

**Consolidated statement of profit or loss and other comprehensive income**

		<b>Six months ended 30 June 2024 \$000 Unaudited</b>	Six months ended 30 June 2023 <sup>1</sup> \$000 Unaudited	Year ended 31 December 2023 <sup>1</sup> \$000 Audited
<i>Continuing operations</i>	Notes			
<b>Revenue</b> <sup>2</sup>	3a	<b>10,363</b>	16,934	28,733
<b>Expenses:</b>				
Operating		<b>(6,007)</b>	(5,870)	(12,635)
Sales and marketing		<b>(7,486)</b>	(9,209)	(16,050)
Depreciation and amortisation		<b>(2,988)</b>	(3,499)	(6,477)
Impairment charge	3d	-	-	(57,258)
<b>Operating loss</b>		<b>(6,118)</b>	(1,644)	(63,687)
Finance expenses		<b>(241)</b>	(152)	(233)
Finance income		<b>982</b>	309	20
Loss on disposal of discontinued operations	3c	<b>(515)</b>	(225)	(212)
Loss on disposal of assets		<b>(387)</b>	-	-
Other (charges) / income		<b>(1,315)</b>	907	463
<b>Loss before taxes on income</b>		<b>(7,594)</b>	(805)	(63,649)
Tax charge		<b>(103)</b>	(243)	(2,748)
Loss for the period from continuing operations		<b>(7,697)</b>	(1,048)	(66,397)
<i>Discontinued operations</i>				
(Loss) / profit for the period from discontinued operations (net of tax)	3b	<b>(867)</b>	5,775	19,352
<b>Net (loss) / profit for the period attributable to the owners of the Company</b>		<b>(8,564)</b>	4,727	(47,045)
<b>Other comprehensive expenses that may be reclassified to profit or loss in subsequent periods:</b>				
Impairment of equity investment		-	(242)	(242)
Exchange differences on translation of foreign operations		<b>28</b>	130	429
<b>Other comprehensive income / (expenses)</b>		<b>28</b>	(112)	187
<b>Total comprehensive (loss) / income for the period attributable to the owners of the Company</b>		<b>(8,536)</b>	4,615	(46,858)
<b>(Loss) / earnings per share attributable to the owners of the Company (in \$):</b>				
Basic and diluted earnings per share from continuing operations		<b>(0.032)</b>	(0.004)	(0.253)
Basic and diluted (loss) / earnings per share		<b>(0.033)</b>	0.018	(0.179)

<sup>1</sup> Comparative data for the six months ended 30 June 2023 and for the year ended 31 December 2023 has been adjusted to reflect the reclassification of the Europe Sports and Gaming businesses to discontinued operations in line with IFRS 5 'Non-current Assets Held for Sale and Discontinued Operations'.

<sup>2</sup> Total Group revenue including discontinued operations is \$15,557,000 (30 June 2023: \$29,423,000; 31 December 2023: \$50,960,000). See Note 3a for further details.

The accompanying notes are an integral part of the consolidated financial statements.

**Consolidated statement of financial position**

		<b>30 June 2024 \$000 Unaudited</b>	30 June 2023 \$000 Unaudited	31 December 2023 \$000 Audited
	Notes			
<b>Assets</b>				
<b>Non-current assets</b>				
Intangible assets and goodwill	3c, 3d	<b>24,628</b>	112,999	63,345
Property and equipment		<b>356</b>	2,024	1,761
Long-term deposits		<b>75</b>	76	78
		<b>25,059</b>	115,099	65,184
<b>Current assets</b>				
Short-term deposits	3e	<b>16,856</b>	103	103
Trade receivables		<b>2,251</b>	3,611	6,605
Other receivables	3c	<b>18,286</b>	6,803	1,315
Cash and cash equivalents	3f	<b>3,064</b>	7,331	4,692
		<b>40,457</b>	17,848	12,715
<b>Total assets</b>		<b>65,516</b>	132,947	77,899
<b>Equity and liabilities</b>				
<b>Equity</b>				
Share capital <sup>1</sup>		-	-	-
Share premium		<b>122,071</b>	122,071	122,071
Capital reserve		<b>1,074</b>	828	860
Accumulated deficit		<b>(77,917)</b>	(17,581)	(69,353)
<b>Total equity</b>		<b>45,228</b>	105,318	53,578
<b>Non-current liabilities</b>				
Lease liabilities		-	1,008	937
Deferred taxes		<b>1,411</b>	2,919	1,411
Deferred consideration		-	3,919	-
		<b>1,411</b>	7,846	2,348
<b>Current liabilities</b>				
Trade payables		<b>6,440</b>	1,452	4,613
Deferred consideration		<b>3,988</b>	3,992	3,954
Consideration payable on intangible assets		-	-	3,500
Other liabilities and accounts payables		<b>2,793</b>	9,337	3,974
Income tax provision		<b>5,633</b>	4,658	5,696
Current maturities of lease liabilities		<b>23</b>	344	236
		<b>18,877</b>	19,783	21,973
<b>Total liabilities</b>		<b>20,288</b>	27,629	24,321
<b>Total equity and liabilities</b>		<b>65,516</b>	132,947	77,899

<sup>1</sup> Less than \$1,000.

The accompanying notes are an integral part of the consolidated financial statements. The financial statements were approved by the Board of Directors on 30 September 2024 and were signed on its behalf by:

David King  
Chief Executive Officer

Marcus Rich  
Chairman

# Consolidated statement of changes in equity

	Share capital <sup>1</sup> \$000	Share premium \$000	Capital reserve from share-based transactions \$000	Capital reserve from the translation of a foreign operation \$000	Other capital reserves <sup>4</sup> \$000	Accumulated deficit \$000	Total equity \$000
As at 1 January 2024	-	122,071	3,687	41	(2,868)	(69,353)	53,578
Loss for the period	-	-	-	-	-	(8,564)	(8,564)
Other comprehensive income	-	-	-	28	-	-	28
Total comprehensive income	-	-	-	28	-	(8,564)	(8,536)
Cost of share-based payments	-	-	186	-	-	-	186
<b>As at 30 June 2024 <sup>2</sup></b>	<b>-</b>	<b>122,071</b>	<b>3,873</b>	<b>69</b>	<b>(2,868)</b>	<b>(77,917)</b>	<b>45,228</b>
As at 1 January 2023	-	122,071	3,514	(388)	(2,626)	(22,308)	100,263
Profit for the period	-	-	-	-	-	4,727	4,727
Other comprehensive income / (expense)	-	-	-	130	(242)	-	(112)
Total comprehensive income	-	-	-	130	(242)	4,727	4,615
Cost of share-based payments	-	-	440	-	-	-	440
<b>As at 30 June 2023 <sup>2</sup></b>	<b>-</b>	<b>122,071</b>	<b>3,954</b>	<b>(258)</b>	<b>(2,868)</b>	<b>(17,581)</b>	<b>105,318</b>
As at 1 January 2023	-	122,071	3,514	(388)	(2,626)	(22,308)	109,216
Loss for the year	-	-	-	-	-	(47,045)	(47,045)
Other comprehensive income / (expense)	-	-	-	429	(242)	-	187
Total comprehensive loss	-	-	-	429	(242)	(47,045)	(46,858)
Cost of share-based payments	-	-	173	-	-	-	173
<b>As at 31 December 2023 <sup>3</sup></b>	<b>-</b>	<b>122,071</b>	<b>3,687</b>	<b>41</b>	<b>(2,868)</b>	<b>(69,353)</b>	<b>53,578</b>

<sup>1</sup> Less than \$1,000.

<sup>2</sup> Unaudited.

<sup>3</sup> Audited.

<sup>4</sup> Other capital reserves relate to transactions with non-controlling interests and financial assets at fair value through other comprehensive income.

The accompanying notes are an integral part of the consolidated financial statements.

Consolidated statement of cash flows

		Six months ended 30 June 2024 \$000 Unaudited	Six months ended 30 June 2023 \$000 Unaudited	Year ended 31 December 2023 \$000 Audited
	Notes			
<b>Cash flows from operating activities</b>				
Cash (used) / generated from operations	3g	(272)	3,202	9,905
Interest paid		(35)	-	(203)
Interest received		101	5	2
Income tax paid		(212)	(2,767)	(5,134)
<b>Net cash (outflow) / inflow from operating activities</b>		<b>(418)</b>	<b>440</b>	<b>4,570</b>
<b>Cash flows from investing activities</b>				
Proceeds from sale of discontinued operations	3c	20,000	2,050	6,050
Proceeds from sale of intangible assets		213	-	-
Purchase of property and equipment		-	(14)	(14)
Purchase of, and additions to, systems, software and licences		-	-	(3,500)
Acquisition of, and additions to, domains, websites and other intangible assets		(892)	(2,657)	(5,678)
Short-term and long-term deposits (net)		(16,750)	238	236
<b>Net cash inflow / (outflow) from investing activities</b>		<b>2,571</b>	<b>(383)</b>	<b>(2,906)</b>
<b>Cash flows from financing activities</b>				
Payment of principal portion of lease liabilities		(156)	(142)	(354)
Payment of deferred consideration		-	-	(4,004)
Payment of contingent consideration on intangible assets		-	(371)	(371)
Payment of consideration on intangible assets		(3,500)	(3,000)	(3,000)
<b>Net cash outflow from financing activities</b>		<b>(3,656)</b>	<b>(3,513)</b>	<b>(7,729)</b>
Net decrease in cash and cash equivalents		(1,503)	(3,456)	(6,065)
Net foreign exchange difference		(125)	376	346
Cash and cash equivalents at 1 January		4,692	10,411	10,411
<b>Cash and cash equivalents at 30 June / 31 December</b>		<b>3,064</b>	<b>7,331</b>	<b>4,692</b>

The accompanying notes are an integral part of the consolidated financial statements.

## Notes to the consolidated financial statements

### 1. General

#### a. General information

XLMedia PLC ("the Group") is a global digital media company listed on the London Stock Exchange Alternative Investment Market ("AIM"). The Group was incorporated in Jersey and its registered office is IFC 5, St. Helier, JE1 1ST, Jersey (registration number 114467).

The financial information presented in this report for the six months ended 30 June 2024 ("interim condensed consolidated financial statements") do not comprise statutory accounts as defined by the Companies (Jersey) Law 1991 and does not include all of the information and disclosures required for full financial statements.

The comparative financial information contained in the interim condensed consolidated financial statements in respect of the year ended 31 December 2023 has been extracted from the Group's annual financial statements ("annual consolidated financial statements"). The report of the auditors on those annual consolidated financial statements was unqualified. Copies of those annual consolidated financial statements are available at the Company's registered office is IFC 5, St. Helier, JE1 1ST, Jersey and can also be downloaded or viewed via the Group's website.

These interim condensed consolidated financial statements are unaudited and has not been reviewed by the Group's independent auditors, Kost Forer Gabbay & Kasierer. This information was approved by the Board of Directors on 30 September 2024 and can be viewed via the Group's website [www.xlmedia.com](http://www.xlmedia.com)

#### b. Definitions

In these financial statements, the following terms will be used:

EUR	- Euro
GBP	- British Pound Sterling
IFRS	- International Financial Reporting Standards as adopted by the European Union
NIS	- New Israeli Shekel
Related parties	- As defined by IAS 24 ' <i>Related Party Disclosures</i> '
Subsidiaries	- Entities controlled (as defined in IFRS 10 ' <i>Consolidated Financial Statements</i> ') by the Group and whose financial statements are consolidated into the Group. For a list of the main subsidiaries, see Note 23 in the Group's annual financial statements as of 31 December 2023
US	- United States
UK	- United Kingdom
USD / \$	- U.S. dollar, all values are rounded to the nearest thousand (\$000), except when otherwise indicated

## Notes to the consolidated financial statements

### 2. Significant accounting policies

#### a. Basis of presentation of the interim condensed consolidated financial statements

These financial statements have been prepared in a condensed format as of 30 June 2024, and for the six months then ended. The interim condensed consolidated financial statements have been prepared in accordance with IAS 34 'Interim Financial Reporting', as adopted by the European Union, and the AIM Rules for Companies.

These interim consolidated financial statements should be read in conjunction with the Group's annual consolidated financial statements for the year ended 31 December 2023, which were prepared in accordance with International Financial Reporting Standards ("IFRS") adopted by the European Union, and issued by the International Accounting Standards Board ("IASB"), in accordance with the requirements of the Companies (Jersey) Law 1991.

#### b. The initial adoption of amendments to existing financial reporting and accounting standards

The accounting policies adopted in the preparation of the interim condensed consolidated financial statements are consistent with those followed in the preparation of the Group's annual consolidated financial statements for the year ended 31 December 2023.

Whilst several amendments apply for the first time in the six months ended 30 June 2024, they do not have an impact on the interim condensed consolidated financial statements of the Group. The Group has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective.

### 3. Supplementary information

#### a. Revenue and operating segments

An operating segment is a part of the Group that conducts business activities from which it can generate revenue and incur costs, and for which discrete financial information is available. Identification of segments is based on internal reporting to the chief operating decision maker ("CODM"). The CODM, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Chief Executive Officer ("CEO"). The Group does not divide its operations into different segments, and the CODM operates and manages the Group's entire operations as one segment, which is consistent with the Group's internal organisation and reporting system.

#### Geographic information (including continuing and discontinued operations)

	Six months ended 30 June 2024 \$000 Unaudited	Six months ended 30 June 2023 \$000 Unaudited	Year ended 31 December 2023 \$000 Audited
North America	9,586	17,216	25,925
Europe	4,702	10,063	18,335
Rest of World	1,243	768	540
Total revenues from identified locations	15,531	28,047	44,800
Revenues from unidentified locations	26	1,376	6,160
	<b>15,557</b>	<b>29,423</b>	<b>50,960</b>

## Notes to the consolidated financial statements

### 3. Supplementary information *continued*

#### a. Revenue and operating segments *continued*

The table below shows the verticals which are defined as continuing operations and discontinued operations are per IFRS 5 'Non-current Assets Held for Sale and Discontinued Operations':

#### *Revenues by vertical*

	Six months ended 30 June 2024 \$000 Unaudited	Six months ended 30 June 2023 \$000 Unaudited	Year ended 31 December 2023 \$000 Audited
North America Sports <sup>1</sup>	3,181	4,082	8,992
Media Partnerships	6,607	12,154	18,566
Other	575	698	1,174
<b>Revenue from continuing operations</b>	<b>10,363</b>	<b>16,934</b>	<b>28,732</b>
Personal Finance	34	631	631
Europe Sports	2,073	4,499	8,491
Gaming	3,087	7,359	13,106
<b>Revenue from discontinued operations</b>	<b>5,194</b>	<b>12,489</b>	<b>22,228</b>
	<b>15,557</b>	<b>29,423</b>	<b>50,960</b>

<sup>1</sup> North America Sports includes owned and operated websites and paid media initiatives.

#### b. Discontinued operations

Revenue and expenses, and gains and losses relating to the discontinuation of these activities are shown as a single line item on the face of the statement of profit or loss as "Loss for the period from discontinued operations (net of tax)", with the comparative figures being restated as required by IFRS 5 'Non-current Assets Held for Sale and Discontinued Operations'.

For the six months ended 30 June 2024, the Group classified the Europe Sports and Gaming businesses as discontinued operations following the disposal of these assets on 1 April 2024.

For comparative purposes, the Group classified the Personal Finance business as a discontinued operation for the six months ended 30 June 2023 and the year ended 31 December 2023. This business was disposed of in the six months ended 30 June 2023 and a loss of \$212,000 was recognised on the sale in the consolidated financial statements ended 31 December 2023.

## Notes to the consolidated financial statements

### 3. Supplementary information *continued*

#### b. Discontinued operations *continued*

##### *Profit or loss*

The financial results of discontinued operations were as follows:

	Six months ended 30 June 2024 \$000 Unaudited	Six months ended 30 June 2023 \$000 Unaudited	Year ended 31 December 2023 \$000 Audited
<b>Revenue</b>	<b>5,194</b>	12,489	22,228
Expenses: <sup>1</sup>			
Operating	(5,396)	(7,570)	(13,794)
Sales and marketing	(623)	(1,650)	(2,704)
Impairment reversal	-	6,050	14,684
<b>(Loss) / profit before taxes on income</b>	<b>(825)</b>	9,319	20,414
Tax charge	(42)	(3,544)	(1,062)
<b>(Loss) / profit from discontinued operations</b>	<b>(867)</b>	5,775	19,352

<sup>1</sup> The Group has not allocated any depreciation or amortisation to discontinued operations as at 31 December 2023 all remaining tangible and intangible assets were assigned to the North America Cash Generating Unit ("CGU"), which consists of North America Sports and Media Partnerships.

Prior to the sale of the Europe and Canada sports betting and gaming assets in April 2024, the Group had reversed previous impairment charges of \$14,684,000, reflecting the consideration received in the sale in accordance with IAS 36 'Impairment of Assets'.

Prior to the sale of the Personal Finance business and three of the Group's Europe Gaming domain and associated websites in the six months ended 30 June 2023, the Group reversed previous impairment charges of \$6,050,000, reflecting the consideration received in the sales.

##### *Cash flows*

	Six months ended 30 June 2024 \$000 Unaudited	Six months ended 30 June 2023 \$000 Unaudited	Year ended 31 December 2023 \$000 Audited
(Loss) / profit for the period	(867)	5,775	19,353
Impairment reversal	-	(6,050)	(14,684)
Tax charge	42	3,544	1,062
<b>Cash outflow from discontinued operations</b>	<b>(825)</b>	3,269	5,731



## Notes to the consolidated financial statements

### 3. Supplementary information *continued*

#### c. Disposal of Europe and Canada Sports and Gaming discontinued operations

On 1 April 2024, the Group disposed of its Europe and Canada sports betting and gaming assets to Gambling.com Group Limited for a total consideration of up to \$42,500,000, recognising a loss on disposal after tax of \$515,000.

The purchase consideration includes a fixed sum of \$37,500,000, plus a potential earnout of up to \$5,000,000 based on achieving contingent targets in April 2025. For the fixed element, \$20,000,000 cash consideration was received on completion on 2 April 2024, \$10,000,000 deferred consideration is due in October 2024 and a further \$7,500,000 is due in April 2025. The deferred consideration element totaling \$17,500,000 is held on the balance sheet as an Other receivable as at 30 June 2023.

The disposal is detailed below:

	Six months ended 30 June 2024 \$000 Unaudited
Consideration received	20,000
Deferred consideration	17,500
Costs of disposal	(2,051)
<b>Net consideration</b>	<b>35,449</b>
Carrying value of net assets sold	(35,964)
<b>Loss on disposal after tax</b>	<b>(515)</b>

The disposal of the assets incurred no tax payable.

#### d. Cash Generating Unit ("CGU") impairments

The Group tests goodwill and intangible assets with indefinite useful life for impairment annually or when whenever events or changes in circumstances indicate that the carrying amount is not recoverable.

The Directors do not believe there has been a trigger for an impairment review of the carrying value of goodwill and intangible assets with indefinite useful lives during the six months ended 30 June 2024. As such, the Group concluded that the recoverable amount for each CGU is in excess of the carrying value recognised in the statement of financial position.

#### e. Short-term deposits

As detailed in Note 3c above, the Group received an initial cash consideration of \$20,000,000 on 2 April 2024 for the disposal of the Europe and Canada sports betting and gaming assets to Gambling.com Group Limited.

As at 30 June 2024, the Group had \$16,856,000 on deposit with its banks earning interest, with a short maturity date.

## Notes to the consolidated financial statements

### 3. Supplementary information *continued*

#### f. Cash and cash equivalents

Cash and cash equivalents are \$3,064,000 as at 30 June 2023. The carrying amount of these assets approximates their fair value.

As at 30 June 2024, the Group held cash of \$581,000 owed to Gambling.com Group Limited as part of the transition services agreement from the sale of the Group's Europe and Canada sports betting and gaming assets to Gambling.com Group Limited on 1 April 2024.

#### g. Cash generated from operations

	Six months ended 30 June 2024 \$000 Unaudited	Six months ended 30 June 2023 \$000 Unaudited	Year ended 31 December 2023 \$000 Audited
(Loss) / profit for the period	(8,564)	4,727	(47,045)
Adjustments to reconcile (loss) / profit for the period:			
Depreciation and amortisation	2,988	3,499	6,477
Impairment charge for continuing operations	-	-	57,258
Impairment reversal for discontinued operations	-	(6,050)	(14,684)
Net finance expense	(56)	152	231
Unwind of fair value of discontinued operations	(921)	-	-
Loss on disposal of intangible assets	387	-	-
Loss on disposal of discontinued operations	515	225	212
Other (charges) / income	1,315	(907)	(463)
Cost of share-based payments	186	440	173
Tax charge from continuing operations	103	243	2,748
Tax charge from discontinued operations	42	3,544	1,062
Exchange differences on balances of cash and cash equivalents	241	(309)	(3)
Working capital changes:			
Decrease / increase in trade receivables	4,354	2,088	(906)
Decrease / (increase) in other receivables	530	(3,349)	2,139
Increase / (decrease) in trade payables <sup>1</sup>	1,827	(2,203)	958
(Decrease) / increase in other liabilities and accounts payable	(3,219)	1,102	1,748
<b>Cash (used) / generated from operations</b>	<b>(272)</b>	<b>3,202</b>	<b>9,905</b>

<sup>1</sup> Included in the movement in trade payables in the six months ended 30 June 2024 is \$1,663,000 owed to Gambling.com Group Limited as part of the transition services agreement from the sale of the Group's Europe and Canada sports betting and gaming assets to Gambling.com Group Limited on 1 April 2024.