative period ended 31 December 2013 RM'000	Preceding year corresponding period ended 31 December 2012 RM'000
Revenue	36,133	37,500
(Loss)/Profit before tax	(2,594)	4,877

For the current financial period ended 31 December 2013, the Group recorded revenue of RM36.133 million which was RM1.367 million or 3.65% lower than the preceding year corresponding period. Online Media Business recorded approximately 41.09% (2012: 40.12%) of the total Group's revenue as compared to the other businesses. Publishing Business registered revenue of RM13.634 million which was RM1.369 million or 9.12% lower than the preceding year corresponding period. E-Commerce Business has recorded revenue of RM4.871 million in the current financial period as compared to RM7.166 million in the preceding year corresponding period. Social Media Business has contributed its maiden revenue of RM2.782 million in the current financial period after the completion of the merger between the Online Media and Publishing Businesses of the Company and the Social Media Business of Youth Asia Sdn. Bhd. in early October 2013.

The Publishing Business and Online Media Business have recorded a combined profit before tax of approximately RM4.802 million in the current financial period which was RM1.465 million or 43.90% higher than the preceding year corresponding period. This is mainly attributed by the cost saving initiatives carried out by the management in the current financial period. Social Media has contributed its maiden profit of RM0.920 million in the current financial period. On the other hand, the Online Classifieds Business has recorded a loss of RM0.492 million due to the share of loss in iCar Asia Ltd. ("iCar Asia") amounting to RM6.476 million is being offset against the RM5.984 million gain arising from the dilution of the Company's interest in iCar Asia pursuant to the issuance of new ordinary shares in iCar Asia as disclosed in Note A9(d) during the year. E-Commerce has contributed the losses of RM6.966 million in the current financial period as the revenue recorded were unable to cover the level of investment incurred to grow revenue and market share. Included in the losses of the E-Commerce Business is an impairment loss on intangible asset incurred in the current financial period amounting to RM3.352 million arising from the acquisition of the E-Commerce Business in 2011.

Further, the Company has registered a Windfall Gain of RM1.706 million in current financial period, which is related to the proceeds received from Catcha Media's holding company, Catcha Group Pte. Ltd. ("CGPL") arising from the sale of its equity interest in Catcha Digital Asia Pte. Ltd. ("CDA"), a subsidiary of CGPL. In this respect, the Company had agreed to waive the rights in the call option agreement dated 12 November 2010 entered into between the Company and CGPL ("Option Agreement"). The Option Agreement granted the Company the right to purchase 51% of the total equity interest in Catcha Digital Asia Pte. Ltd. ("CDA"), at a purchase consideration to be determined later subject to the terms and conditions of the Option Agreement. The waiver was subject to the condition that if CGPL sells CDA's shares within two years from the same date, the proceeds from such sale will be apportioned such that the Company receives 51% of the proceeds from the said sale of CDA from CGPL. On 9 April 2013, CGPL notified the Company that the sale of CDA by CGPL was completed and that the proceeds from the sale attributable to the Company amounted to SGD688,514 (equivalent to RM1,705,878).

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B2 – Material Changes to the Results of the Preceding Quarter

	Current quarter ended 31 December 2013 RM'000	Previous quarter ended 30 September 2013 RM'000
Revenue	<u>10,982</u>	<u>8,674</u>
Profit/(Loss) before tax	<u>1,265</u>	<u>(1,472)</u>

The Group's revenue for the current quarter represents an increase of RM2.308 million or 26.61% as compared to the revenue for the previous quarter. Publishing Business and Online Media Business have recorded combined revenue of RM7.464 million in the current quarter which was RM0.230 million or 2.99% lower as compared to previous quarter. Social Media Business has contributed its maiden revenue of RM2.782 million in the current quarter as mentioned above. However, E-Commerce Business has registered a decrease in revenue of RM0.244 million or 24.90% as compared to the previous quarter mainly due to lower sales response from the customers of the online flash sales.

The Group recorded a profit before tax of RM1.265 million in the current quarter under review mainly due to the RM5.984 million gain arising from the dilution of interest in iCar Asia, the combined profit contribution by Publishing Business and Online Media Business of RM1.686 million as well as the profit contribution by Social Media Business of RM0.920 million. In this respect, the profits generated in the current quarter has been eroded by the share of loss in iCar Asia of RM2.228 million, operating loss of E-Commerce Business of RM0.873 million, impairment loss on intangible asset arising from the acquisition of the E-Commerce Business in December 2011 amounting to RM3.352 million as well as investment holding and corporate expenses of RM0.872 million.

B3 – Current Year Prospects

The Group will continue to pursue online opportunities that are expected to create shareholder value in the long term. The online sector in the ASEAN region is still in its early stage and the Board believes that the Group is positioned to take advantage of the growth that is expected to come.

The Board is focused on growing the Group's audience and database, and to capture more of the digital advertising spend in Malaysia via its Publishing, Online Media and Social Media Businesses. The Group ceased its E-Commerce Business in the first quarter of 2014.

The Group continues to be the significant investor in iCar Asia, which has seen significant increase in its market value over the past 12 months.

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.

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INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2013**B5 – Taxation**

	Current quarter ended 31 December 2013 RM'000	Preceding year corresponding quarter ended 31 December 2012 RM'000	Cumulative period ended 31 December 2013 RM'000	Preceding year corresponding period ended 31 December 2012 RM'000
Malaysian income tax:-				
Current tax:				
- Current year	233	90	540	274
- (Over)/Under provision in prior years	-	(18)	36	(9)
	233	72	576	265
Deferred tax:				
- Original and reversal of temporary differences	(58)	26	(58)	26
- Over provision in prior years	(18)	-	(18)	-
	(76)	26	(76)	26
	157	98	500	291

Catcha Digital Sdn. Bhd. (“CDSB”) was granted Multimedia Super Corridor (“MSC”) 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 (“MIDA”) 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 applies as CDSB has commenced the business prior to the pioneer period.

Rev Social Malaysia Sdn. Bhd. (formerly known as Says Sdn Bhd) (“RSM”) was granted MSC status which qualified for the tax exemption on their income from taxation for a period of five (5) years commencing from 6 January 2010. Subsequently, RSM had obtained an approval letter dated 13 May 2011 from MIDA conferring its pioneer status which shall valid a period of five (5) years from 6 January 2010 to 5 January 2015.

The tax expense for the current period is mainly arising from the profits generated by a company within the Online Media Business and certain companies within the Publishing 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.

CATCHA MEDIA BERHAD

(Company No 916943-W)

(Incorporated in Malaysia)

INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2013**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 2011 have 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 31 December.

		Current quarter ended 31 December		Cumulative quarters ended 31 December	
		2013	2012	2013	2012
Profit/(Loss) for the period attributable to ordinary equity holders of the Company	(RM'000)	459	(8,591)	(3,743)	5,210
Weighted average number of ordinary shares in issue	('000)	134,640	134,640	134,640	134,640
Basic EPS/(LPS)	(sen)	0.34	(6.38)	(2.78)	3.87

(b) Diluted EPS/(LPS)

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 31 December 2013 RM'000	Quarter Ended 30 September 2013 RM'000
Total retained profits of the Group:		
- Realised	(2,587)	(7,667)
- Unrealised	34,360	28,277
(in respect of gain on dilution of interest in an associate, gain on disposal of a subsidiary, deferred tax expense and foreign exchange (losses)/gains recognised in the statement of comprehensive income)		
	31,773	20,610
Total share of retained profits from an associate:		
- Realised	(6,476)	(4,248)
Less: Consolidation adjustments	(14,770)	(14,870)
Total retained profits of the Group	10,527	1,492

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INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2013

B13 – Authorisation for Issue

These unaudited interim financial statements were authorised for issuance by the Board of Directors of Catcha Media on 28 February 2014.