oOh!media Limited
ABN 69 602 195 380

17 August 2026

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 2026.

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 digital and static asset locations across Australia and New Zealand includes roadsides, retail centres, airports, train stations, bus stops, office towers and universities.

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 2026

Previous corresponding period: For the half year ended 30 June 2025

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 2026.

		Change	**30 Jun 2026**	**30 Jun 2025**
		%	**$'000**	**$'000**
Revenues from ordinary activities [(1)]	**Increased**	1.4%	340,869	336,181
(Loss) / profit from ordinary activities after income tax attributable to members [(1)]	**Increased**	89.1%	(1,232)	(11,305)
(Loss) / profit for the period attributable to the members [(1)]	**Increased**	89.1%	(1,232)	(11,305)
EBITDA - Statutory [(1) and (2)]	**Decreased**	-3.8%	147,191	153,007
EBITDA - Underlying [(1), (2) and (3)]	**Increased**	1.0%	154,571	153,007
Adjusted underlying EBITDA [(1), (2), (3) and (4)]	**Decreased**	-22.5%	48,148	62,153

(1) All the above comparisons are on a statutory basis unless otherwise stated.

(2) Earnings before interest, tax, depreciation, amortisation and impairment (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 other income and non-operating 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 2026 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 2026 dividend (to be paid on 17 September 2026)	2.00	2.00	30%
Previous period			
Final 2025 dividend (paid on 19 March 2026)	4.00	4.00	30%
Final 2024 dividend (paid on 27 March 2025)	3.50	3.50	30%
Interim 2025 dividend (paid on 18 September 2025)	2.25	2.25	30%

(1) The Company's Dividend Reinvestment Plan did not operate for the Final 2025 dividend and will not operate for the Interim 2026 dividend.

Interim 2026 dividend dates

Ex-dividend date	26 Aug 2026
Record date	27 Aug 2026
Payment date	17 Sep 2026

Net tangible assets	30 Jun 26	30 Jun 25
Net tangible assets per security (dollars) [1]	0.10	0.09
Net assets per security (dollars) [2]	1.32	1.33

[1] Derived by dividing the net assets less intangible assets, calculated on total issued shares of 528,211,762 (2025: 538,781,286 shares).
[2] Derived by dividing the net assets, calculated on total issued shares of 528,211,762 (2025: 538,781,286 shares).

Details of associates and joint venture entities

The Group maintains a 20% 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 2026 of oOh!media Limited and its controlled entities.

HALF YEAR REPORT

30 June 2026

oOh!media Limited ACN 602 195 380 ASX: OML

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: https://investors.oohmedia.com.au/Investor-Centre/

Directors' Report

Introduction

The Directors of oOh!media Limited present their Half Year Report for the half year ended 30 June 2026. 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 loss after income tax for the half year ended 30 June 2026 was $1,232,000 (30 June 2025: loss after income tax of $11,305,000). A review of the operations of the Group for the half year ended 30 June 2026 is set out in the Operating and Financial Review 1H26 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, the Board declared a fully franked interim dividend on 10 August 2026 of 2.00 cents per ordinary share, amounting to $10,564,235 in respect of the half year ended 30 June 2026 (30 June 2025: $12,122,579). This dividend is payable on 17 September 2026. 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 2026 and will be recognised in subsequent financial reports.

Following balance date, on 10 August 2026 the Company entered into a Scheme Implementation Agreement with I Squared Capital under which I Squared Capital proposes to acquire all issued shares at a price of $1.68 per share on a fully diluted basis (exclusive of 2.00 cents fully franked interim dividend announced above).

The proposed transaction remains subject to execution of definitive documentation, satisfaction of conditions precedent (including shareholder approval, financing and regulatory approvals), and completion.

No other matter or circumstance at the date of this report has arisen since 30 June 2026 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:

Dividend paid during 2026	Amount per share (cents)	Total paid ($)
Final 2025 dividend (paid on 19 March 2026)	4.00	21,551,251
Dividend paid during 2025		
Interim 2025 dividend (paid on 18 September 2025)	2.25	12,122,579
Final 2024 dividend (paid on 27 March 2025)	3.50	18,857,345

After the reporting date, the Board declared a fully franked interim dividend of 2.00 cents per ordinary share in respect of the half year ended 30 June 2026, amounting to $10,564,235[1]. This dividend is payable on 17 September 2026. 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 2026 and will be recognised in subsequent financial reports.

The Company's Dividend Reinvestment Plan did not operate for any dividends paid during FY25 and will not operate for the Interim 2026 dividend.

(1) Based on 528,211,762 total issued shares as at 30 June 2026.

Directors

The names of the Directors who held office at any time during or since the half year ended 30 June 2026 and as at the date of this report are:

Philippa Kelly	Chair and Independent Non-executive Director	Director for whole period Appointed Chair on 14 May 2026
James Taylor	Chief Executive Officer and Managing 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
David Wiadrowski	Independent Non-executive Director	Director for whole period
David Ferrarin	Independent Non-executive Director	Appointed on 18 May 2026
Tony Faure	Former Chair and Independent Non-executive Director	Resigned on 14 May 2026

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 2026.

Rounding of amounts

The Company is a kind referred to in *ASIC Corporations Instrument 2026/183 (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 (Cth)*.

Signed on behalf of the Directors.

Philippa Kelly
Chair
17 August 2026
Melbourne

Operating and Financial Review

INTRODUCTION – DISCIPLINED EXECUTION IN A CHALLENGING 1H; MOMENTUM ACCELERATING INTO 2H

Out of Home (OOH) continued to gain share of the Australian media market in the half year ended 30 June 2026. OOH recorded revenue growth of 6.3% in the first half of 2026, taking the sector's share of total agency media spend to a record 16.9% per Standard Media Index (SMI) data. The structural tailwinds driving category growth, audience mobility, digitisation and the strength of the new MOVE audience measurement tool are expected to continue.

During the half, oOh!media launched a refreshed corporate strategy centred on three interconnected pillars: Network, Operating Model and Customers. Together, these pillars provide a clear framework for driving sustainable, profitable growth by optimising the performance of our market-leading network, improving interoperability and responsiveness for customers, and enhancing operational efficiency. Work is well underway to strengthen our network economics, accelerate platform integration and simplify the customer experience, while new operating model initiatives are focused on maximising operating leverage and extracting greater value from our cost base. Importantly, this progress was achieved while management was also heavily engaged in a multi-party bidding process for the company throughout the second quarter.

As part of this connected strategy, during the half, the Group has executed a series of portfolio and cost decisions that reshape the business for its next phase of growth. Within the Network pillar, the half absorbed the full gross profit impact of the Auckland Transport contract expiry in October 2025 and the Group made the decision to exit the reo business. The landmark Transurban large-format and the Melbourne Metro Tunnel contracts were fully onboarded. Within the extensive Operating Model program of work, the Operational Excellence program delivered substantial cost-out. Combined, these initiatives have unlocked more than $12 million in annualised savings (including $3 million of capex, and $2 million through the exit of the reo retail media business).

Non-operating items of $7.4 million, incurred in the first half and excluded from adjusted underlying EBITDA, comprise the one-off implementation, redundancy and legacy systems costs required to deliver these savings, the reo exit and costs associated with facilitating the private equity interest in a change of control event.

Against this backdrop, oOh!media's first half revenue result was below expectations. Group revenue increased 1.4% to $340.9 million (1H25: $336.2 million), with Australian revenue growth of 5.5%, driven by Street & Rail, Retail, Airports and Office & Study offset by a decline in Billboards, the New Zealand transition following the Auckland Transport expiry and the planned reo wind-down.

The Group traded through a challenging macro environment during the half. The Middle East conflict and associated oil price shock, three Reserve Bank of Australia interest rate rises and consumer sentiment near 50-year lows weighed most heavily on the Billboards and Airports formats.

Adjusted gross profit margin (1) declined 4.3 percentage points to 37.5%, driven by increased fixed rent costs, adverse product mix in Billboards, new contracts ramping up toward full contribution and the deployment of new digital Billboard and Retail assets ahead of their full revenue generation. Fixed cost leverage is expected to improve in the second half. Adjusted underlying EBITDA of $48.1 million (1H25: $62.2 million) reflected the softer revenue outcome against a largely fixed cost base.

The Group's balance sheet remains strong, with net debt of $129.3 million and gearing of 1.0x at 30 June 2026, in line with the Company's target of 1.0x or less. The Board declared a fully franked interim dividend of 2.00 cents per share.

(1) Adjusted underlying gross profit includes fixed rent excluded from statutory cost of media sites and production under AASB 16 (Note 3).

A$m unless specified	1HY26	1HY25	Variance ($)	Variance (%)
Revenue	340.9	336.2	4.7	1%
Gross profit	**228.0**	**225.6**	**2.4**	**1%**
Gross profit margin (%)	66.9%	67.1%	*(0.2 ppts)*	
Other income	0.5	0.7	(0.2)	(33%)
Total operating expenditure	(73.9)	(73.3)	(0.6)	(1%)
Underlying EBITDA	**154.6**	**153.0**	**1.6**	**1%**
Non-operating items – Operating expense	(7.4)	-	(7.4)	(100%)
EBITDA	**147.2**	**153.0**	**(5.8)**	**(4%)**
EBITDA margin (%)	43.2%	45.5%	*(2.3 ppts)*	
Depreciation and amortisation	(113.2)	(98.9)	(14.3)	(14%)
Non-operating items – Impairment expense	0.0	(30.0)	30.0	100%
EBIT	**34.0**	**24.1**	**9.9**	**41%**
Net finance costs	(34.9)	(28.7)	(6.2)	(22%)
(Loss) / profit before tax	**(0.9)**	**(4.6)**	**3.7**	**81%**
Income tax expense	(0.3)	(6.7)	6.4	95%
Net (loss) / profit after tax	**(1.2)**	**(11.3)**	**10.1**	**89%**
EPS (cps)	(0.2)	(2.1)	1.9	89%
Adjusted gross profit	**127.8**	**140.6**	**(12.8)**	**(9%)**
Adjusted gross profit margin	37.5%	41.8%	*(4.3 ppts)*	n/a
Adjusted underlying EBITDA	**48.1**	**62.2**	**(14.1)**	**(23%)**
Adjusted underlying EBITDA margin (%)	14.1%	18.5%	*(4.4 ppts)*	n/a
Adjusted Underlying NPAT	**15.4**	**26.5**	**(11.1)**	**(42%)**

A CHALLENGING FIRST HALF, WITH THE DRIVERS LARGELY TIMING RATHER THAN STRUCTURAL

Group revenue of $340.9 million was 1.4% above the pcp, below the Group's expectations entering the year. The shortfall was concentrated in Billboards, which cycled a strong pcp and was most exposed to the deterioration in advertiser confidence through the second quarter, and in New Zealand, which cycled the loss of the Auckland Transport contract. The reo business, which the Group exited on 30 June 2026, was a further drag on the result.

The Group delivered a weak first-half earnings result, primarily reflecting timing and operating leverage effects rather than structural factors. These included new contract and digitisation rent commencing ahead of the full revenue run rate, adverse channel mix, a softer macroeconomic quarter, and the loss of the high-margin Auckland Transport contract.

REVENUE BY FORMAT

$m unless specified	1H26	1H25	Variance ($)	Variance (%)
Billboards	117.5	120.3	(2.8)	(2%)
Street Furniture & Rail	111.6	108.0	3.6	3%
Retail	59.2	58.6	0.6	1%
Airports	33.6	31.8	1.8	5%
Office & Study	10.0	9.4	0.6	7%
Other	9.0	8.1	0.9	11%
Total	**340.9**	**336.2**	**4.7**	**1%**

Differences in balances due to rounding.

BILLBOARDS

Revenue in Billboards declined 2% to $117.5 million. The format was most exposed to the softer macroeconomic environment, with weaker advertiser demand across brand-led categories in the second quarter while cycling a strong prior corresponding period. Newly secured Transurban assets deployed during 2H25 were integrated into the existing portfolio and therefore did not represent incremental Group revenue.

STREET & RAIL

Revenue in Street & Rail increased 3% to $111.6 million as Sydney Metro and Metro Tunnel Melbourne continued to build, alongside the ramp-up of the Waverley and digitisation across Public Transport Victoria and the Northern Beaches. This helped offset the decline in New Zealand following the October 2025 exit of the Auckland Transport contract; New Zealand was down 57% in 1H26.

RETAIL

Revenue in Retail grew 1% to $59.2 million. The Australian Retail business grew 4%, responding to a refreshed go-to-market approach and a materially expanded digital footprint. The launch of the new MOVE is lifting buying confidence across the format. New Zealand had a softer half and declined 19% of which 7% related to foreign exchange.

AIRPORTS

Revenue in Airports increased 5% to $33.6 million. The format was disrupted through the second quarter by the impact of the Middle East conflict on airline passenger traffic and has rebounded following that disruption.

OFFICE & STUDY

Revenue in Office & Study increased 7% to $10.0 million, benefiting from the launch of the new MOVE, which for the first time provides audience measurement across these environments and is lifting advertiser confidence in the formats.

OTHER

Other revenue of $9.0 million primarily comprises the Cactus Imaging and reo businesses. The Group completed its planned exit of reo on 30 June 2026; reo will not contribute to the result from 2H26.

EXECUTING AT PACE – CONTROLLING WHAT WE CAN CONTROL

The Group remains focused on controlling the controllables and executing its strategy.

MOVE, the industry's upgraded audience measurement system went live in March 2026 and is already lifting buying confidence across the Retail, Regional, Office and Study formats.

The Group executed against its operational excellence program, and completed the exit of the reo business, consistent with commitments made following the appointment of James Taylor as Chief Executive Officer.

New contracts secured over the past two years – Transurban, EastLink, Waverley, Woollahra, Sydney Metro and Metro Tunnel Melbourne are bedding in toward full revenue contribution, with the associated fixed rent already reflected in the 1H26 result.

EARNINGS COMMENTARY

Unless otherwise specified, the commentary below relates to the statutory results for 1H26 compared with the prior corresponding period.

Revenue of $340.9 million translated to statutory gross profit of $228.0 million, an increase of 1% on the prior corresponding period.

Adjusted underlying gross profit(1) declined 9% to $127.8 million, representing an adjusted gross margin of 37.5% compared with 41.8% in 1H25. The 4.3 percentage point reduction in margin was driven by a 21% increase in fixed rent, reflecting investment in new contracts and digitisation, together with an adverse channel mix as Billboards revenue declined.

Adjusted underlying operating expenditure of $79.9 million was 1% above the prior corresponding period. Wage inflation was broadly offset by cost measures delivered during the half, with the benefit of the Group's 1H26 cost actions expected to be more fully reflected in the 2H26 results.

Adjusted underlying EBITDA declined 23% to $48.1 million, reflecting the softer revenue outcome and gross margin compression against a largely fixed operating cost base. Adjusted underlying EBITDA margin was 14.1%, compared with 18.5% in 1H25.

Non-operating items of $7.4 million primarily comprised costs associated with the operational excellence program, the exit of the reo business, broader organisational restructuring, and due diligence activities relating to the potential change of control.

Adjusted depreciation and amortisation(2) increased on the prior corresponding period, reflecting the accelerated deployment of digital assets across new contracts during 2H25 and 1H26.

Adjusted net finance costs(3) of $5.0 million were consistent with the prior corresponding period. Higher average drawn debt during the half was partially offset by the benefit of the June 2025 refinancing and the Group's $100 million of interest rate derivatives, which mitigated the impact of the three RBA rate increases during the period.

Adjusted underlying net profit after tax was $15.4 million, compared with $26.5 million in the prior corresponding period.

(1) Adjusted underlying gross profit includes fixed rent excluded from statutory cost of media sites and production under AASB 16 (Note 3).

(2) Adjusted depreciation and amortisation excludes depreciation of right-of-use assets under AASB 16 (refer to Note 3).

(3) Net finance costs on an adjusted basis excludes interest expense on lease liabilities under AASB 16 (refer to Note 6).

INTERIM DIVIDEND 2.00 CENTS PER SHARE, FULLY FRANKED

On 10 August 2026 the Board declared a fully franked interim dividend of 2.00 cents per share.

The ex-dividend date is 26 August 2026, the record date is 27 August 2026 and the payment date is 17 September 2026. The Dividend Reinvestment Plan will not operate.

CASH FLOW GENERATION

A$m	1HY26	1HY25	Variance ($)	Variance (%)
Adjusted EBITDA [1,2]	40.8	62.2	(21.4)	(34%)
Net change in working capital and non-cash items	21.5	8.0	13.5	169%
Interest and income tax (included in net cash from operating activities)	(22.3)	(22.3)	0.0	0%
Net cash from operating activities	**40.0**	**47.9**	**(7.9)**	**(16%)**
Capital expenditure	(24.8)	(24.6)	(0.2)	1%
Other	0.0	0.1	(0.1)	(-100%)
Net cash flow before financing and acquisitions	**15.2**	**23.4**	**(8.2)**	**(35%)**

Differences in balances due to rounding

Free cash flow, or net cash flow before financing and acquisitions, declined by $8.2 million to $15.2 million. The $21.4 million reduction in adjusted EBITDA was partly offset by a $13.5 million improvement in working capital and non-cash items and a $2.3 million reduction in tax payments, though this was offset by a $2.3 million increase in interest costs.

Net cash from operating activities was $40.0 million, representing operating cash flow conversion of 98.0%.

Capital expenditure increased by $0.2 million, or 1%, to $24.8 million, reflecting continued investment in digital assets and network growth opportunities.

FINANCIAL POSITION

A$m unless specified	30-Jun-26	31-Dec-25	Variance ($)	Variance (%)
Borrowings	(163.8)	(131.1)	(32.7)	25%
Cash and Cash equivalents	34.5	18.3	16.2	89%
Net Debt	(129.3)	(112.8)	(16.5)	14%
Leverage Ratio (Net Debt/Adjusted Underlying EBITDA)	1.0x	0.8x	0.2x	n/a

Differences in balances due to rounding

Leverage reflects rolling 12-month EBITDA

The Group's financial position remains strong. Net debt at 30 June 2026 was $129.3 million, compared with $112.8 million at 31 December 2025.

Cash and cash equivalents increased by $16.2 million to $34.5 million, partly offsetting the increase in drawn debt to $130.5 million.

The Group's leverage ratio increased to 1.0 times, from 0.8 times at 31 December 2025, and remains within the Company's target range.

The leverage ratio excludes the impact of AASB 16, which is not treated as debt for banking covenant purposes.

The Group's $265.0 million debt facility has a five-year tenor to June 2030. The Group also has access to an uncommitted trade finance facility.

[1] Adjusted EBITDA (Refer to Note 3).

[2] Adjusted EBITDA includes non-operating items of $7.4 million

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 the financial report of oOh!media Limited for the half-year ended 30 June 2026 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

KPMG

Patrick Maloney

Partner

Sydney

17 August 2026

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

for the half year ended 30 June 2026

	Notes	Consolidated 30 Jun 26 $'000	Consolidated 30 Jun 25 $'000
Revenue	5	340,869	336,181
Cost of media sites and production		(112,868)	(110,593)
Gross profit		**228,001**	**225,588**
Other income	5	481	719
Operating expenditure			
Employee benefits expense		(59,690)	(56,349)
Depreciation and amortisation expense		(113,184)	(98,939)
Legal and professional fees		(6,804)	(2,459)
Advertising and marketing expenses		(4,911)	(4,383)
Impairment loss	9	-	(30,000)
Other expenses		(9,886)	(10,109)
Total operating expenditure		**(194,475)**	**(202,239)**
Operating profit		**34,007**	**24,068**
Finance income		348	641
Finance costs		(35,228)	(29,343)
Net finance costs	6	**(34,880)**	**(28,702)**
Share of profit of equity-accounted investees, net of tax		(4)	47
(Loss) / profit before income tax		**(877)**	**(4,587)**
Income tax expense	7	(355)	(6,718)
(Loss) / profit after income tax		**(1,232)**	**(11,305)**
Attributable to:			
Owners of the Company		(1,232)	(11,305)
(Loss) / profit for the period		**(1,232)**	**(11,305)**
Other comprehensive income			
Items that may be subsequently classified to profit or loss:			
Effective portion of changes in fair value of cash flow hedges, net of tax		148	(684)
Foreign currency translation differences		(1,171)	292
Total comprehensive (loss) / income for the period		**(2,255)**	**(11,697)**
Attributable to:			
Owners of the Company		(2,255)	(11,697)
Total comprehensive (loss) / income for the period		**(2,255)**	**(11,697)**
Earnings per share attributable to the ordinary equity holders of the Company		**Cents**	**Cents**
Basic earnings per share		(0.2)	(2.1)
Diluted earnings per share		(0.2)	(2.1)

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

Condensed consolidated statement of financial position

as at 30 June 2026

	Notes	Consolidated 30 Jun 26 $'000	31 Dec 25 $'000
Current assets			
Cash and cash equivalents		34,519	18,257
Trade and other receivables	8	131,177	120,754
Inventories		2,252	1,528
Derivative assets		976	406
Other assets		14,275	25,984
Total current assets		**183,199**	**166,929**
Non-current assets			
Property, plant and equipment		181,278	173,411
Right-of-use assets		899,266	854,139
Intangible assets		644,142	655,253
Derivative assets		2,188	2,617
Deferred tax asset		42,028	33,492
Other assets		8,923	12,669
Total non-current assets		**1,777,825**	**1,731,581**
Total assets		**1,961,024**	**1,898,510**
Current liabilities			
Trade and other payables		50,578	48,501
Contract liabilities		19,748	14,455
Interest bearing lease liabilities		192,027	158,382
Provisions		1,573	1,246
Employee benefits		10,491	10,042
Income tax payable		469	9,117
Total current liabilities		**274,886**	**241,743**
Non-current liabilities			
Loans and borrowings		163,775	131,101
Provisions		13,001	11,194
Employee benefits		2,625	2,614
Interest bearing lease liabilities		804,763	777,786
Deferred tax liability		2,408	1,532
Total non-current liabilities		**986,572**	**924,227**
Total liabilities		**1,261,458**	**1,165,970**
Net assets		**699,566**	**732,540**
Equity			
Share capital	10	794,195	804,049
Treasury shares		(5,480)	(5,590)
Reserves		24,408	24,855
Accumulated losses		(112,652)	(89,869)
Equity attributable to the owners of the Company		**700,471**	**733,445**
Non-controlling interest		(905)	(905)
Total equity		**699,566**	**732,540**

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

Condensed consolidated statement of cash flow

for the half year ended 30 June 2026

	Notes	Consolidated 30 Jun 26 $'000	Consolidated 30 Jun 25 $'000
Cash flows from operating activities			
Receipts from customers (inclusive of goods and services tax)		378,770	384,473
Payments to suppliers and employees (inclusive of goods and services tax)		(219,556)	(223,749)
Cash generated from operations		**159,214**	**160,724**
Interest paid		(35,155)	(26,937)
Interest received		19	237
Tax paid		(17,041)	(19,320)
Net cash generated from operating activities		**107,037**	**114,704**
Cash flows from investing activities			
Acquisition of property, plant and equipment		(21,626)	(20,975)
Acquisition of intangible assets		(3,170)	(3,626)
Proceeds from sale of property, plant and equipment		9	95
Net cash used in investing activities		**(24,787)**	**(24,506)**
Cash flows from financing activities			
Payment of share buy back		(9,854)	-
Proceeds from loans and borrowings		174,000	116,000
Repayment of loans and borrowings		(141,500)	(125,000)
Payment of transaction costs related to borrowings and derivatives		(42)	(1,101)
Payment of lease liabilities		(67,041)	(67,199)
Dividends paid in cash		(21,551)	(18,857)
Net cash used in financing activities		**(65,988)**	**(96,157)**
Net increase/ (decrease) in cash and cash equivalents		**16,262**	**(5,959)**
Cash and cash equivalents at beginning of period		18,257	19,787
Cash and cash equivalents at end of period		**34,519**	**13,828**

The above consolidated statement of cash flows should be read in conjunction with the accompanying notes.

Condensed consolidated statement of changes in equity

for the half year ended 30 June 2026

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 2025	804,049	(6,851)	(1,745)	16,608	415	10,250	(75,794)	746,932	(905)	746,027
Total comprehensive income for the period:										
(Loss) for the period after income tax	-	-	-	-	-	-	(11,305)	(11,305)	-	(11,305)
Other comprehensive income:										
Effective portion of changes in fair value of cash flow hedges	-	-	-	-	(684)	-	-	(684)	-	(684)
Exchange differences on translation of foreign operations	-	-	292	-	-	-	-	292	-	292
Total comprehensive income / (loss) for the period	**-**	**-**	**292**	**-**	**(684)**	**-**	**(11,305)**	**(11,697)**	**-**	**(11,697)**
Transactions with owners, recorded directly in equity:										
Contributions and distributions										
Dividends paid	-	-	-	-	-	-	(18,857)	(18,857)	-	(18,857)
Treasury shares acquired	-	-	-	-	-	-	-	-	-	-
Shares vested and issued to employees	-	1,051	-	-	-	(1,051)	-	-	-	-
Equity-settled share-based payment transactions	-	-	-	-	-	180	-	180	-	180
Total transactions with owners of the Company	**-**	**1,051**	**-**	**-**	**-**	**(871)**	**(18,857)**	**(18,677)**	**-**	**(18,677)**
Balance as at 30 June 2025	**804,049**	**(5,800)**	**(1,453)**	**16,608**	**(269)**	**9,379**	**(105,956)**	**716,558**	**(905)**	**715,653**
Balance as at 1 January 2026	**804,049**	**(5,590)**	**(3,080)**	**16,608**	**1,664**	**9,663**	**(89,869)**	**733,445**	**(905)**	**732,540**
Total comprehensive income for the period:										
(Loss) for the period after income tax	-	-	-	-	-	-	(1,232)	(1,232)	-	(1,232)
Other comprehensive income:										
Effective portion of changes in fair value of cash flow hedges	-	-	-	-	148	-	-	148	-	148
Exchange differences on translation of foreign operations	-	-	(1,171)	-	-	-	-	(1,171)	-	(1,171)
Total comprehensive income / (loss) for the period	**-**	**-**	**(1,171)**	**-**	**148**	**-**	**(1,232)**	**(2,255)**	**-**	**(2,255)**
Transactions with owners, recorded directly in equity:										
Contributions and distributions										
Dividends paid	-	-	-	-	-	-	(21,551)	(21,551)	-	(21,551)
Share buy back	(9,854)	-	-	-	-	-	-	(9,854)	-	(9,854)
Treasury shares acquired	-	-	-	-	-	-	-	-	-	-
Shares vested and issued to employees	-	110	-	-	-	(110)	-	-	-	-
Equity-settled share-based payment transactions	-	-	-	-	-	686	-	686	-	686
Total transactions with owners of the Company	**(9,854)**	**110**	**-**	**-**	**-**	**576**	**(21,551)**	**(30,719)**	**-**	**(30,719)**
Balance as at 30 June 2026	**794,195**	**(5,480)**	**(4,251)**	**16,608**	**1,812**	**10,239**	**(112,652)**	**700,471**	**(905)**	**699,566**

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

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 Half Year Report (Condensed Consolidated Interim Financial Statements) of the Company as at and for the half year ended 30 June 2026 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 2025 and the Group's performance for the period 1 January 2025 to 30 June 2025.

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 accounting

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 (Cth)*, 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 2025.

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 2025. These Interim Financial Statements should be read in conjunction with the Annual Report for the year ended 31 December 2025 (the Annual Report 2025).

These Interim Financial Statements were approved and authorised for issue by the Board of Directors on 17 August 2026.

b) Rounding of amounts

The Company is a kind referred to in *ASIC Corporations Instrument 2026/183 (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 an excess of current liabilities over current assets totalling $91,687,000 principally due to current lease obligations stemming from the Group's significant lease portfolio. 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.

2. Basis of accounting (continued)

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.

Accounting standards and interpretations issued but not yet effective:

Standard/Interpretation	Effective for annual reporting periods beginning on or after	Expected to be initially applied in the financial year ending
AASB 18 *Presentation and disclosure in financial statements*	1 January 2027	31 December 2027

AASB 18 replaces *AASB 101 Presentation of Financial Statements*. This standard introduces the following key new requirements:

- Entities are required to classify all income and expenses into five categories in the statement of profit or loss, namely the operating, investing, financing, discontinued operations and income tax categories. Entities are also required to present a newly defined operating profit subtotal. Entities' net profit will not change.
- Management-defined performance measures (MPMs) are disclosed in a single note in the financial statements.
- Enhanced guidance is provided on how to group information in the financial statements.

In addition, all entities are required to use the operating profit subtotal as the starting point for the statement of cash flows when presenting operating cash flows under the indirect method.

The Group is still in the process of assessing the impact of the new standard, particularly with respect to the structure of the Group's statement of profit or loss, the statement of cash flows and the additional disclosures required for MPMs. The Group is also assessing the impact on how information is grouped in the financial statements, including for items currently labelled as 'other'.

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, amortisation and impairment (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 26 $'000	30 Jun 25 $'000
Adjusted underlying EBITDA	**48,148**	**62,153**
Fixed rent obligations (1)	106,176	90,772
Other income – Gain on lease modification (2)	247	82
Underlying EBITDA	**154,571**	**153,007**
Non-operating items – Operating expense (3)	(7,380)	-
Statutory EBITDA	**147,191**	**153,007**
Share of profit of equity-accounted investees, net of tax	(4)	47
Amortisation	(14,169)	(13,777)
Depreciation	(99,015)	(85,162)
Net finance costs	(34,880)	(28,702)
Non-operating items – Impairment expense (4)	-	(30,000)
(Loss) / profit before income tax	**(877)**	**(4,587)**
Current tax expense	(355)	(6,718)
Net (loss) / profit after income tax	**(1,232)**	**(11,305)**
Add: Depreciation and interest on ROUA assets/liabilities (5)	113,390	94,174
Less: Fixed rent obligations (1)	(106,176)	(90,772)
Less: Other income – Gain on lease modification (2)	(247)	(82)
Add: Amortisation expense on acquired intangibles (6)	9,194	9,341
Add: Non-operating items (3)	7,380	30,000
Less: Tax effect of above items	(6,918)	(4,846)
Adjusted underlying net profit after tax	**15,391**	**26,510**

(1) Includes rent of $100,723,000 (2025: $84,968,000) excluded from cost of media sites and production and $5,453,000 (2025: $5,804,000) from other expenses under AASB 16.
(2) Includes gain on lease modification $247,000 (2025: $82,000). See Note 5 Revenue and other income for more details.
(3) Non-operating items of $7,380,000 (2025: $nil) comprise costs associated with the Group's Operational Excellence program of $4,580,000, the closure of reo of $540,000, the integration, consolidation and retirement of legacy systems of $1,440,000, and a potential change of control transaction of $820,000. Management considers these costs to be outside the ordinary course of business and has excluded them from Adjusted Underlying EBITDA. These amounts are recognised in the statement of profit or loss and other comprehensive income within cost of media sites and production of $491,000 (redundancies for direct staff), employee benefits expense of $2,330,000 (redundancies for indirect staff), and legal and professional fees and other expenses of $4,559,000 (consulting).
(4) The half year ended 30 June 2025 includes non-operating item for non-cash impairment loss on the New Zealand CGU of $30,000,000, consisting of $25,021,000 impairment to goodwill and $4,979,000 impairment to identifiable intangibles related to Auckland Transport contract.
(5) Includes interest expense on ROU liabilities of $29,890,000 (2025: $23,743,000) and depreciation expense on ROU assets of $83,500,000 (2025: $70,431,000).
(6) Includes amortisation expenses on acquired intangibles of $9,194,000 (2025: $9,341,000).

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 26 $'000	30 Jun 25 $'000
Billboards (3)	117,539	120,277
Street Furniture and Rail (1)	111,564	108,038
Retail	59,219	58,589
Airports (3)	33,570	31,841
Office & Study (3)	9,970	9,351
Other (2)	9,007	8,085
Revenue from continuing operations	**340,869**	**336,181**

(1) Street and Rail revenue includes advertising, production, sale of street furniture, and cleaning and maintenance revenue.
(2) Other revenues include subsidiary entity Cactus, POLY and reo businesses.
(3) As disclosed in the Annual Report 2025, revenue channel descriptions have been updated for presentation purposes. There is no change to composition of balances.

With regards to the timing of satisfaction of performance obligations, 79% (1H 2025: 78%) of the Group's revenue was recognised over time and 21% (1H 2025: 22%) was recognised at a point in time.

Other income

	30 Jun 26 $'000	30 Jun 25 $'000
Gain on lease modification	247	82
Gain on sale of assets in ordinary course of business	234	637
Other income	**481**	**719**

6. Net finance costs

	30 Jun 26 $'000	30 Jun 25 $'000
Finance income	**(348)**	**(641)**
Interest expense on bank borrowings	5,087	4,620
Amortisation of debt facility establishment costs	253	978
Interest expense on lease liabilities	29,890	23,743
Fair value (gain)/loss on ineffective hedges	(2)	2
Finance costs	**35,228**	**29,343**
Net finance costs	**34,880**	**28,702**

During the period, the Group drew down additional debt, increasing drawn debt from $132,500,000 as at 31 December 2025 to $165,000,000 as at 30 June 2026.

7. Income tax

a) Tax recognised in profit or loss

	30 Jun 26 $'000	30 Jun 25 $'000
Tax expense	**355**	**6,718**

b) Reconciliation between income tax expense and pre-tax (loss) / profit

	30 Jun 26 $'000	30 Jun 25 $'000
(Loss) / profit before income tax	**(877)**	**(4,587)**
Tax using the Company's domestic tax rate 30% (2025: 30%)	(263)	(1,376)
Effect of tax rate in foreign jurisdictions	60	(52)
Non-deductible expenses [1]	550	8,127
Effect of share of profit of equity-accounted investees	1	(14)
Under provided in prior years	7	33
Total income tax expense	**355**	**6,718**

(1) The half year ended 30 June 2025 includes tax effect of non-deductible impairment of goodwill of $25,021,000 using the company's domestic tax rate of 30%.

8. Trade and other receivables

	30 Jun 26 $'000	31 Dec 25 $'000
Trade receivables	132,087	121,646
Allowance for impairment of receivables	(910)	(892)
Total trade and other receivables	**131,177**	**120,754**

Accounting policy: Trade receivables

Standard 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 consolidated statement of financial position with a corresponding charge recognised in the 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 half year ended 30 June 2026: Australia, New Zealand and Cactus.

At the reporting date, the Group performed an assessment for indicators of impairment, 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. These procedures did not identify any indicators of impairment at 30 June 2026.

Reconciliation of carrying amount of goodwill

	Australia $'000	New Zealand $'000	Cactus $'000	Total $'000
Goodwill	**527,389**	**51,856**	**2,917**	**582,162**

10. Share capital

	30 Jun 26	
	Share #	**$'000**
Opening balance as at 1 January	538,781,286	804,049
On-market buyback of shares	(10,569,524)	(9,854)
Issued and paid up share capital	528,211,762	794,195
Weighted average number of shares	**530,198,626**	

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 2026 [(1)]		
Final 2025 dividend	4.0	21,551,251
Total dividend paid		**21,551,251**
Dividends paid during 2025 [(1)]		
Interim 2025 dividend	2.25	12,122,579
Final 2024 dividend	3.50	18,857,345
Total dividend paid		**30,979,924**

(1) All dividends were fully franked.

After the reporting date, an interim dividend of 2.0 cents per qualifying ordinary share amounting to $10,564,235 has been declared by the Board of Directors. The dividends have not been recognised as liabilities and there are no tax consequences in 2026.

	30 Jun 26 $'000	30 Jun 25 $'000
Franking account balance	91,876	79,863
Impact on franking account balance of dividends declared after the reporting date but not recognised as a liability	(4,528)	(5,195)
Franking credits available to shareholders of the Company for subsequent financial years based on a tax rate of 30%	**87,348**	**74,668**

11. Fair values

Accounting classifications and fair values

a) Fair values vs carrying amounts

The fair values of financial assets and liabilities equal 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 26	31 Dec 25
Interest rate derivatives	2.8%-3.5%	2.8% - 3.5%
Bank loan interest calculated as BBSY + margin	5.6%-6.3%	5.3% - 6.7%
Leases	2.0% - 9.8%	2.0% - 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:

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities;

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

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 above. 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 26			
	Carrying value $'000	Level 1 $'000	Level 2 $'000	Level 3 $'000
Financial assets measured at fair value				
Interest rate derivatives	3,164	-	3,164	-
Other financial assets	3,345	315	-	3,030
Total financial assets measured at fair value	**6,509**	**315**	**3,164**	**3,030**

Consolidated	31 Dec 25			
	Carrying value $'000	Level 1 $'000	Level 2 $'000	Level 3 $'000
Financial assets measured at fair value				
Interest rate derivatives	3,023	-	3,023	-
Other financial assets	2,757	372	-	2,385
Total financial assets measured at fair value	**5,780**	**372**	**3,023**	**2,385**

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.

Level 3 assets comprise unlisted investment, valued using unobservable inputs, including cash flow projections, pending transactions and capital raisings. An increase or decrease to the inputs results in an increase or decrease to the net profit of the Group.

12. Contingencies

Contingent liabilities

	30 Jun 26 $'000	31 Dec 25 $'000
Bank guarantees	55,054	54,257
Bank guarantees	**55,054**	**54,257**

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

13. Subsequent Events

Dividend

Since the end of the financial half year the Board declared a fully franked interim dividend on 10 August 2026 of 2.00 cents per ordinary share, amounting to $10,564,235 in respect of the half year ended 30 June 2026 (30 June 2025: $12,122,579). This dividend is payable on 17 September 2026. The financial effect of this dividend has not been brought to account in the Interim Financial Statements for the half year ended 30 June 2026 and will be recognised in subsequent financial reports.

Proposed acquisition of the Company

Following balance date, on 10 August 2026 the Company entered into a Scheme Implementation Agreement with I Squared Capital under which I Squared Capital proposes to acquire all issued shares at a price of $1.68 per share on a fully diluted basis (exclusive of 2.00 cents fully franked interim dividend announced above).

The proposed transaction remains subject to execution of definitive documentation, satisfaction of conditions precedent (including shareholder approval, financing and regulatory approvals), and completion.

No other matter or circumstance at the date of this report has arisen since 30 June 2026 that has significantly affected or may affect:

(a) the operations of the Group;

(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:

1. In the Directors' opinion:

a) The Interim Financial Statements and notes of the Group that are set out on pages 15 to 26, for the half year ended 30 June 2026, 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 2026 and of its performance for the half year ended on that date; and

   ii. complying with Australian Accounting Standards 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

Philippa Kelly
Chair
17 August 2026
Melbourne

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KPMG

Independent Auditor's Review Report

To the shareholders of oOh!media Limited

Conclusion

We have reviewed the accompanying ***Half Year 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 2026 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 Report*** comprises:

- Condensed consolidated statement of financial position as at 30 June 2026.
- Condensed consolidated statement of profit or loss and other comprehensive income / (loss), Condensed consolidated statement of changes in equity and Condensed consolidated statement of cash flows for the half year ended on that date
- Notes 1 to 13 comprising a summary of accounting policies and other explanatory information
- 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 audits of annual financial reports of public interest entities in Australia. We have fulfilled our other ethical responsibilities in accordance with these requirements.

Responsibilities of the Directors for the Half Year Report

The Directors of the Company are responsible for:

- the preparation of the Half Year 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 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 Report

Our responsibility is to express a conclusion on the Half Year 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 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 2026 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 Report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analyticalSynd 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

Patrick Maloney

Partner

Sydney

17 August 2026

Corporate directory

oOh!media Limited ACN 602 195 380

Directors:	**Philippa Kelly (appointed Chair on 14 May 2026)** Chair and Independent Non-executive Director **James Taylor** Chief Executive Officer and Managing Director **David Ferrarin (appointed 18 May 2026)** Independent Non-executive Director **Tim Miles** Independent Non-executive Director **Joanne Pollard** Independent Non-executive Director **David Wiadrowski** Independent Non-executive Director **Tony Faure (resigned 14 May 2026)** Former Chair and Independent Non-executive Director
Company Secretaries:	**Jonathan Swain** **Chris Roberts**
Principal registered Office:	Level 2, 73 Miller Street North Sydney NSW 2060 Ph: +61 2 9927 5555
Share register:	MUFG Corporate Markets (AU) Limited Liberty Place, Level 41, 161 Castlereagh St Sydney NSW 2000 Ph: 1300 554 474
Auditors:	**KPMG** Tower 3, International Towers Sydney 300 Barangaroo Avenue Sydney NSW 2000
Bankers:	Australia and New Zealand Banking Group Limited Commonwealth Bank of Australia National Australia Bank 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 https://investors.oohmedia.com.au/investor-centre/