oOh!media Limited
ABN 69 602 195 380

19 August 2024

## ASX Release

### APPENDIX 4D AND HALF YEAR REPORT

oOh!media Limited (ASX:OML) (**oOh!**) attaches its Appendix 4D and Half Year Report for the half year ended 30 June 2024.

This announcement has been authorised for release to the ASX by the Board of Directors.

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**About oOh!media**

oOh!media is a leading Out of Home media company that is enhancing public spaces through the creation of engaging environments that help advertisers, landlords, leaseholders, community organisations, local councils and governments reach large and diverse public audiences.

The Company's extensive network of more than 35,000 digital and static asset locations includes roadsides, retail centres, airports, train stations, bus stops, office towers and universities.

Listed on the ASX, oOh! employs around 800 people across Australia and New Zealand and had revenues of $634 million in 2023. It also owns the Cactus printing business.

The Company invests heavily in technology and is pioneering the use of sophisticated data techniques that enable clients to maximise their media spend through unrivalled and accurate audience targeting. Find out more at oohmedia.com.au

# oOh!media Limited and its Controlled Entities (the Group)

# ACN 602 195 380

# Appendix 4D

# Half year report

## Results for announcement to the market

### Details of the reporting period and the previous corresponding reporting period

**Reporting period:** For the half year ended 30 June 2024

**Previous corresponding period:** For the half year ended 30 June 2023

### Results for announcement to the market

In accordance with the ASX Listing Rule 4.2A, the Board and management of oOh!media Limited have enclosed an Appendix 4D for the half year ended 30 June 2024.

| | | Change | 30 Jun 24 | 30 Jun 23 |
|---|---|---|---|---|
| | | % | $'000 | $'000 |
| Revenues from ordinary activities [1] | **Decreased** | **-2.8%** | 288,322 | 296,592 |
| Profit / (loss) from ordinary activities after income tax attributable to members [1] | **Decreased** | **-9.6%** | 5,830 | 6,448 |
| Profit / (loss) for the period attributable to the members [1] | **Decreased** | **-9.6%** | 5,830 | 6,448 |
| EBITDA - Statutory [1] and [2] | **Decreased** | **-5.6%** | 121,127 | 128,369 |
| EBITDA - Underlying [1], [2] and [3] | **Decreased** | **-3.3%** | 124,113 | 128,320 |
| Adjusted Underlying EBITDA [1], [2], [3] and [4] | **Decreased** | **-2.1%** | 48,562 | 49,595 |

(1) All the above comparisons are on a statutory basis unless otherwise stated.
(2) Earnings before interest, tax, depreciation and amortisation (EBITDA) is a non-IFRS measure. This is included in management reports reviewed by the Group's chief operating decision maker (the Board).
(3) The Directors believe that the Underlying presentation of results is a better indicator of performance and differs from the statutory presentation. The Underlying results exclude the impact of non operating items, gains on lease modifications and other items. Refer to Note 3 Operating segments of the Interim Financial Statements for a reconciliation between statutory and underlying EBITDA.
(4) The Adjusted Underlying EBITDA for the half year ended 30 June 2024 includes a deduction of fixed rent obligations of the Group. This is accounted for as depreciation of the right-of-use assets and interest expense on lease liabilities. The Board and executive management monitor the Adjusted Underlying EBITDA.

Refer to the attached Half Year Report, including the Operating and Financial Review section of the Directors' Report, for discussion of the results.

| Dividend information [1] | Amount per share (cents) | Franked amount per share (cents) | Tax rate for franking credit |
|---|---|---|---|
| Current period | | | |
| Interim 2024 dividend (to be paid on 23 September 2024) | 1.75 | 1.75 | 30% |
| Previous period | | | |
| Final 2023 dividend (paid on 21 March 2024) | 3.5 | 3.5 | 30% |
| Interim 2023 dividend (paid on 21 September 2023) | 1.75 | 1.75 | 30% |
| Final 2022 dividend (paid on 23 March 2023) | 3.0 | 3.0 | 30% |

[1] The Company's Dividend Reinvestment Plan did not operate for the Final 2023 dividend and will not operate for the Interim 2024 dividend.

| Interim 2024 dividend dates | |
|---|---|
| Ex-dividend date | 28 Aug 2024 |
| Record date | 29 Aug 2024 |
| Payment date | 23 Sept 2024 |

| Net tangible assets | 30 Jun 24 | 30 Jun 23 |
|---|---|---|
| Net tangible assets per security (dollars) [1] | 0.02 | (0.02) |
| Net assets per security (dollars) [2] | 1.35 | 1.34 |

[1] Derived by dividing net assets/(liabilities) less intangible assets by total issued shares of 538,781,286 (2023: 538,781,286 shares). On market share buyback conducted from September 2022 to June 2023, resulted in a net tangible liability per security.
[2] Derived by dividing the net assets, calculated on total issued shares of 538,781,286 (2023: 538,781,286 shares).

## Details of associates and joint venture entities

The Group maintains a 33.3% interest in Calibre Audience Measurement Limited.

## Audit qualification or review

The Condensed Consolidated Interim Financial Statements were subject to a review by the auditors and the review report is attached as part of the Half Year Report.

## Additional information

For additional information required under ASX Listing Rule 4.2A, please refer to the Half Year Report for the half year ended 30 June 2024 of oOh!media Limited and its controlled entities.

# HALF YEAR REPORT

## 30 June 2024

# Table of Contents

# General information

The Half Year Report covers oOh!media Limited and its controlled entities. The Condensed Consolidated Interim Financial Statements are presented in Australian currency.

oOh!media Limited is a listed company limited by shares, incorporated and domiciled in Australia. Its registered office and principal place of business is:

Level 2, 73 Miller Street, North Sydney, New South Wales 2060

The Half Year Report was authorised for issue, in accordance with a resolution of the Directors. The Directors have the power to amend and reissue the Half Year Report.

Through the use of the internet, oOh!media Limited ensures that all corporate reporting is timely, complete and available to all users at minimum cost to the Company. All media releases, financial reports and other information are available at the Investors section on the website: www.investors.oohmedia.com.au

# Directors' Report

## Introduction

The Directors of oOh!media Limited present their Half Year Report for the half year ended 30 June 2024. The Half Year Report includes the results of oOh!media Limited (oOh!media, oOh! or the Company) and the entities that it controlled at the end of, or during the period (together referred to as the Group).

## Corporate structure

oOh!media Limited is a public company limited by shares that is incorporated and domiciled in Australia and listed on the Australian Securities Exchange.

## Principal activities

oOh!media is a leading Out-of-Home media company, offering advertisers the ability to create deep engagement between people and brands across the largest and most diverse Out-of-Home location-based portfolios in Australia and New Zealand. oOh!media's portfolio includes:

(a) large format digital and classic roadside screens;

(b) large and small format digital and classic signs located in retail precincts such as shopping centres;

(c) large and small format digital and classic signs in airport terminals, lounges and in-flight;

(d) digital and classic street furniture signs;

(e) digital and classic format advertising in public transport corridors including rail; and

(f) digital and classic signs in high dwell time environments such as universities and office buildings.

oOh!media also provides advertising creative and printing services.

## Operating and financial review

The consolidated profit after income tax for the half year ended 30 June 2024 was $5,830,000 (30 June 2023: profit after income tax of $6,448,000). A review of the operations of the Group for the half year ended 30 June 2024 is set out in the Operating and Financial Review 1H2024 section, which is attached and forms part of this Directors' Report.

## Matters subsequent to the reporting date

Since the end of the financial half year, and after the approval of these Condensed Consolidated Interim Financial Statements, the Board has declared a fully franked interim dividend on 19 August 2024 of 1.75 cents per ordinary share, amounting to $9,428,673 in respect of the half year ended 30 June 2024 (30 June 2023: $9,428,658). This dividend is payable on 23 September 2024. The financial effect of this dividend has not been brought to account in the Condensed Consolidated Interim Financial Statements for the half year ended 30 June 2024 and will be recognised in subsequent financial reports.

No other matter or circumstance at the date of this report has arisen since 30 June 2024 that has significantly affected or may affect:

(a) the operations of the Group in future financial years;

(b) the results of those operations in future financial years; or

(c) the Group's state of affairs in the future financial years.

## Dividends

The following fully franked dividends have been paid to date:

| Dividends paid during 2024 | Amount per share (cents) | Total paid ($) |
|---|---|---|
| Final 2023 dividend (paid on 21 March 2024) | 3.5 | 18,857,345 |
| | | |
| **Dividends paid during 2023** | | |
| Interim 2023 dividend (paid on 21 Sept 2023) | 1.75 | 9,428,658 |
| Final 2022 dividend (paid on 23 March 2023) | 3.0 | 17,432,519 |

The Company's policy is to pay dividends of 40-60 per cent of Adjusted Underlying net profit after tax, as AASB 16 does not have a cash impact and there is no cash replacement cost for the acquired intangibles(1). After the reporting date, the Board declared a fully franked interim dividend of 1.75 cents per ordinary share in respect of the half year ended 30 June 2024, amounting to $9,428,673(2). This dividend is payable on 23 September 2024. The financial effect of this dividend has not been brought to account in the Condensed Consolidated Interim Financial Statements for the half year ended 30 June 2024 and will be recognised in subsequent financial reports.

The Company's Dividend Reinvestment Plan did not operate for any dividends paid during FY23 and will not operate for the Interim 2024 dividend.

(1) The intangible assets are historic and do not have any requirement to be replaced, and thus the related amortisation charge is excluded in arriving at an appropriate dividend.
(2) Based on 538,781,286 total issued shares as at 30 June 2024.

## Directors

The names of the Directors who held office at any time during or since the half year ended 30 June 2024 and as at the date of this report are:

| | | |
|---|---|---|
| Tony Faure | Chair and Independent Non-executive Director | Director for whole period |
| Catherine (Cathy) O'Connor | Chief Executive Officer and Managing Director | Director for whole period |
| Philippa Kelly | Independent Non-executive Director | Director for whole period |
| Tim Miles | Independent Non-executive Director | Director for whole period |
| Joanne Pollard | Independent Non-executive Director | Director for whole period |
| Andrew Stevens | Independent Non-executive Director | Director for whole period |
| David Wiadrowski | Independent Non-executive Director | Director for whole period |

## Auditor's independence declaration

The Lead auditor's independence declaration is set out on page 14 and forms part of the Directors' Report for the half year ended 30 June 2024.

## Rounding of amounts

The Company is a kind referred to in ASIC Corporations Instrument 2016/191(Instrument) issued by the Australian Securities and Investments Commission (ASIC), relating to the 'rounding off' of amounts in the Directors' Report. Amounts in the Directors' Report have been rounded off in accordance with the Instrument to the nearest thousand dollars, or in certain cases, to the nearest dollar, unless otherwise stated.

This report is made in accordance with a resolution of the Directors, pursuant to section 306(3)(a) of the Corporations Act 2001.

Signed on behalf of the Directors.

**Tony Faure**
Chair

19 August 2024
Sydney

# Operating and Financial Review

### INTRODUCTION – ADJUSTED GROSS MARGIN IMPROVEMENT DESPITE REVENUE DECLINE

For the half year ended 30 June 2024 ("1H24") Out of Home (OOH) continued to outperform other forms of media.

Within an overall challenging media landscape, the Outdoor Media Association of Australia (OMA) reported OOH revenue growth of 8% for the six months to 30 June 2024.

According to Standard Media Index (SMI), OOH achieved agency media revenue growth of 6%, capturing a record 15% of advertising agency media spend for the period. This compares to a broader decline for total advertising agency spend of 2% for the period, with traditional media such as television declining 10% and radio down 4%.

oOh! reported a decline in total revenue of 2.8% for the half year. Revenue was impacted by the exiting of the Vicinity contract which expired on 31 December 2023, and a recontracting of a significant street furniture contract which reduced asset cleaning and maintenance revenues in return for lower fixed rent. Revenue growth in the absence of these two changes was 3% for the period. Programmatic revenues more than doubled to $10 million compared to the 1H23 whilst exceeding the broader industry growth as the Company's share of programmatic moves towards its natural share.

The Company has implemented specific initiatives to address media revenue performance gaps relative to the broader OOH market and believes that it is seeing evidence of this in an improved back of third quarter.

Notwithstanding the decline in revenue, adjusted gross profit and adjusted gross profit margin improved on the prior corresponding period. This demonstrates the continued commitment of the Company in exercising cost discipline in renewing commercial contracts.

Adjusted Underlying Earnings Before Interest, Tax, Depreciation and Amortisation (EBITDA) declined by 2% to $48.6 million. Adjusted underlying net profit after tax (NPAT) was $18.2 million compared to adjusted net profit after tax of $20.5 million for the prior corresponding period, after adding back the amortisation of acquired intangibles.

The Company continues its disciplined approach to contract renewals while maintaining a diverse lease maturity profile. As a result of contract renewals, approximately 19% of CY23 revenue is attached to contracts that expire in CY24, down from 23% disclosed at the CY23 results.

The Company anticipates securing a number of metropolitan Sydney and Melbourne contracts with a projected incremental revenue opportunity of $38m from 2025 onwards, including the renewal of the Victorian Department of Transport and Planning, Australia's single largest street furniture contract which will deliver incremental revenues through digitisation of a largely static asset suite, and Melbourne Metro Tunnel greenfield sites. This is in addition to the $30 million of incremental annualised revenue for Woollahra Council, Sydney Metro, and Sydney Metro Martin Place, which were announced during CY23. This represents a strong pipeline of future revenue growth for the Company.

Net debt increased on the prior six-month period, reflecting increased investment in capital expenditure and inventory for new and renewed contracts in addition to tax payments including the settlement of the $4.4 million liability that it declared in the CY23 accounts. The Company remains within its target gearing range of not exceeding 1.0 times in the short term, with the gearing ratio of 0.97 times as at 30 June 2024, and expects this ratio to improve over the second half.

The Board declared an interim dividend of 1.75 cents per share, fully franked (1H23: 1.75 cents).

## GROUP FINANCIAL RESULTS

| A$m unless specified | 1H24 | 1H23 | Variance ($) | Variance (%) |
|---|---|---|---|---|
| Revenue | 288.3 | 296.6 | (8.3) | (3%) |
| Gross profit | 194.3 | 196.1 | (1.8) | (1%) |
| Gross profit margin (%) | 67.4% | 66.1% | 1.3ppts | *n/a* |
| Total operating expenditure | (70.2) | (67.8) | (2.4) | (3%) |
| Underlying EBITDA | 124.1 | 128.3 | (4.2) | (3%) |
| Other income & non-operating items | (3.0) | - | 3.0 | |
| EBITDA | 121.1 | 128.4 | (7.3) | (6%) |
| *EBITDA margin (%)* | *42.0%* | *43.3%* | *(1.3ppts)* | n/a |
| Depreciation and amortisation | (87.6) | (100.4) | 12.7 | 13% |
| EBIT | 33.5 | 28.0 | 5.5 | 20% |
| Net finance costs | (24.1) | (20.4) | (3.8) | (19%) |
| Profit/(loss) before tax | 9.4 | 7.6 | 1.8 | 24% |
| Income tax expense | (3.6) | (1.2) | (2.4) | 208% |
| Net profit/(loss) after tax | 5.8 | 6.4 | (0.6) | (10%) |
| EPS (cps) | 1.1 | 1.1 | - | - |
| | | | | |
| **Adjusted gross profit** | **124.3** | **122.6** | **1.7** | **1%** |
| *Adjusted gross profit margin* | *43.1%* | *41.3%* | *1.8ppts* | *n/a* |
| **Adjusted underlying EBITDA** | **48.6** | **49.6** | **(1.0)** | **(2%)** |
| *Adjusted Underlying EBITDA margin (%)* | *16.8%* | *16.7%* | *0.1ppts* | n/a |
| **Adjusted underlying NPAT** | **18.2** | **20.5** | **(2.3)** | **(11%)** |

## DISAPPOINTING 1H24 3% REVENUE DECLINE BEING ADDRESSED TO DRIVE FULL YEAR GROWTH

While Out Of Home continued to demonstrate structural gains in a challenging media environment, the Group did not achieve its aspirations of performing closer to the 8% growth announced by the OMA in the first half.

As noted, this was partially impacted by the exit of the Vicinity contract as well as a recontracting in a street furniture contract which reduced non-media revenues in return for improved rent. However independent of contract and asset changes amongst the competitor set the Group underperformed relative to its peers. Management acted accordingly, with renewal of sales leadership and strengthening sales capability which it believes is now starting to bear fruit with overall total revenue growth returning in the back of Q3.

The Group has supplemented its efforts with external consultants to improve the competitiveness in matching speed and customer needs in response to advertising briefs from agencies, in addition to accelerating its efforts to take a meaningful position in the nascent retail media market. It has also continued to be successful in winning new contracts such as Melbourne Metro Tunnel which will accelerate revenue growth when these assets come online from 2025.

## REVENUE BY FORMAT

| A$m unless specified | 1H24 | 1H23 | Variance ($) | Variance (%) |
|---|---|---|---|---|
| Road | 100.8 | 103.4 | (2.6) | (3%) |
| Street Furniture & Rail | 91.0 | 93.5 | (2.5) | (3%) |
| Retail | 58.3 | 65.0 | (6.7) | (10%) |
| Fly | 22.2 | 21.0 | 1.2 | 6% |
| City and Youth | 9.7 | 8.3 | 1.4 | 16% |
| Other | 6.4 | 5.2 | 1.2 | 22% |
| **Total** | **288.3** | **296.6** | **(8.3)** | **(3%)** |

## ROAD

Revenue in the Group's Road (billboard) division declined by 3% to $100.8 million for the period. Adjusting for the partial renewal of the road component of the Vicinity contract, media revenue was flat on the prior corresponding half.

Revenue grew 9% in the first quarter but declined 12% in the second quarter following a strong 17% growth in the prior corresponding quarter. The Company is addressing loss of share in the Road segment and is seeing renewed growth in the third quarter.

During the period oOh! strengthened its presence in Melbourne by acquiring the landmark West Gate Freeway large format digital site which launched in July, together with eight additional large format suburban sites that are now live.

## STREET FURNITURE AND RAIL

Revenue in Street Furniture and Rail declined by 3% to $91.0 million. Media revenue increased by 3% in 1H24 compared to the prior corresponding period.

The decline in total revenue was partly due to higher non-media revenue in the prior corresponding period related to asset cleaning and maintenance, which reduced following contract restructuring during renewal in return for lower fixed rent. In addition, declines in classic Street Furniture revenue has offset digital revenue growth, and the Company's Street Furniture portfolio is under indexed in digital assets compared to other formats. The Company is continuing to digitise its Street Furniture portfolio to address this imbalance.

## RETAIL

Revenue in the Retail format declined by 10% to $58.3 million primarily impacted by the non-renewal of the Vicinity contract during the half compared to the prior corresponding period.

Adjusting for this non-renewal, revenue increased by 8% on the prior corresponding period. oOh! is investing further in digitisation of its retail assets to offset the non-renewal of this contract to ensure the Group maintains a Retail portfolio with the highest overall footfall across Australia and New Zealand.

## FLY

The Fly segment increased revenue in the second quarter to deliver overall revenue growth of 6% for the half compared to the prior corresponding period.

## CITY AND YOUTH (PREVIOUSLY LOCATE)

City and Youth predominantly includes the Company's office tower advertising format formerly known as Locate.

Revenue in this format grew by 16%, reflecting the continued slow return of audiences to Central Business District office environments.

The City and Youth segment predominantly has a variable rent profile which ensures it continues to be a highly valuable segment for oOh!.

## OTHER

The Other category primarily includes revenue from the Cactus Imaging and POLY businesses.

## BALANCED PORTFOLIO

oOh!media maintains a diverse portfolio of assets across a variety of formats and remains focused on digital and data-led innovation in the sector. The digitisation of assets in premium locations across its network continues and digital revenue as a percentage of total revenue in 1H24 was 73%, compared to 67% for 1H23.

The Company anticipates securing a number of metropolitan Sydney and Melbourne contracts with a projected incremental revenue opportunity of $38m from 2025 onwards, including the renewal of the Victorian Department of Transport and Planning, Australia's single largest street furniture contract which will deliver incremental revenues through digitisation of a largely static asset suite, and Melbourne Metro Tunnel greenfield sites.

## EARNINGS COMMENTARY – INCREASE IN ADJUSTED GROSS MARGIN DESPITE REVENUE DECLINE

*Unless specified, the commentary below relates to statutory results in respect of 1H24 and the prior corresponding period (1H23).*

The 2.8% decrease in revenue translated to a statutory gross profit of $194.3 million, down 1% on the prior corresponding period.

Gross profit on an adjusted basis increased by 1% to $124.3 million(1) representing an adjusted gross margin of 43.1% (1H23: 41.4%).

As noted above, the increase in adjusted gross margin was driven primarily by reduced fixed rent in a key street furniture contract in return for lower non-media revenues.

In the continued inflationary environment, oOh! remains disciplined on operational expenditure which increased by 3% on the prior year to $70.2 million. On an adjusted basis, underlying operational expenditure (before one-off items) was $75.8 million, up 3%. Underlying cost growth related primarily to labour cost inflation and in internal resources as part of the investment in reooh.

Adjusted underlying EBITDA declined by 2% to $48.6 million, reflecting the decline in revenue, partially offset by improved gross margin compared to the prior corresponding period.

Adjusted underlying EBITDA margin was 16.8%, up from 16.7% in 1H24.

Other income includes $0.4 million in revenue from reooh. Non-operating items include $3.4 million in one-off consulting costs for external resources to drive the reooh opportunity and accelerate top line growth through improving the Company's competitiveness in matching speed and customer needs in response to advertising briefs from agencies.

Adjusted depreciation and amortisation decreased on the prior period due mainly to the non-renewal of the Vicinity contract and its related assets, with a make good expense recognised in FY23.

Net finance costs (on an adjusted basis) (2) increased by $1.8 million, due to increased capital expenditure, tax and make-good payments which contributed to increased net debt. The Company has $150 million of interest rate derivatives that have mitigated against interest rate increases.

Adjusted underlying net profit after tax was $18.2 million compared to $20.5 million for the prior period.

The Group reported statutory net profit after tax of $5.8 million for 1H24 compared to $6.4 million for 1H23.

(1) Adjusted Gross Profit includes rent of $70.0m excluded from statutory Cost of media sites and production under AASB 16.

(2) Net finance costs (on an adjusted basis) excludes interest expenses on lease liabilities under AASB 16 (Refer to Note 6.)

## INTERIM DIVIDEND 1.75 CENTS PER SHARE, FULLY FRANKED

The Group's policy is to pay dividends 40-60 per cent of adjusted underlying net profit after tax.

For 1H24 adjusted underlying net profit (1) was $18.2 million. The Board declared an interim dividend of 1.75 cents per share, fully franked, (1H:23 1.75 cents), representing a payout ratio of 51%.

The record date for entitlement to receive the interim dividend is 29 August 2024 with a scheduled payment date of 23 September 2024.

(1) Adjusted underlying net profit (Refer to Note 3.)

## CASHFLOW GENERATION

| A$m unless specified | 1H24 | 1H23 | Variance ($) | Variance (%) |
|---|---|---|---|---|
| Adjusted EBITDA[1] | 45.5 | 49.6 | (4.1) | (8%) |
| Net change in working capital and non-cash items | (4.9) | 3.2 | (8.1) | (254%) |
| Interest and income tax (included in net cash from operating activities) | (34.9) | (27.1) | (7.8) | 29% |
| **Net cash from operating activities** | **5.7** | **25.7** | **(20.0)** | **(78%)** |
| Capital expenditure | (23.4) | (16.4) | (7.0) | 42% |
| Other | (0.7) | (0.8) | 0.1 | (13%) |
| **Net cash flow before financing and acquisitions** | **(18.3)** | **8.6** | **(26.9)** | **n/a** |

(1) Adjusted EBITDA includes Other income & non-operating items

Free cash flow, or net cash flow before financing and acquisitions, declined by $26.9 million mainly due to working capital investment in inventory ahead of digital asset rollout, settlements of tax liabilities and make good of exited contracts.

Capital expenditure for 1H24 was $23.4 million, 42% ahead of the prior period, as the Company continues its growth investments with over 300 new digital panels launched during the period.

Capital allocation will continue to be aligned to revenue growth opportunities and concession renewals.

## FINANCIAL POSITION

| A$m unless specified | 30 June 2024 | 31 Dec 2023 | Variance ($) | Variance (%) |
|---|---|---|---|---|
| Borrowings | 156.7 | 115.4 | 41.3 | 36% |
| Cash and Cash equivalents | 31.8 | 31.6 | 0.2 | 1% |
| Net Debt | 124.9 | 83.8 | 41.1 | 49% |
| Leverage Ratio (Net Debt/Adjusted Underlying EBITDA) | 0.97x | 0.6x | 0.3x | n/a |

The Group's financial position remains strong. Net debt at 30 June 2024 was $125 million, compared to $84 million in December 2023, reflecting increased capital expenditure and working capital for new and renewed contracts.

The Company's credit metrics continue to be within target range with the Group's gearing ratio (net debt / Adjusted Underlying EBITDA) as at 30 June 2024 of 0.97 times. The Company's target is to maintain gearing not exceeding 1.0 times in the short term and expects the gearing ratio to improve over the second half of 2024.

This gearing ratio excludes the impact of AASB 16 which is not seen as debt for the purposes of applying the banking covenants.

The Group maintains total facilities under its banking syndicate of $350 million with $150 million of interest rate derivatives until October 2025 in place, which were taken out in October 2018.

# Lead Auditor's Independence Declaration under Section 307C of the Corporations Act 2001

## To the Directors of oOh!media Limited

I declare that, to the best of my knowledge and belief, in relation to the review of oOh!media Limited for the half year ended 30 June 2024 there have been:

i. no contraventions of the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the review; and

ii. no contraventions of any applicable code of professional conduct in relation to the review.

KPMG

Kristen Peterson

*Partner*

Sydney

19 August 2024

## Condensed consolidated statement of profit or loss and other comprehensive income/(loss)

for the half year ended 30 June 2024

| | Notes | Consolidated 30 Jun 24 $'000 | 30 Jun 23 $'000 |
|---|---|---|---|
| Revenue | 5 | 288,322 | 296,592 |
| Cost of media sites and production | | (94,020) | (100,451) |
| **Gross profit** | | **194,302** | **196,141** |
| Other income [(1)] | 5 | 429 | 49 |
| **Operating expenditure** | | | |
| Employee benefits expense | | (52,133) | (49,845) |
| Depreciation and amortisation expense | | (87,611) | (100,359) |
| Legal and professional fees | | (5,711) | (3,501) |
| Advertising and marketing expenses | | (4,669) | (3,952) |
| Other expenses | | (11,091) | (10,523) |
| **Total operating expenditure** | | **(161,215)** | **(168,180)** |
| **Operating profit** | | **33,516** | **28,010** |
| Finance income | | 815 | 564 |
| Finance costs [(2)] | | (24,960) | (20,934) |
| **Net finance costs** | 6 | **(24,145)** | **(20,370)** |
| Share of profit / (loss) of equity-accounted investees, net of tax | | 44 | (29) |
| **Profit before income tax** | | **9,415** | **7,611** |
| Income tax (expense) / benefit | 7 | (3,585) | (1,163) |
| **Profit after income tax** | | **5,830** | **6,448** |
| **Attributable to:** | | | |
| Owners of the Company | | 5,830 | 6,448 |
| **Profit/ (loss) for the period** | | **5,830** | **6,448** |
| **Other comprehensive income / (loss)** | | | |
| **Items that may be subsequently classified to profit or loss:** | | | |
| Effective portion of changes in fair value of cash flow hedges, net of tax | | 110 | (221) |
| Foreign currency translation differences | | (534) | (541) |
| **Total comprehensive income / (loss) for the period** | | **5,406** | **5,686** |
| Attributable to: | | | |
| Owners of the Company | | 5,406 | 5,686 |
| **Total comprehensive income / (loss) for the period** | | **5,406** | **5,686** |
| **Earnings per share attributable to the ordinary equity holders of the Company** | | **Cents** | **Cents** |
| Basic earnings / (loss) per share | | 1.1 | 1.1 |
| Diluted earnings / (loss) per share | | 1.1 | 1.1 |

[(1)] Other income comprises of gain on lease modifications and sale of assets. Refer to Note 5.

The above condensed consolidated statement of profit or loss and other comprehensive income/(loss) should be read in conjunction with the accompanying notes.

## Condensed consolidated statement of financial position

as at 30 June 2024

| | Notes | Consolidated 30 Jun 24 $'000 | 31 Dec 23 $'000 |
|---|---|---|---|
| **Current assets** | | | |
| Cash and cash equivalents | | 31,774 | 31,647 |
| Trade and other receivables | 8 | 110,639 | 117,216 |
| Inventories | | 1,651 | 2,640 |
| Current tax asset | | 335 | - |
| Other assets | | 14,247 | 13,514 |
| **Total current assets** | | **158,646** | **165,017** |
| **Non-current assets** | | | |
| Property, plant and equipment | | 154,605 | 149,561 |
| Right-of-use assets | | 683,313 | 599,552 |
| Intangible assets | | 714,982 | 723,634 |
| Derivative assets | | 3,393 | 3,488 |
| Deferred tax asset | | 17,615 | 13,232 |
| Other assets | | 10,473 | 4,979 |
| **Total non-current assets** | | **1,584,381** | **1,494,446** |
| **Total assets** | | **1,743,027** | **1,659,463** |
| **Current liabilities** | | | |
| Trade and other payables | | 52,333 | 61,530 |
| Contract liability | | 5,900 | - |
| Interest bearing lease liabilities | | 136,000 | 125,357 |
| Provisions | | 3,527 | 4,541 |
| Employee benefits | | 10,437 | 9,560 |
| Income tax payable | | - | 20,305 |
| **Total current liabilities** | | **208,197** | **221,293** |
| **Non-current liabilities** | | | |
| Loans and borrowings | | 156,729 | 115,415 |
| Provisions | | 8,840 | 9,424 |
| Employee benefits | | 2,485 | 2,270 |
| Interest bearing lease liabilities | | 639,564 | 566,068 |
| Deferred tax liability | | 2,176 | 3,664 |
| **Total non-current liabilities** | | **809,794** | **696,841** |
| **Total liabilities** | | **1,017,991** | **918,134** |
| **Net assets** | | **725,036** | **741,329** |
| **Equity** | | | |
| Share capital | 10 | 804,049 | 804,049 |
| Treasury shares | | (6,851) | (4,683) |
| Reserves | | 25,855 | 26,953 |
| Accumulated losses | | (97,112) | (84,085) |
| **Equity attributable to the owners of the Company** | | **725,941** | **742,234** |
| Non-controlling interest | | (905) | (905) |
| **Total equity** | | **725,036** | **741,329** |

The above condensed consolidated statement of financial position should be read in conjunction with the accompanying notes.

## Condensed consolidated statement of cashflow

for the half year ended 30 June 2024

| | Notes | Consolidated 30 Jun 24 $'000 | Consolidated 30 Jun 23 $'000 |
|---|---|---|---|
| **Cash flows from operating activities** | | | |
| Receipts from customers (inclusive of goods and services tax) | | 334,678 | 341,446 |
| Payments to suppliers and employees (inclusive of goods and services tax) | | (215,188) | (202,898) |
| **Cash generated from operations** | | **119,490** | **138,548** |
| | | | |
| Interest paid | | (25,095) | (21,561) |
| Interest received | | 780 | 624 |
| Tax paid | | (30,027) | (23,593) |
| **Net cash generated from operating activities** | | **65,148** | **94,018** |
| | | | |
| **Cash flows from investing activities** | | | |
| Acquisition of property, plant and equipment | | (20,617) | (16,402) |
| Acquisition of intangible assets | | (2,751) | - |
| Loan to industry association | | (664) | (813) |
| Proceeds from sale of property, plant and equipment | | 11 | 56 |
| **Net cash used in investing activities** | | **(24,021)** | **(17,159)** |
| | | | |
| **Cash flows from financing activities** | | | |
| Payment of share buy back | | - | (60,055) |
| Purchase of treasury shares | | (3,605) | (9,661) |
| Proceeds from loans and borrowings | | 53,000 | 74,000 |
| Repayment of loans and borrowings | | (12,000) | (20,000) |
| Payment of transaction costs related to borrowings | | (87) | - |
| Payment of finance lease liabilities | | (59,451) | (68,285) |
| Dividends paid | | (18,857) | (17,433) |
| **Net cash used in financing activities** | | **(41,000)** | **(101,434)** |
| | | | |
| **Net increase / (decrease) in cash and cash equivalents** | | **127** | **(24,575)** |
| Cash and cash equivalents at beginning of period | | 31,647 | 40,048 |
| **Cash and cash equivalents at end of period** | | **31,774** | **15,473** |

The above condensed consolidated statement of cashflow should be read in conjunction with the accompanying notes.

## Condensed consolidated statement of changes in equity

for the half year ended 30 June 2024

| Consolidated | Share capital $'000 | Treasury shares $'000 | Foreign currency translation reserve $'000 | Other equity reserve $'000 | Cash flow hedge reserve $'000 | Share-based payments reserve $'000 | Accumulated losses $'000 | Equity attributable to owners of the Company $'000 | Non-controlling interest $'000 | Total Equity $'000 |
|---|---|---|---|---|---|---|---|---|---|---|
| **Balance as at 1 January 2023** | **864,104** | **-** | **(988)** | **16,608** | **2,067** | **15,798** | **(91,841)** | **805,748** | **(905)** | **804,843** |
| **Total comprehensive income for the period:** | | | | | | | | | | |
| Profit for the period after income tax | - | - | - | - | - | - | 6,448 | 6,448 | - | 6,448 |
| **Other comprehensive income:** | | | | | | | | | | |
| Effective portion of changes in fair value of cash flow hedges | - | - | - | - | (221) | - | - | (221) | - | (221) |
| Exchange differences on translation of foreign operations | - | - | (541) | - | - | - | - | (541) | - | (541) |
| **Total comprehensive income / (loss) for the period** | **-** | **-** | **(541)** | **-** | **(221)** | **-** | **6,448** | **5,686** | **-** | **5,686** |
| **Transactions with owners, recorded directly in equity:** | | | | | | | | | | |
| **Contributions and distributions** | | | | | | | | | | |
| Dividends paid | - | - | - | - | - | - | (17,433) | (17,433) | - | (17,433) |
| Share buy back | (60,055) | - | - | - | - | - | - | (60,055) | - | (60,055) |
| Treasury shares acquired | - | (9,661) | - | - | - | - | - | (9,661) | - | (9,661) |
| Shares vested and issued to employees | - | 4,978 | - | - | - | (4,978) | - | - | - | - |
| Equity-settled share-based payment transactions | - | - | - | - | - | (968) | - | (968) | - | (968) |
| **Total transactions with owners of the Company** | **(60,055)** | **(4,683)** | **-** | **-** | **-** | **(5,946)** | **(17,433)** | **(88,117)** | **-** | **(88,117)** |
| **Balance at 30 June 2023** | **804,049** | **(4,683)** | **(1,529)** | **16,608** | **1,846** | **9,852** | **(102,826)** | **723,317** | **(905)** | **722,412** |
| **Balance as at 1 January 2024** | **804,049** | **(4,683)** | **(1,245)** | **16,608** | **952** | **10,638** | **(84,085)** | **742,234** | **(905)** | **741,329** |
| **Total comprehensive income for the period:** | | | | | | | | | | |
| Profit for the period after income tax | - | - | - | - | - | - | 5,830 | 5,830 | - | 5,830 |
| **Other comprehensive income:** | | | | | | | | | | |
| Effective portion of changes in fair value of cash flow hedges | - | - | - | - | 110 | - | - | 110 | - | 110 |
| Exchange differences on translation of foreign operations | - | - | (534) | - | - | - | - | (534) | - | (534) |
| **Total comprehensive income / (loss) for the period** | **-** | **-** | **(534)** | **-** | **110** | **-** | **5,830** | **5,406** | **-** | **5,406** |
| **Transactions with owners, recorded directly in equity:** | | | | | | | | | | |
| **Contributions and distributions** | | | | | | | | | | |
| Dividends paid | - | - | - | - | - | - | (18,857) | (18,857) | - | (18,857) |
| Treasury shares acquired | - | (3,605) | - | - | - | - | - | (3,605) | - | (3,605) |
| Shares vested and issued to employees | - | 1,437 | - | - | - | (1,437) | - | - | - | - |
| Equity-settled share-based payment transactions | - | - | - | - | - | 763 | - | 763 | - | 763 |
| **Total transactions with owners of the Company** | **-** | **(2,168)** | **-** | **-** | **-** | **(674)** | **(18,857)** | **(21,699)** | **-** | **(21,699)** |
| **Balance at 30 June 2024** | **804,049** | **(6,851)** | **(1,779)** | **16,608** | **1,062** | **9,964** | **(97,112)** | **725,941** | **(905)** | **725,036** |

The above condensed consolidated statement of changes in equity should be read in conjunction with the accompanying notes.

# Notes to the Condensed Consolidated Interim Financial Statements

## 1. Reporting entity

oOh!media Limited is a company domiciled in Australia. The Company was incorporated on 7 October 2014 and listed on the Australian Securities Exchange (ASX) on 17 December 2014. The Company's registered office and principal place of business is at Level 2, 73 Miller Street, North Sydney, NSW 2060.

The Condensed Consolidated Interim Financial Statements (Interim Financial Statements) of the Company as at and for the half year ended 30 June 2024 comprises the Company and its subsidiaries (together referred to as the Group, and individually as Group entities), and the Group's interests in associates and joint ventures. The comparative information represents the financial position of the Company as at 31 December 2023 and the Group's performance for the period 1 January 2023 to 30 June 2023.

The Group is a for-profit entity and is primarily involved in outdoor media, production and advertising in Australia and New Zealand.

## 2. Basis of preparation

### a) Statement of compliance

The Interim Financial Statements are general purpose financial statements prepared in accordance with AASB 134 *Interim Financial Reporting,* and the *Corporations Act 2001,* and with IAS 34 *Interim Financial Reporting.*

These Interim Financial Statements do not include all the information required for a complete set of annual financial statements. However, selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in financial position and performance of the Group since the last annual consolidated financial statements as at and for the year ended 31 December 2023.

The accounting policies adopted in the preparation of these Interim Financial Statements are consistent with those applied and disclosed in the Annual Report for the year ended 31 December 2023. These Interim Financial Statements should be read in conjunction with the Annual Report for the year ended 31 December 2023 (the Annual Report 2023).

These Interim Financial Statements were approved and authorised for issue by the Board of Directors on 19 August 2024.

### b) Rounding of amounts

The Company is a kind referred to in ASIC Corporations Instrument 2016/191(Instrument) issued by the Australian Securities and Investments Commission (ASIC), relating to the 'rounding off' of amounts in the Directors' Report. Amounts in the Directors' Report have been rounded off in accordance with the Instrument to the nearest thousand dollars, or in certain cases, to the nearest dollar, unless otherwise stated.

### c) Going concern

The Interim Financial Statements have been prepared on a going concern basis, which contemplates the continuity of normal business activities and realisation of assets and settlement of liabilities in the ordinary course of business. The Group has, as a result of adopting AASB 16 in 2019, an excess of current liabilities over current assets totaling $49,551,000. The Group is forecasting to continue to generate positive operating cash flows and there is no indication that the Group will not be able to meet its obligations as and when they fall due.

### d) Use of judgements and estimates

In preparing these Interim Financial Statements, management has made judgements, estimates and assumptions that affect the application of the Group's accounting policies and the reported amounts of assets and liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

### e) New standards and interpretations

The Group has adopted all the relevant new, revised, or amended Accounting Standards and interpretations issued by the Australian Accounting Standards Board which are mandatory for the current and comparative reporting period.

## 3. Operating segments

### a) Basis for segmentation

The Group operates as a single segment providing a range of Out-of-Home advertising solutions.

### b) Reconciliation of Adjusted Underlying EBITDA

The Board and executive management review the Adjusted Underlying Earnings Before Interest, Tax, Depreciation and Amortisation (EBITDA) to monitor business performance because they believe that it provides a better representation of financial performance in the ordinary course of business.

| | 30 Jun 24<br>$'000 | 30 Jun 23<br>$'000 |
|---|---|---|
| **Adjusted Underlying EBITDA** | **48,562** | **49,595** |
| Fixed rent obligations [1] | 75,551 | 78,725 |
| **Underlying EBITDA** | **124,113** | **128,320** |
| Other Income [2] | 429 | 49 |
| Non operating items [3] | (3,415) | - |
| **Statutory EBITDA** | **121,127** | **128,369** |
| Share of (loss) / profit of equity-accounted investees, net of tax | 44 | (29) |
| Amortisation | (12,066) | (12,337) |
| Depreciation | (75,545) | (88,022) |
| Net finance costs | (24,145) | (20,370) |
| **Profit before income tax** | **9,415** | **7,611** |
| Current tax expense | (3,585) | (1,163) |
| **Net Profit after income tax** | **5,830** | **6,448** |
| Less: Fixed rent obligations [1] | (75,551) | (78,725) |
| Add: Depreciation and interest on ROU assets/ liabilities [4] | 80,501 | 88,994 |
| Add: Amortisation expense on acquired intangibles [5] | 9,351 | 9,825 |
| Add: Non operating items [3] | 3,415 | 49 |
| Less: Tax effect of above items | (5,315) | (6,043) |
| **Adjusted Underlying net profit after tax** | **18,231** | **20,548** |

(1) Includes rent of $70.0m excluded from Cost of media sites and production and $5.6m from Other expenses under AASB 16.
(2) See Note 5 Revenue and other income for more details.
(3) Non operating items include $3.4m in one-off consulting costs for external resources to drive the reooh opportunity and accelerate top line growth through improving the Company's competitiveness in matching speed and customer needs in response to advertising briefs from agencies.
(4) Includes interest expense on ROU liabilities of $19.4m and depreciation expense on ROU assets of $61.1m.
(5) Includes amortisation expenses on acquired intangibles of $9.4m.

## 4. Seasonality of operations

The Group's operational results are subject to seasonal fluctuations as media spend is typically stronger in the second half of the calendar year. In particular, retail benefits from proportionally higher media spend leading up to the Christmas period. The Group attempts to minimise the seasonal impact through promoting the Out-Of-Home medium throughout the year. However, the first half of the year typically results in lower revenues and profitability.

## 5. Revenue and other income

### Revenue by Product

Key information relating to the Group's financial performance is detailed below. This is also included in management reports reviewed by the Group's Chief Operating Decision Maker (the Board).

| | 30 Jun 24 $'000 | 30 Jun 23 $'000 |
|---|---|---|
| Road | 100,830 | 103,446 |
| Street Furniture and Rail [1] | 90,979 | 93,530 |
| Retail | 58,275 | 65,044 |
| Fly | 22,209 | 21,007 |
| City & Youth | 9,657 | 8,334 |
| Other [2] | 6,372 | 5,231 |
| **Revenue** | **288,322** | **296,592** |

[1] Street Furniture and Rail revenue includes advertising, production, sale of street furniture, and cleaning and maintenance revenue.
[2] Other revenues include subsidiary entity Cactus.

With regard to the timing of performance obligations, 79% (1H 2023: 77%) of the Group's revenue recognised over time and 21% (1H 2023: 23%) recognised at a point in time.

**Other income**

| | 30 Jun 24 $'000 | 30 Jun 23 $'000 |
|---|---|---|
| Gain on lease modification | 35 | 49 |
| Gain on sale of assets | 394 | - |
| **Other income** | **429** | **49** |

## 6. Net finance costs

| | 30 Jun 24 $'000 | 30 Jun 23 $'000 |
|---|---|---|
| **Finance income** | **(815)** | **(564)** |
| Interest expense on bank borrowings | 5,286 | 3,039 |
| Amortisation of debt facility establishment costs | 353 | 340 |
| Interest expense on lease liabilities | 19,428 | 17,469 |
| Hedge ineffectiveness | (107) | 86 |
| **Finance costs** | **24,960** | **20,934** |
| **Net finance costs** | **24,145** | **20,370** |

During the first half of 2024 the Group drew down additional debt, increasing drawn debt from $117,000,000 as at 31 December 2023 to $158,000,000 as at 30 June 2024. The Group intends to repay debt during the second half of 2024 so that debt levels return towards 31 December 2023 levels.

## 7. Income tax

### a). Tax recognised in profit or loss

| | 30-Jun-24 | 30-Jun-23 |
|---|---|---|
| | $'000 | $'000 |
| **Tax expense** | **3,585** | **1,163** |

### b) Reconciliation between income tax expense and pre-tax profit

| | 30 Jun 24 | 30 Jun 23 |
|---|---|---|
| | $'000 | $'000 |
| **Profit before income tax** | **9,415** | **7,611** |
| Tax using the Company's domestic tax rate 30% (2023: 30%) | 2,825 | 2,283 |
| Effect of tax rate in foreign jurisdictions | (38) | (30) |
| Non-deductible expenses | 826 | 140 |
| Non-assessable income | - | (290) |
| Effect of share of (profit) / loss of equity-accounted investees | (13) | 8 |
| Over provided in prior years | (15) | (948) |
| **Total income tax expense** | **3,585** | **1,163** |

## 8. Trade and other receivables

| | 30 Jun 24 | 31 Dec 23 |
|---|---|---|
| | $'000 | $'000 |
| Trade receivables | 111,269 | 117,925 |
| Allowance for impairment of receivables | (630) | (709) |
| | **110,639** | **117,216** |
| Other receivables | - | - |
| **Total trade and other receivables** | **110,639** | **117,216** |

All trade debtors are recognised at the amount receivable as they are due for settlement no more than 45 days from the date of recognition. Recoverability of trade receivables is reviewed on an ongoing basis. Debts which are known to be uncollectible are written off. A provision for doubtful receivables is calculated using an expected credit losses provision matrix. The provision matrix is based on the Group's historical observed default rates, adjusted for forward looking estimates. The historical observed default rates are updated to reflect current and forecast credit conditions on each reporting date. Provisions for specific receivables are recognised in addition to the general provision originating from the expected credit losses matrix.

The amount of the provision is recognised in the condensed consolidated statement of financial position with a corresponding charge recognised in the condensed consolidated statement of profit or loss and other comprehensive income / (loss).

## 9. Goodwill

Cash generating units (CGUs) for the purpose of goodwill impairment testing have been identified as follows for the year ended 30 June 2024: Australia, New Zealand and Cactus. The independence of cash inflows is assessed in identifying CGUs.

Goodwill is allocated to CGUs as shown below:

| | Australia | New Zealand | Cactus | Total |
|---|---|---|---|---|
| | **$'000** | **$'000** | **$'000** | **$'000** |
| Goodwill | 527,389 | 76,877 | 2,917 | 607,183 |

At the reporting date, the Group performed an assessment taking into consideration the current and forecast changes in the size of the various markets and market shares that the CGUs operate in compared to those previously forecast, as well as its previous assumptions for long term growth and other operating environment changes. This assessment did not indicate that any of the Group's CGUs had a recoverable amount less than its carrying value as at 30 June 2024

## 10. Share capital

| | 30 Jun 24 | |
|---|---|---|
| | **Share #** | **$'000** |
| Opening balance as at 1 January | 538,781,286 | 804,049 |
| **Issued and paid up share capital** | 538,781,286 | 804,049 |
| **Weighted average number of shares** | **538,781,286** | |

### Ordinary shares

The Company does not have authorised capital or par value in respect of its issued shares. All issued shares are fully paid. The holders of these shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at general meetings of the Company.

### Dividends

| | Amount per share cents | Total value ($) |
|---|---|---|
| **Dividends paid during 2024** [1] | | |
| Final 2023 dividend | 3.5 | 18,857,345 |
| **Total reserves** | | **18,857,345** |
| | | |
| **Dividends paid during 2023** [1] | | |
| Interim 2023 dividend | 1.75 | 9,428,658 |
| Final 2022 dividend | 3.0 | 17,432,519 |
| **Total reserves** | | **26,861,177** |

(1) All dividends were fully franked.

After the reporting date, an interim dividend of 1.75 cents per qualifying ordinary share amounting to $9,428,673 has been declared by the Board of directors. The dividends have not been recognised as liabilities and there are no tax consequences in 2024.

| | 30 Jun 24 | 30 Jun 23 |
|---|---|---|
| | **$'000** | **$'000** |
| Adjusted franking account balance | 76,382 | 53,904 |
| Impact on franking account balance of dividends proposed after the reporting date but not recognised as a liability | (4,041) | (4,041) |
| Franking credits available to shareholders of the Company for subsequent financial years based on a tax rate of 30% | **72,341** | **49,863** |

## 11. Financial Instruments

### Accounting classifications and fair values

#### a) Fair values vs carrying amounts

The fair values of financial assets and liabilities equals the carrying amounts shown in the statement of financial position. The fair value of interest rate derivatives is determined as the present value of future contracted cash flows and credit adjustments.

#### b) Interest rates used for determining fair value

The interest rates used to discount estimated cash flows, where applicable, are based on the government yield curve at the end of the reporting period plus an appropriate credit spread, and were as follows:

| | 30 Jun 24 | 31 Dec 23 |
|---|---|---|
| Interest rate derivatives | 1.8% - 2.8% | 1.8% - 2.8% |
| Bank loan interest calculated as BBSY + margin | 6.6% - 6.7% | 6.0% - 6.7% |
| Leases | 1.6% - 9.8% | 1.6% - 9.8% |

#### c) Fair values hierarchy

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

a) Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities;
b) Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e. derived from prices); and
c) Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The table below analyses financial instruments carried at fair value, by the levels in the fair value hierarchy. The different levels have been defined as below. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

| **Consolidated** | **30 Jun 24** | | | **31 Dec 23** | | |
|---|---|---|---|---|---|---|
| | **Carrying value** | **Level 2** | **Level 3** | **Carrying value** | **Level 2** | **Level 3** |
| | **$'000** | **$'000** | **$'000** | **$'000** | **$'000** | **$'000** |
| **Financial liabilities measured at fair value** | | | | | | |
| Interest rate derivatives | 3,393 | 3,393 | - | 3,488 | 3,488 | - |
| **Interest rate derivatives (liability)/asset** | **3,393** | **3,393** | **-** | **3,488** | **3,488** | **-** |

#### d) Valuation techniques

The fair value of Level 2 interest rate derivatives is determined as the present value of future contracted cash flows and credit adjustments. Cash flows are discounted using standard valuation techniques at the applicable market yield, having regard to the timing of the cash flows.

## 12. Contingencies

### Contingent Liabilities

| | 30 Jun 24 | 31 Dec 23 |
|---|---|---|
| | $'000 | $'000 |
| Bank guarantees | 42,021 | 38,264 |
| **Bank guarantees** | **42,021** | **38,264** |

Bank Guarantees are issued to lessors as part of the Group's commercial lease obligations.

## 13. Subsequent events

Since the end of the financial half year, and after the approval of these Interim Financial Statements, the Board has declared a fully franked interim dividend on 19 August 2024 of 1.75 cents per ordinary share, amounting to $9,428,673 in respect of the half year ended 30 June 2024 (30 June 2023: $9,428,658). This dividend is payable on 23 September 2024. The financial effect of this dividend has not been brought to account in the Interim Financial Statements for the half year ended 30 June 2024 and will be recognised in subsequent financial reports.

No other matter or circumstance at the date of this report has arisen since 30 June 2024 that has significantly affected or may affect:

a. the operations of the Group in future financial years;
b. the results of those operations in future financial years; or
c. the Group's state of affairs in the future financial years.

# Directors' Declaration

In accordance with a resolution of the Directors of oOh!media Limited ('the Company'), we state that:

In the Directors' opinion:

(a) the Interim Financial Statements and notes of the Group that are set out on pages 15 to 25, for the half year ended 30 June 2024, are in accordance with the *Corporations Act 2001 (Cth)*, including:

  (i) giving a true and fair view of the Group's financial position as at 30 June 2024 and of its performance for the six month period ended on that date; and
  (ii) complying with Australian Standard AASB 134 Interim Financial Reporting and the *Corporations Regulations 2001 (Cth);* and

(b) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

On behalf of the Board

**Tony Faure**
Chair

19 August 2024
Sydney

# Independent Auditor's Review Report

## To the shareholders of oOh!media Limited

### Conclusion

We have reviewed the accompanying ***Half Year Financial Report*** of oOh!media Limited.

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the Half Year Financial Report of oOh!media Limited does not comply with the *Corporations Act 2001*, including:

- giving a true and fair view of the ***Group's*** financial position as at 30 June 2024 and of its performance for the half year ended on that date; and
- complying with *Australian Accounting Standard AASB 134 Interim Financial Reporting* and the *Corporations Regulations 2001*.

The ***Half Year Financial Report*** comprises:

- Condensed consolidated statement of financial position as at 30 June 2024
- Condensed consolidated statement of profit or loss and other comprehensive income/(loss), condensed consolidated statement of changes in equity and condensed consolidated statement of cashflow for the half year ended on that date
- Notes 1 to 13 including selected explanatory notes
- The Directors' Declaration.

The ***Group*** comprises oOh!media Limited (the Company) and the entities it controlled at the half year's end or from time to time during the half year.

### Basis for Conclusion

We conducted our review in accordance with ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*. Our responsibilities are further described in the *Auditor's Responsibilities for the Review of the Financial Report* section of our report.

We are independent of the Group in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the *Accounting Professional and Ethical Standards Board's APES 110 Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the annual financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with these requirements.

### Responsibilities of the Directors for the Half Year Financial Report

The Directors of the Company are responsible for:

- the preparation of the Half Year Financial Report that gives a true and fair view in accordance with *Australian Accounting Standards* and the *Corporations Act 2001*
- such internal control as the Directors determine is necessary to enable the preparation of the Half Year Financial Report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

## Auditor's Responsibilities for the Review of the Half Year Financial Report

Our responsibility is to express a conclusion on the Half Year Financial Report based on our review. ASRE 2410 requires us to conclude whether we have become aware of any matter that makes us believe that the Half Year Financial Report does not comply with the *Corporations Act 2001* including giving a true and fair view of the Group's financial position as at 30 June 2024 and its performance for the half year ended on that date, and complying with *Australian Accounting Standard AASB 134 Interim Financial Reporting* and the *Corporations Regulations 2001*.

A review of a Half Year Financial Report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with *Australian Auditing Standards* and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

KPMG

KPMG

Kristen Peterson

*Partner*

Sydney

19 August 2024

# Corporate directory

## oOh!media Limited ACN 602 195 380

| | |
|---|---|
| **Directors** | **Tony Faure**<br>Chair and Independent Non-executive Director<br><br>**Cathy O'Connor**<br>Chief Executive Officer and Managing Director<br><br>**Philippa Kelly**<br>Independent Non-executive Director<br><br>**Tim Miles**<br>Independent Non-executive Director<br><br>**Joanne Pollard**<br>Independent Non-executive Director<br><br>**Andrew Stevens**<br>Independent Non-executive Director<br><br>**David Wiadrowski**<br>Independent Non-executive Director |
| **Company Secretary** | **Melissa Jones**<br>**Chris Roberts** |
| **Principal registered office** | Level 2, 73 Miller Street<br>North Sydney NSW 2060<br>Ph: +61 2 9927 5555 |
| **Share register** | **Link Market Services Limited**<br>Level 12, 680 George Street<br>Sydney NSW 2000<br>Ph: 1300 554 474 |
| **Auditors** | **KPMG**<br>Tower 3, International Towers Sydney<br>300 Barangaroo Avenue<br>Sydney NSW 2000 |
| **Bankers** | Australia and New Zealand Banking Group Limited (ANZ)<br>Commonwealth Bank of Australia<br>ING Bank (Australia) Limited<br>National Australia Bank<br>Sumitomo Mitsui Banking Corporation<br>Westpac Banking Corporation |
| **Stock exchange listing** | The shares of oOh!media Limited are listed by ASX Ltd on the Australian Securities Exchange trading under the ASX Listing Code "OML". |
| **Website** | www.oohmedia.com.au<br>https://investors.oohmedia.com.au/investor-centre/ |