CATCHA DIGITAL BERHAD

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

UNAUDITED INTERIM FINANCIAL STATEMENTS
FOR THE PERIOD ENDED
31 MARCH 2026

CATCHA DIGITAL BERHAD

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

INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2026

UNAUDITED CONSOLIDATED STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE PERIOD ENDED 31 MARCH 2026

		INDIVIDUAL QUARTER		CUMULATIVE QUARTERS	
	Note	**CURRENT YEAR QUARTER 31/03/2026 RM'000**	**PRECEDING YEAR CORRESPONDING QUARTER 31/03/2025 RM'000**	**CURRENT YEAR TO DATE 31/03/2026 RM'000**	**PRECEDING YEAR OTHER CORRESPONDING YEAR TO DATE 31/03/2025 RM'000**
Revenue		26,271	9,486	26,271	9,486
Cost of sales		(10,638)	(3,715)	(10,638)	(3,715)
Gross profit		15,633	5,771	15,633	5,771
Administrative expenses and other operating expenses		(12,994)	(4,127)	(12,994)	(4,127)
Other income		260	266	260	266
Profit before interest, tax, depreciation and amortisation ("**EBITDA**")		2,899	1,910	2,899	1,910
Depreciation		(524)	(207)	(524)	(207)
Amortisation		(140)	(3)	(140)	(3)
Profit before interest and tax		2,235	1,700	2,235	1,700
Interest income		94	21	94	21
Interest expense	B14	(1,096)	(52)	(1,096)	(52)
		1,233	1,669	1,233	1,669
Share of result of associates, net of tax		301	126	301	126
Profit before tax		1,534	1,795	1,534	1,795
Taxation	B5	(1,669)	(461)	(1,669)	(461)
(Loss)/Profit after tax		(135)	1,334	(135)	1,334
Other comprehensive income, net of tax		-	-	-	-
Total comprehensive (loss)/income for the period		(135)	1,334	(135)	1,334
Attributable to:					
Owners of the parent ("**(LATAMI)/ PATAMI**")		(1,162)	1,326	(1,162)	1,326
Non-controlling interest		1,027	8	1,027	8
Total comprehensive (loss)/income for the period		(135)	1,334	(135)	1,334
(Loss)/Earnings per share:					
Basic (loss)/earnings per share (sen)	B11	(0.26)	0.49	(0.26)	0.49
Diluted earnings per share (sen)	B11	N/A	N/A	N/A	N/A
Alternative Performance Measure*:					
Adjusted EBITDA	B15	5,731	1,821	5,731	1,821
Adjusted PATAMI	B15	2,846	1,246	2,846	1,246
Adjusted EBITDA per share	B11	1.26	0.68	1.26	0.68
Adjusted Basic earnings per share (sen)	B11	0.62	0.46	0.62	0.46

N/A – Not Applicable
*Refer to Note B1 and B15 for explanation and reconciliation to statutory measures

CATCHA DIGITAL BERHAD
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INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2026

UNAUDITED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION AS AT 31 MARCH 2026

	(UNAUDITED) AS AT 31/03/2026 RM'000	(AUDITED) AS AT 31/12/2025 RM'000
ASSETS		
Non-current assets		
Plant and equipment	3,612	3,716
Right-of-use assets	4,112	4,356
Intangible assets	55,797	55,937
Goodwill	95,166	91,339
Deferred tax assets	193	293
Investment in associates	1,420	1,119
	160,300	156,760
Current assets		
Trade and other receivables	32,745	24,525
Amount due from associate	471	469
Current tax assets	10	-
Tax recoverable	570	487
Contract assets	4,838	5,070
Deposits held under restriction	1,341	1,334
Cash and cash equivalents	24,395	30,802
	64,370	62,687
TOTAL ASSETS	224,670	219,447
EQUITY AND LIABILITIES		
Equity attributable to owners of the parent		
Share capital	87,072	85,766
Reserves	1,907	3,069
	88,979	88,835
Non-controlling interests	14,702	13,675
Total equity	103,681	102,510
Non-current liabilities		
Lease liabilities	1,733	1,860
Hire purchase liabilities	589	793
Deferred tax liabilities	13,625	13,625
Deferred consideration	32,607	31,960
Bank borrowing	12,286	12,286
Other payables	521	165
	61,361	60,689
Current liabilities		
Trade and other payables	20,665	24,316
Contract liabilities	11,059	7,550
Lease liabilities	891	971
Hire purchase liabilities	556	420
Amount due to associate	86	244
Deferred consideration	23,973	20,773
Current tax liabilities	2,398	1,974
	59,628	56,248
TOTAL LIABILITIES	120,989	116,937
TOTAL EQUITY AND LIABILITIES	224,670	219,447
Net assets per share attributable to equity holders of the Company (RM)	0.23	0.20

CATCHA DIGITAL BERHAD

(Registration No. 201001033020 (916943-W))
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INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2026

UNAUDITED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 31 MARCH 2026

	< ---------- Attributable to equity holders of the Company ---------- >						
	<------Non-distributable-------->			Distributable	Total	Non-controlling interest	Total equity
	Share capital	Merger reserve	Share-based payment reserve	(Accumulated losses) / Retained earnings			
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
At 1/1/2025	59,044	775	-	(3,266)	56,553	882	57,435
Profit for the year	-	-	-	5,560	5,560	2,760	8,320
Total comprehensive income for the year	-	-	-	5,560	5,560	2,760	8,320
Acquisition of subsidiaries	-	-	-	-	-	10,033	10,033
Ordinary shares issued pursuant to:							
Special issue	2,916	-	-	-	2,916	-	2,916
Long term incentive plan	87	-	(87)	-	-	-	-
Rights issue	24,332	-	-	-	24,332	-	24,332
Share issue cost	(613)	-	-	-	(613)	-	(613)
Share based payment transactions	-	-	87	-	87	-	87
Transactions with owners	26,722	-	-	-	26,722	10,033	36,755
At 31/12/2025	85,766	775	-	2,294	88,835	13,675	102,510
At 1/1/2026	85,766	775	-	2,294	88,835	13,675	102,510
(Loss)/ Profit for the period	-	-	-	(1,162)	(1,162)	1,027	(135)
Total comprehensive income for the year	-	-	-	(1,162)	(1,162)	1,027	(135)
Acquisition of subsidiaries	-	-	-	-	-	-	-
Ordinary shares issued pursuant to:							
Long term incentive plan	1,306	-	(1,306)	-	-	-	-
Share based payment transactions	-	-	1,306	-	1,306	-	1,306
Transactions with owners	1,306	-	-	-	1,306	-	1,306
At 31/03/2026	87,072	775	-	1,132	88,979	14,702	103,681

UNAUDITED CONSOLIDATED STATEMENTS OF CASH FLOW FOR THE PERIOD ENDED 31 MARCH 2026

	(Unaudited) AS AT CURRENT YEAR TO DATE ENDED 31/03/2026 RM'000	(Audited) AS AT PRECEDING YEAR TO DATE ENDED 31/12/2025 RM'000
CASH FLOW FROM OPERATING ACTIVITIES		
Profit before tax	1,534	11,533
Adjustments for non-cash flows:		
Amortisation of intangible assets	140	517
Depreciation of plant and equipment	242	421
Depreciation of right-of-use assets	282	698
Interest income[1]	(94)	(108)
Interest expense[2]	1,096	1,997
Impairment loss on trade receivables	158	1,792
Impairment loss on contract assets	22	14
Share of result of associates, net of tax	(301)	(1,396)
Gain on disposal of plant and equipment	-	-
Loss on disposal of right-of-use assets	-	8
Loss on written off of plant and equipment	-	12
Waiver of debt	-	(24)
Unrealised foreign exchange loss	-	2
Lease reassessment	-	6
Gain on reversal of deferred consideration	-	(405)
Share based payment expense	299	87
Reversal of impairment loss on trade receivables	(186)	(193)
Reversal of impairment loss on other receivables	-	-
Reversal of impairment loss on contract assets	(14)	(16)
Operating profit before changes in working capital	3,178	14,945
Changes in working capital:		
Trade and other receivables	(2,870)	3,853
Contract assets	225	81
Trade and other payables	(4,541)	(1,331)
Contract liabilities	(1,403)	(2,114)
Cash (used in) / generated from operations	**(5,411)**	**15,434**
Tax paid	(1,229)	(4,014)
Tax refunded	-	183
Net cash (used in) / generated from operating activities	(6,640)	11,603
Net cash received/(paid) on behalf of third parties	4,374	-
Net cash (used in) / generated from operations	**(2,266)**	**11,603**

UNAUDITED CONSOLIDATED STATEMENTS OF CASH FLOW FOR THE PERIOD ENDED 31 MARCH 2026 (continued)

	(Unaudited) AS AT CURRENT YEAR TO DATE ENDED 31/03/2026 RM'000	(Audited) AS AT PRECEDING YEAR TO DATE ENDED 31/12/2025 RM'000
CASH FLOW FROM INVESTING ACTIVITIES		
Proceeds from withdrawal of deposits in a licensed bank with maturity period of more than 3 months	-	300
Purchase of plant and equipment	(126)	(1,062)
Placement of deposits under restriction	(7)	(1,334)
Purchase of right-of-use assets	-	-
Acquisition of subsidiaries (net of cash acquired)	(3,750)	(21,982)
Proceeds from disposal of plant and equipment	-	520
Advances to subsidiaries	-	-
Repayment from associates	-	278
Repayment of other payables	(200)	-
Loan from director	521	-
Dividend income from associate	-	294
Interest received[3]	24	108
Net cash used in investing activities	(3,538)	(22,878)
CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds ordinary shares issued pursuant to special issue	-	2,916
Payments of lease liabilities	(371)	(1,398)
Drawdowns of bank borrowing	-	12,286
Repayment from associates	(2)	-
Proceeds from ordinary shares issued pursuant to rights issue	-	24,332
Share issue cost	-	(614)
Interest paid[4]	(230)	(170)
Net cash (used in) / generated from financing activities	(603)	37,352
NET CHANGE IN CASH AND CASH EQUIVALENTS	(6,407)	26,077
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF FINANCIAL PERIOD / YEAR	30,102	4,025
CASH AND CASH EQUIVALENTS AT THE END OF FINANCIAL PERIOD / YEAR[5]	**23,695**	**30,102**

Notes:
[1] Interest income generated from short-term placements of surplus funds in money market deposits and money market funds.
[2] Interest expense primarily consisted of interest from the unwinding of deferred consideration, term loan interest and interest expense on lease liabilities. The total interest expense includes both cash and non-cash components recognised during the financial year.
[3] Interest received derived from short-term placements and from the redemption of money market funds.
[4] Interest paid under financing activities relates to interest servicing on the Group's debt facilities for expansion and acquisitions. This represents the cash component of finance costs paid during the financial year.
[5] Excluded in cash and bank balances is fixed deposit amounting to RM700,000 (2025: RM700,000) which is not considered part of cash and cash equivalents for the purpose of the statement of cash flows due to its maturity period exceeding three months.

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 2025. 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 2025.

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 2025, 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 year:

Title	Effective Date
Amendments to MFRS 9 and MFRS 7 *Classification and Measurement of Financial Instruments*	1 January 2026
Amendments to MFRS 9 and MFRS 7 *Contracts Referencing Nature-Dependent Electricity*	1 January 2026
Annual Improvements to MFRS Standards 2024	1 January 2026
MFRS 1: First-time Adoption of MFRS	
MFRS 7: Financial Instruments: Disclosures	
MFRS 9: Financial Instruments	
MFRS 10: Consolidated Financial Statements	
MFRS 107: Statement of Cash Flows	
MFRS 18: Presentation and Disclosure in Financial Statements	1 January 2027
MFRS 19: Subsidiaries without Public Accountability: Disclosures	1 January 2027
MFRS 121: Translation to a Hyperinflationary Presentation Currency (Amendments to MFRS 121 The Effects of Changes in Foreign Exchange Rates)	1 January 2027

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 2025 was not qualified.

A4 – Seasonal or Cyclicality of Operations

The Group is generally not exposed to any significant seasonal or cyclicality of operations during the current quarter under review. However, a small portion of the Group's revenue is derived from its expo and trade exhibition segment which is event-driven in nature. As such, the timing of these exhibitions may cause some minor fluctuations in quarterly performance.

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

Save as disclosed in Note B7, 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 31 March 2026				
	Digital media	**B2B expo**	**IT solution**	**Others[1]**	**Total**
	(RM'000)	**(RM'000)**	**(RM'000)**	**(RM'000)**	**(RM'000)**
Revenue	25,640	-	631	-	26,271
Cost of sales	(10,564)	(3)	(71)	-	(10,638)
Gross profit	**15,076**	**(3)**	**560**	-	**15,633**
Other income	258	-	2	-	260
Administrative expenses and other operating expenses	(10,680)	(642)	(389)	(1,283)	(12,994)
Profit / (Loss) before interest, tax, depreciation and amortisation ("EBITDA")	**4,654**	**(645)**	**173**	**(1,283)**	**2,899**
Depreciation	(485)	(18)	(19)	(2)	(524)
Amortisation	(1)	-	-	(139)	(140)
Profit / (Loss) before interest and tax	**4,168**	**(663)**	**154**	**(1,424)**	**2,235**
Interest income	24	-	-	70	94
Interest expense[2]	(684)	-	(1)	(411)	(1,096)
	3,508	(663)	153	(1,765)	1,233
Share of result of associates, net of tax	323	(22)	-	-	301
Profit / (Loss) before tax	**3,831**	**(685)**	**153**	**(1,765)**	**1,534**
Taxation	(1,669)	-	-	-	(1,669)
Profit / (Loss) after tax	**2,162**	**(685)**	**153**	**(1,765)**	**(135)**
Total comprehensive income / (loss)	**2,162**	**(685)**	**153**	**(1,765)**	**(135)**
Minority interest	(1,227)	274	(74)	-	(1,027)
PATAMI / (LATAMI)	**935**	**(411)**	**79**	**(1,765)**	**(1,162)**
Alternative Performance Measure					
Adjusted EBITDA [3]	7,022	(645)	173	(819)	5,731
Adjusted PATAMI / (LATAMI) [3]	3,929	(411)	79	(751)	2,846
Adjusted EBITDA per share (sen) [4]	N/A	N/A	N/A	N/A	1.26
Adjusted PATAMI per share (sen) [4]	N/A	N/A	N/A	N/A	0.62

Notes:

1. This segment comprises non-reportable activities which includes corporate costs incurred at the Group level and holding companies, expenses related to the Group's merger and acquisition ("**M&A**") activities and non-core operations.
2. The interest expense for the current period includes non-cash expenses of approximately RM0.8 million arising from M&A transactions. These non-cash expenses relate specifically to the unwinding of interest on deferred purchase considerations for the quarter ended 31 March 2026. The breakdown is disclosed in Note B14.
3. Refer to reconciliation to statutory measures in Note B15.
4. Refer to calculation in Note B11.

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.

A12 – Material Events Subsequent to the End of the Current Quarter

Save as disclosed in Note B6, 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

During the quarter under review, the Company completed the acquisition of 100% equity interest in ExpoCO Sdn Bhd (“MIFB”) (formerly known as Constellar Exhibitions Malaysia Sdn Bhd) on 31 March 2026, through the Company’s 60% direct subsidiary, One International Exhibition Sdn Bhd. (“One International”). Thus, the effective equity interest of MIFB is 60% through One International.

Save as disclosed, there were no changes in composition of the Group for the current quarter under review.

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's financial performance is presented on both a statutory basis (prepared in accordance with MFRS) and on an adjusted basis using Alternative Performance Measures ("APMs"). The APMs exclude charges that are either non-cash in nature or directly attributable to acquisition activity rather than to the ongoing operations of the Group of Companies. The Board believes that they help to effectively monitor the performance of the Group and support readers of the financial statements in drawing comparisons with past performance and consider the APMs to be a more representative view of the Group's underlying operating profitability.
All APMs — including Adjusted EBITDA, Adjusted PATAMI, Adjusted EBITDA per share and Adjusted Earnings per share — are defined, reconciled and cross-referenced to the statutory results in Note B15.

For the quarter ended 31 March 2026 ("Q1 FY2026"), the Group recorded revenue of RM26.27 million, EBITDA of RM2.90 million and a loss attributable to owners of the parent company ("LATAMI") of RM1.16 million. These compared to revenue of RM9.49 million, EBITDA of RM1.91 million and PATAMI of RM1.33 million in the corresponding quarter of the prior financial year ("Q1 FY2025"), representing year-on-year increases of approximately 177% in revenue and 52% in EBITDA.

The revenue growth was driven by the digital media segment, which contributed RM25.64 million in Q1 FY2026 compared to RM9.22 million in Q1 FY2025, an increase of approximately 178%, primarily driven by the five acquisitions completed for the segment in the financial periods after 31 March 2025.

Statutory Profitability
The swing from PATAMI of RM1.33 million in Q1 FY2025 to LATAMI of RM1.16 million in Q1 FY2026 reflects RM4.01 million in aggregate charges that are non-recurring, non-cash or directly attributable to acquisition activity ("Adjustments") and a LATAMI of RM0.41 million from the B2B Expo Segment.

The Adjustments of RM4.01 million are excluded from the Group's adjusted figures and reconciled in full in Note B15, primarily comprises of the following:

i. Long-Term Incentive Plan ("**LTIP**") of RM2.31 million (non-recurring equity grant). The Group recognised a one-off LTIP expense in Q1 FY2026, representing a loyalty award to key employees in recognition of their long-standing contribution to the Group's growth. Recipients hold shares in the Group, further aligning management interests with those of shareholders. The award is non-recurring and is not expected to be repeated on an annual basis. The expense is recognised in accordance with the applicable accounting standards for share-based payments.
ii. Unwinding of interest on deferred purchase consideration of RM0.81 million (non-cash). This represents the accretion of interest on deferred consideration payable to vendors of acquired businesses, recognised in accordance with MFRS 9.
iii. The remaining RM0.88 million of Adjustments comprises: M&A transaction costs of RM0.46 million (due diligence on potential acquisitions), acquisition financing interest of RM0.23 million, PPA amortisation of RM0.14 million in respect of identified intangibles recognised on the acquisition of Nexible Solutions Sdn Bhd and RM0.05 million of M&A Financing Facility Fee.

B2B expo segment recognised a LATAMI of RM0.41 million in the current quarter. The B2B expo segment was established in Q3 FY2025 and is seasonal in nature, with no events held in Q1 FY2026; accordingly, fixed operating costs were incurred without revenue in the current quarter.

Adjusted Profitability
After adjusting for the RM4.01 million of Adjustments described above and reconciled in Note B15, the Group's adjusted EBITDA was RM5.73 million and adjusted PATAMI was RM2.85 million for Q1 FY2026, representing year-on-year increases of approximately 215% and 128% respectively against adjusted EBITDA of RM1.82 million and adjusted PATAMI of RM1.25 million in Q1 FY2025.

The adjusted EBITDA growth was driven entirely by the digital media segment, which delivered adjusted EBITDA of RM7.02 million and adjusted PATAMI of RM3.93 million in Q1 FY2026, compared to RM2.08 million and RM1.52 million respectively in Q1 FY2025 — increases of approximately 237% and 159%. This reflects a combination of organic momentum and the earnings contribution from the five acquisitions completed after 31 March 2025.

The Group's adjusted PATAMI growth of approximately 128% was lower than the 215% adjusted EBITDA growth primarily because the acquisitions completed after 31 March 2025 were structured with minority partners. Accordingly, RM1.03 million of earnings was attributable to non-controlling interests in Q1 FY2026, compared to RM8 thousand in Q1 FY2025. This dynamic is expected to continue as the acquired portfolio matures.

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

For Q1 FY2026, the Group recorded revenue of RM26.27 million, EBITDA of RM2.90 million and LATAMI of RM1.16 million, compared to revenue of RM20.11 million, EBITDA of RM2.87 million and LATAMI of RM0.49 million in the immediate preceding quarter ended 31 December 2025 ("Q4 FY2025"). This represents quarter-on-quarter increases of approximately 31% in revenue and 1% in EBITDA, and a widening of LATAMI by RM0.67 million.

The revenue increase was driven by the digital media segment, which contributed RM25.64 million in Q1 FY2026 compared to RM19.44 million in Q4 FY2025, an increase of approximately 32%. The growth was primarily due to the full-quarter consolidation of Maxoom Sdn Bhd, Framemotion Studio Sdn Bhd and Headline Media Sdn Bhd, all of which were acquired partway through Q4 FY2025.

Statutory Profitability
The Group's comparative slower growth in EBITDA and wider LATAMI for the quarter-on-quarter was mainly due to one-off LTIP expenses, M&A-related expenses, and the seasonal nature of B2B expo. These include:

i. LTIP of RM2.31 million. The Group recognised a one-off LTIP loyalty award in Q1 FY2026; there was no equivalent charge in Q4 FY2025, making this the single largest driver of the quarter-on-quarter LATAMI widening. Further detail is provided in Note B1(i) above.
ii. M&A transaction costs related to due diligence of RM0.46 million.
iii. Acquisition financing interest of RM0.23 million. Interest costs on facilities drawn to fund the Group's acquisition programme, consistent in nature with the preceding quarter.
iv. LATAMI of RM0.41 million in the B2B Expo Segment. No revenue was generated in Q1 FY2026 as B2B expo events are held in other quarters of the financial year.

Adjusted Profitability
On an adjusted basis, the Group's adjusted EBITDA was RM5.73 million and adjusted PATAMI was RM2.85 million for Q1 FY2026, representing quarter-on-quarter increases of approximately 110% and 152% respectively against adjusted EBITDA of RM2.73 million and adjusted PATAMI of RM1.13 million in Q4 FY2025.

The adjusted EBITDA growth was driven by the digital media segment, reflecting full-quarter earnings contributions from Maxoom Sdn Bhd, Framemotion Studio Sdn Bhd and Headline Media Sdn Bhd following their acquisition part-way through Q4 FY2025, combined with continued organic momentum across the portfolio.

B3 – Prospects

The Group's vision is to establish itself as the permanent home for market-leading companies in the digital media and technology sectors. The Group focuses on a dual growth engine, combining strategic organic growth with disciplined acquisitions to maximise shareholder returns. This strategy capitalises on the abundance of opportunities to acquire profitable Small and Medium Enterprises ("**SMEs**") in Malaysia. With the total addressable market in Malaysia alone consisting of approximately 1.1 million MSMEs contributing roughly RM652 billion to the national GDP, which is approximately 40% of the national GDP (Source), the Group is strategically positioned to unlock significant value within its targeted verticals.

The Group's strategy is to compound free cash flow over the long term by acquiring and growing market-leading businesses across high-quality, structurally advantaged sectors, and to deliver sustainable long-term returns to shareholders through a dual growth engine of organic growth and programmatic M&A.

The Group's investment mandate targets businesses that are typically too small to pursue an independent public listing or attract private equity investment, yet have established operations, recurring cash flows, and identifiable growth opportunities. The Group positions itself as the buyer of choice for founder-led private companies by offering a proposition that is distinct from both private equity and trade buyers across four dimensions.

Long-Term Partner. The Group operates with a permanent capital base and thinks in decades rather than fund cycles. Unlike private equity, which typically targets an exit within three to five years, the Group acquires businesses with no intention to sell, preserving the legacy, brand, and culture of each acquired company for the long term.

Entrepreneurial Autonomy. The Group believes that founders and local management know their businesses best. Acquired companies retain their operational independence, with no forced integrations or mandatory cross-selling. Founders continue to lead their businesses post-acquisition, with the Group acting as a strategic sounding board and best practice centre rather than an operational overseer.

Strategic Support. As part of a Bursa Securities -listed company, acquired companies gain access to the credibility, governance standards, and balance sheet of a public-listed entity, which enhances their standing with banks, enterprise clients, and top-tier talent. The Group's headquarters team provides strategic guidance, group-wide best practices, and access to an established network of media and technology operators built over decades of experience.

Access to Liquidity. The Group provides founders and early shareholders with a transparent and structured path to realising the value of their life's work. Deal structures are flexible, encompassing cash consideration, shares listed on Bursa Securities, and earn-out arrangements, designed to align with the personal financial goals of each vendor while ensuring the Group retains downside protection through performance-linked payment tranches.

The Group's model preserves operational autonomy at the subsidiary level, with operating company chief executives retaining full responsibility for day-to-day management, local strategy, talent recruitment, and organic growth execution. The Group's headquarters team performs a distinct and complementary role across three areas:

1. **Strategic Partnership.** The headquarter team works with each operating company chief executive as a long-term strategic partner, co-creating growth roadmaps, sharing best practices across the portfolio, and benchmarking each business against relevant peers.

2. **Mergers and Acquisitions.** The headquarter team leads acquisition activity at the Group level and supports operating company chief executives in executing add-on acquisitions within their respective pillars, providing investment analysis, deal structuring, due diligence coordination, and post-acquisition integration support.
3. **Treasury and Financing.** The headquarter team manages the Group's overall capital structure, including the deployment of free cash flow, negotiation and management of debt facilities, management of vendor financing obligations, and selective utilisation of equity financing, with the objective of securing the lowest overall cost of capital while maintaining sufficient flexibility to pursue the Group's acquisition pipeline.

The first pillar of this vision, Digital Media, was initiated in 2021 through the acquisition of a 100% equity stake in iMedia Asia Sdn Bhd. Since its inception, this pillar has matured into a robust, one-stop integrated solution for advertisers by becoming the leading offline-to-online integrated digital media company. The Group offers bundled packages that include various media assets across its diverse portfolio. According to Mordor Intelligence, the South East Asia Advertising Market size is estimated at US$28 billion (RM126 billion) in 2025 and is expected to reach US$64 billion by 2031, at a compound annual growth rate (“CAGR”) of 14.5% (Source). By consolidating a fragmented sector through the platform acquisition of iMedia Asia Sdn Bhd and strategic add-on acquisitions, such as expanding into automotive digital media through the 60% acquisition of Drive 2 Digital Sdn Bhd and expanding into consumer tech digital media through the 100% acquisition of Maxoom Sdn Bhd (“TechNave”), the Group has built a comprehensive integrated solution for advertisers. Moving forward, the Group will continue to drive growth through higher-engagement formats, including digital out-of-home (DOOH) and experiential marketing, to capture a larger share of Malaysia’s digital advertising spend.

The Group successfully launched its second pillar, B2B Expo, in 2025 through the acquisition of 60% equity stake in One International, and subsequently completed the acquisition of MIFB, the organiser of the Malaysian International Food and Beverage Trade Fair, through One International in March 2026. This sector offers a resilient and powerful network effect where the value of the exhibition increases as more buyers and sellers participate, creating a "winner-takes-most" dynamic in niche verticals. By dominating mission-critical industries like agriculture, construction, and food and beverage, the Group gains significant pricing power, allowing it to compound cash flow while providing an essential physical touchpoint for trade in an increasingly digital world. This "flywheel" model involves reinvesting free cash flow into expanding the number of shows, expanding regionally or acquiring other B2B expos. Building upon the foundation of the acquisition of One International, the Group will continue to expand through organic launches of new B2B expos, strategic partnerships and other add-on acquisitions.

The Group successfully launched its third pillar, IT Solutions, in 2025 through the acquisition of a 51% equity stake in Nexible Solutions Sdn Bhd. The Group’s vision is to build out a market-leading group of software companies by owning and operating profitable, niche market-leading Software-as-a-Service and artificial intelligence businesses that provide mission-critical solutions to address specific industry needs. In independent market research conducted by Providence Strategic Partners Sdn Bhd (“Providence”), the global enterprise IT solutions market grew from RM0.92 trillion in 2019 to RM1.35 trillion in 2023 at a CAGR of 10.1%. Over the longer term, Providence projects the global enterprise IT solutions market to further increase from RM1.35 trillion in 2023 to RM1.78 trillion in 2027 at a CAGR of 7.2%, supported by the rapid pace of technological evolution, the rise of cloud computing, evolving supply chains, and technology adoption. Building upon the foundation established today via the acquisition of Nexible, the Group will continue to expand through strategic partnerships and acquisitions.

How We Finance Growth: Internally Generated Cash Flow First, Then Debt, Then Equity

The Group’s approach to financing growth draws on four sources of capital: vendor financing, internally generated free cash flow, debt financing, and equity financing. Vendor financing forms a core component of the Group's acquisition structure, whereby purchase consideration is paid in tranches. This arrangement reduces upfront capital requirements, preserving the Group’s cash position. Internally generated free cash flow from operating companies is recycled at the Group level into acquisition payments and growth investments. Debt financing is drawn upon to supplement internal cash generation, with acquisition-related borrowings structured. The Group monitors leverage levels closely to maintain a conservative balance sheet position. As at 31 March 2026, the Group held a cash and cash equivalents balance of RM24.4 million against total outstanding bank borrowings of approximately RM12.3 million.

Equity financing, including the conversion of outstanding warrants, is the least preferred source of capital and is drawn upon only where required to bridge any remaining gap in acquisition financing. The Group exercises discipline in managing dilution to existing shareholders and does not rely on equity issuance as a primary funding mechanism.

The Serial Acquirer Model: A Globally Proven Strategy

The Group’s business model is part of a globally recognised category of companies known as serial acquirers or acquisition-driven compounders. These are companies that pursue systematic, repeated acquisitions as their primary growth engine, integrating businesses into a consolidated platform under long-term ownership, and reinvesting free cash flow into further acquisitions to compound shareholder returns over time.

The model has attracted significant global investor interest due to its ability to generate superior total shareholder returns, driven by a structural valuation arbitrage between private acquisition multiples and public market multiples, combined with organic earnings growth and the compounding effect of reinvested free cash flow.

Several globally listed serial acquirers have demonstrated this model at scale across decades. Constellation Software Inc. (TSX: CSU), headquartered in Canada, has completed over 1,000 acquisitions of vertical market software businesses since 1995. Lifco AB (STO: LIFCO), headquartered in Sweden, operates over 200 niche companies across dental, demolition, and industrial B2B sectors. Chapters Group AG (ETR: CHG), headquartered in Germany, has acquired over 40 businesses in niche digital solutions since its strategic shift in 2019. According to REQ Capital's research on acquisitiondriven compounders (July 2025) (Source), globally, acquisition-driven compounders delivered a 20-year indexed return of approximately 23x (CAGR of 16.6%), against Berkshire Hathaway at 8.3x (CAGR of 10.9%), and S&P 500 at 4.9x (CAGR of 8.3%). The Group applies this globally validated model within the Malaysian market, targeting the consolidation of market-leading businesses across Digital Media, B2B Expo, and IT Solutions

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B4 – Financial Forecast, Estimate or Projection

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

B5 – Taxation

	Current quarter ended 31 March 2026 RM'000	Preceding year corresponding quarter ended 31 March 2025 RM'000	Year to date ended 31 March 2026 RM'000	Preceding year to date ended 31 March 2025 RM'000
Malaysian income tax:-				
Current tax:				
- Current year	(1,669)	(461)	(1,669)	(461)
Deferred tax:				
- Original and reversal of temporary differences	-	-	-	-
	(1,669)	(461)	(1,669)	(461)
Effective tax rate	(108.78%)	(25.64%)	(108.78%)	(25.64%)

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

The effective tax rate is higher than statutory tax rate mainly due to the offset effect of companies which has losses before tax in the current quarter.

B6 – Status of Corporate Proposals Announced but not Completed

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

During the period, iMedia has a Revolving Credit Facility ("**RC Facility**") of up to RM35 million with Affin Hwang Investment Bank Berhad ("**AHIBB**"). The purpose of the RC Facility is to part-finance acquisitions of any target companies by the Company that meets a set of criteria imposed by the AHIBB.

Save for the above, the Group does not have any other local or foreign borrowings as at 31 March 2026.

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.

B10 – Status of Utilisation of Proceeds

On 13 November 2025, the Company raised approximately RM24.33 million following the issuance and allotment of 90,120,544 new Shares at RM0.27 each pursuant to the Rights Issue. The table below sets out the status of utilisation of proceeds as at 28 May 2026:

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**
Partial payment for the purchase consideration for the acquisition of D2D	5,000	(5,000)	-	Fully utilised
Partial payment for the purchase consideration for the acquisition of Theta	5,734	-	(5,734)[1]	Within 36 months
Partial payment for the purchase consideration for the acquisition of FMS	5,500	(5,225)	275	Within 36 months
Potential strategic acquisitions	6,464	(3,170)	9,028[1]	Within 36 months
Working capital requirement for the Group	855	-	855	Within 36 months
Expenses for the Rights Issue of Shares with Warrants and private placement	780	(780)	-	Fully utilised
Total	**24,333**	**(14,175)**	**10,158**	

Note:
[1] The Company had originally earmarked RM5.734 million of the proceeds from the Rights Issue of Shares with Warrants to fund the acquisition of Theta. In view of the termination of Theta SSA, the Board has resolved to vary and re-allocate RM5.734 million towards potential strategic acquisitions and investments in line with the Group's growth strategy.

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B11 –Earnings per ordinary shares of the Company

(a) *Basic earnings and losses per Catcha Digital Share (“**EPS**”)/(“**LPS**”), adjusted Basic EPS and adjusted EBITDA per share.*

Basic EPS/LPS 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.

To facilitate a better understanding of the operating performance of the Group, the Adjusted Basic EPS is illustrated to outline the adjusted operating earnings per share. The Adjusted Basic EPS of the Group is calculated by dividing the adjusted PATAMI of the Group, as disclosed in Note B15, by the weighted average number of Catcha Digital Shares in issue. The Adjusted EBITDA per share of the Group is calculated by dividing the adjusted EBITDA of the Group, as disclosed in Note B15, by the weighted average number of Catcha Digital Shares in issue.

		Current quarter ended 31 March		Year to date ended 31 March	
		2026	**2025**	**2026**	**2025**
Profit for the period attributable to ordinary equity holders of the Company	(RM’000)	(1,162)	1,326	(1,162)	1,326
Weighted average number of Catcha Digital Share in issue	(’000)	455,539	269,251	455,539	269,251
Basic (LPS)/EPS	(sen)	(0.26)	0.49	(0.26)	0.49
Alternative Performance Measure					
Adjusted EBITDA	(RM’000)	5,731	1,821	5,731	1,821
Adjusted PATAMI	(RM’000)	2,846	1,246	2,846	1,246
Adjusted EBITDA per share	(sen)	1.26	0.68	1.26	0.68
Adjusted Basic EPS	(sen)	0.62	0.46	0.62	0.46

(b) *Diluted EPS*

There is no dilution of share capital for the Company.

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 Before Taxation

	Current quarter ended 31 March		Year to date ended 31 March	
	2026 (RM'000)	**2025 (RM'000)**	**2026 (RM'000)**	**2025 (RM'000)**
Profit before tax is arrived at after charging / crediting:				
Interest income	94	21	94	21
Interest expense	(1,096)	(52)	(1,096)	(52)
Amortisation of intangible assets	(140)	(3)	(140)	(3)
Depreciation of plant and equipment	(242)	(70)	(242)	(70)
Depreciation of right-of-use assets	(282)	(137)	(282)	(137)
Impairment loss on trade receivables	(158)	(69)	(158)	(69)
Impairment loss on contract assets	(22)	(19)	(22)	(19)
Reversal of impairment loss on trade receivables	186	105	186	105
Reversal of impairment loss on contract assets	14	15	14	15

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

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B14 – Interest expense breakdown

To facilitate a better understanding of the operating performance of the Group, the interest expense is illustrated to show the non-cash expenses related to M&A transactions, and cash expenses related to the operating business.

RM'000 Breakdown of interest expense	**Current quarter ended 31 March, 2026**	**Year to date ended 31 March, 2026**
Unwinding of interest of deferred purchase consideration (non-cash)	(807)	(807)
Other interest expenses	(289)	(289)
Total interest expense	**(1,096)**	**(1,096)**

B15 – Adjusted EBITDA and Adjusted PATAMI

To facilitate a better understanding of the operating performance of the Group, the adjusted EBITDA and adjusted PATAMI adjust out non-cash adjustments, M&A related expenses and certain non-operating expenses.

Reconciliation to Statutory Measures

	For the current quarter ended 31 March, 2026 and current year to date ended 31 March, 2026				
	Digital Media	**B2B Expo**	**IT Solution**	**Others**	**Total**
	(RM'000)	**(RM'000)**	**(RM'000)**	**(RM'000)**	**(RM'000)**
EBITDA	4,654	(645)	173	(1,283)	2,899
PATAMI / (LATAMI)	935	(411)	79	(1,765)	(1,162)
Adjustments in EBITDA					
M&A financing cost - Facility fee	55	-	-	-	55
M&A transaction cost - Due diligence cost	-	-	-	457	457
LTIP costs and other non-operating costs	2,313	-	-	7	2,320
Total adjustments in EBITDA	**2,368**	**-**	**-**	**464**	**2,832**

Adjustments in PATAMI					
Adjustments in EBITDA	2,368	-	-	464	2,832
Unwinding of Interest of Deferred Purchase Consideration (non-cash)	478	-	-	329	807
Amortisation of intangible assets - In relation to M&A	-	-	-	139	139
M&A financing cost - Interest paid related to financing of M&A	148	-	-	82	230
Total adjustments in PATAMI	**2,994**	**-**	**-**	**1,014**	**4,008**

Adjusted EBITDA	**7,022**	**(645)**	**173**	**(819)**	**5,731**
Adjusted PATAMI / (LATAMI)	**3,929**	**(411)**	**79**	**(751)**	**2,846**

	For the quarter ended 31 March 2025 and year to date ended 31 March 2025		
	Digital Media	**Others[a]**	**Total**
	(RM'000)	**(RM'000)**	**(RM'000)**
EBITDA	2,207	(297)	1,910
PATAMI / (LATAMI)	1,631	(305)	1,326
Adjustments in EBITDA			
M&A transaction cost - Share Transfer and stamping fee	-	34	34
Gain on waiver of debt (non-operating)	(123)	-	(123)
Total adjustments in EBITDA	**(123)**	**34**	**(89)**

Adjustments in PATAMI			
Adjustments in EBITDA	(123)	34	(89)
M&A financing cost - Interest paid related to financing of M&A	9	-	9
Total adjustments in PATAMI	**(114)**	**34**	**(80)**

Adjusted EBITDA	**2,084**	**(263)**	**1,821**
Adjusted PATAMI / (LATAMI)	**1,517**	**(271)**	**1,246**

[a] This segment comprises non-reportable segments consisting of (i) publication which complements and supports the online media segment, and (ii) Nexible Solutions Sdn Bhd, which is now split out in the segments shown for the quarter ended 31 March 2026.

Items Adjusted and Rationale

1. **M&A Transaction and Financing Costs**. The Group excludes expenses incurred directly in connection with its acquisitions, including professional due diligence fees, legal costs, stamping fees, and interest expenses related to M&A financing facilities such as Revolving Credit Facilities. These are deal-specific costs that would not otherwise have been incurred as part of the Group's continuing operations. The Group believes it is useful for investors to understand the impact of these items on total operating expenses.

2. Gain on Waiver of Debt. The Group excludes non-cash gains arising from the waiver of debt due to restructuring or adjustments to purchase considerations. While these gains reflect successful strategic negotiations, they are non-cash in nature and are excluded to provide a more conservative and consistent view of the Group's recurring operating income.

3. Unwinding of Interest on Deferred Purchase Consideration. The Group excludes the non-cash effect of the unwinding of interest on deferred purchase considerations. This is a technical MFRS requirement to reflect the time value of money for future payment tranches. As this is a non-cash accounting adjustment, it is excluded to better reflect the Group’s actual financing obligations and operational results.

4. Amortisation of Intangible Assets (“ITA”). The Group excludes the effect of amortisation of intangible assets arising from Purchase Price Allocation exercises. Amortisation is non-cash and is significantly affected by the timing and size of the Group’s acquisitions. While these intangible assets contribute to revenue generation, the amortisation charges are inconsistent in frequency and do not reflect the Group's underlying cash-generating position.

5. Long-Term Incentive Plan (“LTIP”) Expense. The Group excludes the share-based payment expense recognised in connection with a one-off loyalty award granted to key employees and management personnel in recognition of their long-standing contribution to the growth of the Group. Through the LTIP, recipients hold shares in the Company, further aligning their interests with those of other shareholders in supporting the Group's continued performance. The grant is non-recurring in nature, is not expected to be repeated on an annual basis, and was recognised in accordance with the applicable accounting standards for share-based payments. As the expense is one-off and not linked to the Group’s underlying operating activities, it is excluded to provide a more consistent view of recurring operating performance.

B16 – Authorisation for Issue

These unaudited interim financial statements were authorised for issuance by the Board of Directors of the Company on 28 May 2026.

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