



ONE CARIBBEAN MEDIA LIMITED

ANNUAL REPORT 2025



ONE CARIBBEAN MEDIA LIMITED

ASPIRATION STATEMENT

- To be the leading regional corporation with global reach serving as the most credible and authoritative source of news, information and entertainment in and of the Caribbean.
- To take the leadership role in the development of the media industry by:
 - Zealously guarding and advocating the Freedom of the Press/Media.
 - Observing and promoting the highest professional standards.
 - Providing training and development opportunities for media personnel.
- To be an exemplary employer.
- To make sound investments in diverse businesses that will provide for the leveraging of the Group's assets and competencies and the creation of shareholder value.
- To take a leadership role in corporate social responsibility initiatives in the region.

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CORPORATE INFORMATION

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COMPANY SECRETARY

Karlene Ng Tang

Express House
35-37 Independence Square
Port of Spain
Trinidad and Tobago

REGISTRAR

The Trinidad and Tobago Central Depository Limited

10th Floor, Nicholas Tower
63-65 Independence Square
Port of Spain
Trinidad and Tobago

ATTORNEYS-AT-LAW

Juris Chambers

39 Richmond Street
Port of Spain

C. Anthony Audain

Aâstra Law, Aâstra House
St. Matthias Road
Christ Church
Barbados

Carrington & Sealy

Belmont House
Belmont Road
St. Michael
Barbados

Alicia A. Archer

Artemis Law
Venus House
Walrond St.
Bridgetown
Barbados

AUDITORS

BDO Trinidad and Tobago

122-124 Frederick Street
2nd Floor, CIC Building
Port of Spain

BOARD OF DIRECTORS

CHAIRMAN

Mr. Faarees Hosein

DIRECTORS

- Mrs. Dawn Thomas • Dr. Grenville Phillips • Mr. Peter G. Symmonds S.C.
- Mr. Gregory Thomson • Mrs. Renee-Ann Kowlessar • Mr. Douglas Wilson • Mr. Noel Wood

Number of employees:508

THE BRANDS

THE BRANDS

THE
NATION
CORPORATION

CCN
Caribbean Communications Network Limited

PRINT



The Nation Publishing Co. Limited



Trinidad Express Newspapers

BROADCAST TELEVISION



GBN TV
Channels
7 & 11

CABLE AND BROADBAND

greendOT
LIMITED
Improving and simplifying lives

RENEWABLE ENERGY

innogen

VIDEO PRODUCTION

SIX
point
productions

DIGITAL MEDIA

NOVO
Media

DISTRIBUTION

VL
LIMITED
We know Quality

MANUFACTURING

ONE CARIBBEAN
FLEXIPAC
INDUSTRIES & SOLUTIONS

RADIO

Trinidad and Tobago



Barbados



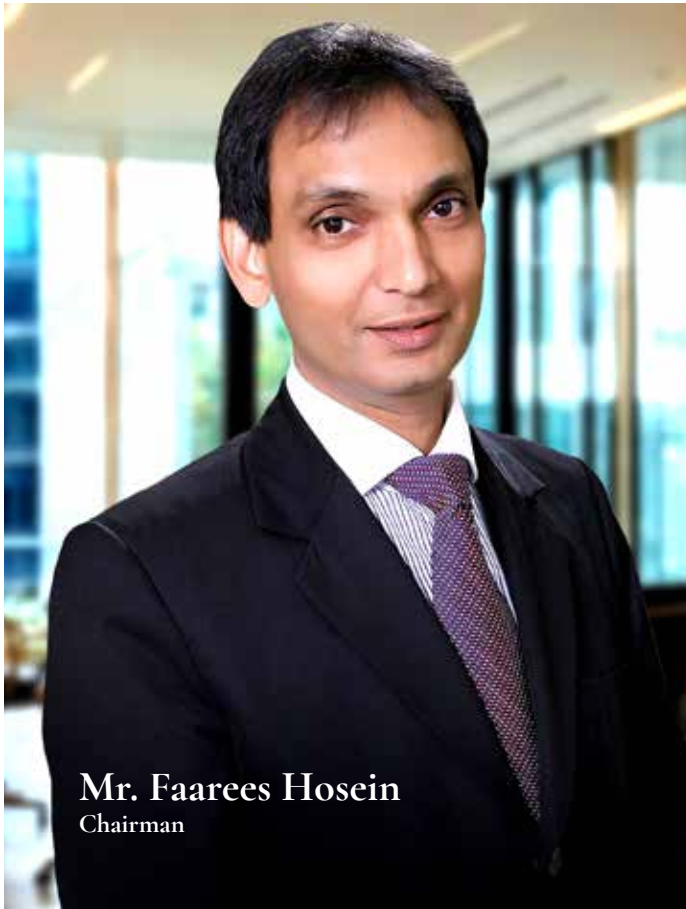
Grenada



St. Lucia



CHAIRMAN'S STATEMENT



Mr. Faarees Hosein
Chairman

The OCM Group continued to navigate the evolving business environment while strengthening the foundation for future growth. For 2025, the Group recorded Revenues of TT\$299M, a marginal 1% decrease on the prior year, while Net Profit before Tax and Impairment improved to TT\$17.4M which is 2% above last year. These results demonstrate the Group's ability to maintain stability in earnings through disciplined execution and careful management of its cost base.

In the first quarter of 2026, Stabroek News in Guyana decided to pursue voluntary liquidation. As a result, an impairment charge was recognized in respect of our minority investment of 20% share of the company.

Performance across the Group continued to reflect prevailing market conditions. The Trinidad and Tobago media market remained subdued, particularly in the latter half of the year, with reduced advertising activity impacting revenues. Conversely, our Barbados and Grenada assets delivered strong contributions.

Importantly, the Group's diversification strategy continues to demonstrate its strategic value. Our non-media businesses have strengthened the overall earnings profile, providing greater balance and reducing reliance on traditional revenue streams. In Trinidad, Green Dot has advanced its network expansion, positioning the business to capture new growth opportunities, while Flexipac has enhanced its

production capabilities through targeted capital investments, supporting its expansion into regional and export markets.

The Board remains focused on ensuring that the Group is well positioned to respond to structural shifts within the media industry and the wider economic landscape. This includes ongoing evaluation of our business models, capital allocation priorities and opportunities for operational alignment across the Group.

We remain encouraged by the adaptability and dedication demonstrated by management and staff across all of our markets. On behalf of the Board, I extend sincere gratitude to our directors, employees, shareholders, partners and stakeholders for their continued loyalty and confidence in the Group.

In keeping with the Group's performance and its commitment to delivering shareholder value, the Board has approved a final dividend of TT\$0.04 per share, bringing the total dividend for the year to TT\$0.06, payable on 31st July 2026.

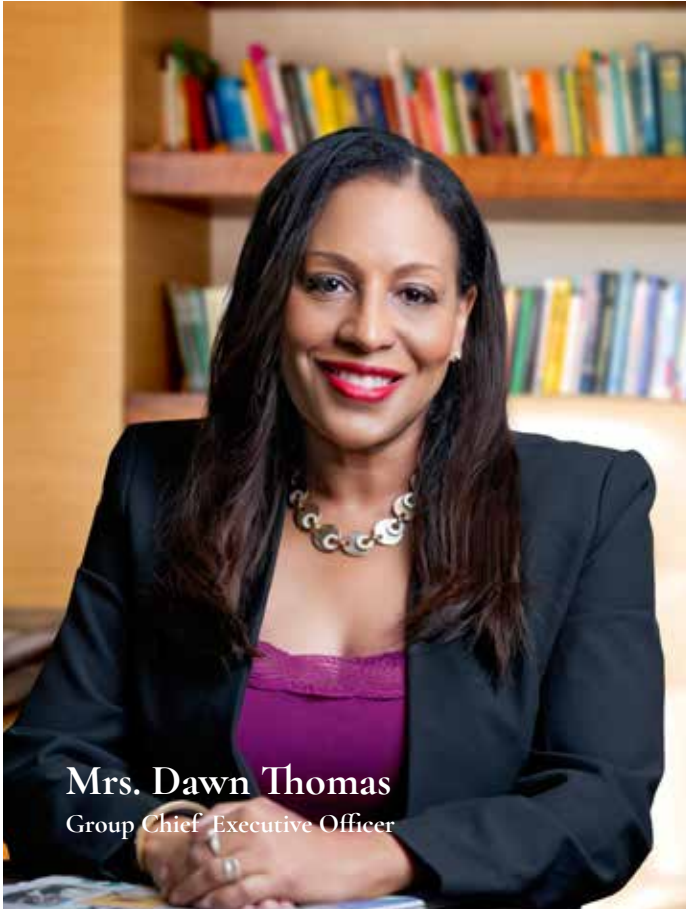
Looking forward, the Board is confident that the Group's strategic direction and priorities will support resilient and sustainable business.

The Annual General Meeting has been scheduled for 13th July, 2026 at 10:00 a.m. at Express House, 35-37 Independence Square, Port of Spain.

A handwritten signature in black ink, consisting of stylized, flowing letters.

Mr. Faarees Hosein
Chairman
One Caribbean Media Limited

CEO'S STATEMENT



Mrs. Dawn Thomas
Group Chief Executive Officer

Group Revenues of \$299M declined slightly by 1% while the Net Profit before Tax and Impairment of \$17.4M was 2% ahead of prior year. Our media assets in the Trinidad market were impacted in the second half of the year by a decline in advertising spend by both Government and Commercial entities. Positively though our non-media investments in the Trinidad market in both the provision of Internet services and Manufacturing continued to perform creditably and achieved improved profitability. The Group has an investment in the Stabroek newspaper in Guyana which announced voluntary liquidation in 2026 and as such an impairment charge of \$996K was recorded against this investment.

As such, the Group is reporting a Net Profit before Tax of \$16.4M compared to a loss of \$58.9M last year. In 2024, the Board took the decision to impair its investment in an associate company in which OCM holds a non-controlling interest due to a long-standing receivable on the books.

Overall, our Barbados businesses performed well, achieving Revenues of \$103M which was above prior year by 4% while the Net Profit before Tax of \$9.6M was slightly below prior year. This decline in profitability performance was due to an unfavorable judgement in a long-standing (35+ years) defamation case which resulted in our publishing and radio network companies having to make a material provision to cover the Claimant's award. Without this provision our Barbados operations would have reported healthy profitability growth. This award is being appealed.

The Trinidad market continued to be challenged in sourcing forex to settle foreign supplier credit commitments. Management continues to actively pursue solutions to minimize the impact on business performance and support growth initiatives.

Media

Despite ongoing industry challenges, the Media segment delivered a solid profit contribution, driven by improved cost efficiencies and enhanced operational synergies. It is acknowledged that the media landscape is changing and evolving and therefore requires timely realignment of its structure and strategy.

Digital Media Focus

The Group's Digital Revenues continued to grow year on year with both the E-paper subscriptions and the Digital Advertising Revenues delivering strong gains.

A number of initiatives have been introduced to enhance our customers' experience across our digital platforms, driving increased traffic and programmatic revenues. Additionally, we have been able to leverage our high reach on social media sites to improve our value proposition to our advertising clients who are desirous of promoting their messages.

Packaging Plant (Flexipac)

The Plant expanded its product offerings with the installation of new equipment in the second quarter of the year supporting its upward trajectory. Commendably, the Plant was once again able to achieve both Revenue and Profitability growth of 20% and 30% respectively. This performance was aided by the substantial growth in the regional sales. Management, while focusing on enhancing the Plant's efficiencies, has also been paying keen attention to targeting new export locations. It is anticipated that further resource investments will be required to keep pace with the growth momentum of the company.

Green Dot Limited - Internet Services

Green Dot is advancing the second phase of its fiber network program, extending its coverage into new areas. A number of strategies are being successfully employed to maximize the monetization of this capital investment. Additionally, further investments are being made in the rollout of its IPTV program which is expected to support the growth targets of the company over the next 3 years. Encouragingly, the company appears to be on a positive growth track and has had another successful year with Revenue and Profitability growth of 18% and 12% respectively.

Sustainability and Corporate Responsibility/ESG

In 2025, OCM strengthened its commitment to sustainability, corporate responsibility and ESG across the Caribbean, with focused investments in people, communities and environmental initiatives. Over the year, we invested in a range of projects aimed at delivering meaningful, lasting impact in these areas.

Employee Engagement and Development

The Group continued to prioritise employee development and team cohesion through targeted initiatives. These included:

- Effective Leadership – Coaching & Mentoring Workshop
- CBU & UNESCO – Safeguarding Caribbean Journalism: Workshop on Safety & Resilience

- Data Journalism in Action – Gender inclusive & Community Engagement Techniques
- Building the Next Generation of Media Literate Citizens
- Talking About AI – Toolkit for Engaging Audiences
- Participation in the US Department of State Exchange Programme
- Emotional Intelligence & Time Management Workshop
- Managing Parental Burnout & Work-Life Balance Workshop

Environmental Responsibility

OCM reinforced its commitment to environmental stewardship through participation in regional clean-up initiatives supporting national sustainability priorities. In Trinidad and Tobago, the Group participated in the International Coastal Clean-up at Quinam Beach, Siparia, coordinated by the Trinidad and Tobago Chamber of Commerce. In Barbados, OCM also supported the Green Nation Island-wide Clean-up for World Clean-up Day, where more than 700 volunteers removed over five tonnes of waste from coastal and inland sites.

Community Engagement and Social Impact

As a regional organisation, we have a responsibility to support the communities we serve and to use our platforms to make a positive difference. Throughout the year, OCM continued to invest in projects that support young people, celebrate Caribbean culture and address important social issues across the region.

Some of the initiatives that made a meaningful impact this year include:

- **Express Children's Fund (Trinidad and Tobago):** Our established charity in Trinidad and Tobago continued to assist underprivileged children with their educational needs, providing support with school book lists, food vouchers for families in need in both islands (Trinidad and Tobago) and toys and personal care kits for children's homes.
- **Sistas Calling T&T (Trinidad and Tobago):** We partnered with this powerful cultural movement that uses music, theatre, dance, visual art and spoken word to raise awareness of gender-based violence and encourage national dialogue ahead of Domestic Violence Awareness Month.
- **Harold's Heart Athletic Shoe Hub (Barbados):** Led by Nation Publishing, this initiative enabled more than 600 student-athletes competing in the NAPSAC and BSSAC championships to borrow track shoes and equipment, ensuring that more young athletes had the opportunity to participate and perform at their best.
- **Spice Up the Carenage (Grenada):** Through our Grenada Broadcasting Network, this event continues to provide a vibrant platform for emerging soca talent while bringing communities together to celebrate music and culture during the Spicemas season.

- **Saint Lucia Jazz & Arts Festival 2025 (St. Lucia):** The Wave St. Lucia, our radio station, proudly served as an official media partner for this internationally recognised festival, with our presenters hosting the official launch and helping showcase Caribbean music, arts and culture to the world.
- **OCM Bocas Prize for Caribbean Literature (Regional):** In 2025, the prize celebrated its landmark 15th year and remained one of the most significant events on the Caribbean literary calendar. Presented at the Bocas Lit Fest at the National Academy for the Performing Arts, the winners of each prize category also earned international recognition for their work.

The Journey Ahead

The Group continues to advance strategic diversification through selective investments into complementary and non-media businesses which currently includes manufacturing and internet services. The goal of this strategic thrust is to create a more balanced portfolio which can deliver long term shareholder value through a broader revenue base and steady growth.

My deepest appreciation goes to our management and all of our employees for their relentless effort in supporting the Group's strategy which is essential to delivering sustainable growth and the realization of the Group's aspirations.



Mrs. Dawn Thomas
Group Chief Executive Officer

HIGHLIGHTS OF OCM'S DIVERSIFICATION STRATEGY



Driving Diversified Growth and Export Expansion

A high-performance manufacturing subsidiary delivering strong Revenue Growth



One Caribbean Flexipac is an innovative flexographic printing and bag-forming operation providing specialized packaging solutions to the food and manufacturing sectors across the region.

Within the One Caribbean Media Group, Flexipac continues to deliver strong performance, supported by a lean, highly skilled team and the use of advanced production technology. Its consistent growth trajectory positions it as a key contributor to the Group's diversification strategy.

2025 Performance Highlights

- Export income increased by 100%
- Achieved HACCP Certification, enabling supply to large-scale manufacturers across the Region
- Commissioned two advanced bag-forming devices, expanding production capabilities, product range and smaller less automated clients in the food industry.

Key Drivers of Performance

- A dedicated and stable workforce, with zero staff turnover
- A strong and deliberate focus on export growth
- Continued investment in new production capabilities and revenue streams

Future Strategic Focus: 2026 and Beyond

- Expand export markets and increase regional presence
- Enter the paper-based packaging segment in collaboration with local suppliers
- Maintain strict cost discipline and operational efficiency
- Maintain highest level of technology available globally in the Flexographic Industry
- Continue training and development to strengthen internal capability
- Warehouse expansion to facilitate material availability

Positioning OCM for Long-Term Resilience

Flexipac continues to play a critical role in strengthening OCM's business model by:

- Delivering consistent revenue growth
- Generating foreign exchange earnings (USD inflows)
- Supporting the Group's diversification beyond traditional media



Connecting Today. Powering What's Next.

Building the infrastructure, capability and customer experience to power OCM's next phase of growth.



Green Dot continues to strengthen its position as a high-performing telecommunications provider, playing a central role in One Caribbean Media's diversification and long-term growth strategy.

In 2025, the business advanced with discipline and focus by expanding its fibre network, growing its subscriber base and enhancing operational efficiency. More importantly, it laid the foundation for scalable, infrastructure-led growth that will define its trajectory in the years ahead.

As connectivity becomes increasingly critical to economic and digital participation, Green Dot is strategically positioned to deliver reliable, affordable and future-ready solutions across Trinidad and Tobago.

2025 Performance Overview

- Delivered strong financial and operational performance, supported by continued subscriber growth and improved margins
- Maintained position as a reliable, affordable connectivity provider in Trinidad and Tobago
- Successfully advanced network expansion and service delivery, enhancing reach and customer experience
- Strengthened operational discipline through cost management and focused execution

Key Achievements

- **Accelerated Fibre Footprint Expansion**
Expanded homes passed and deepened market presence, positioning Green Dot for sustained subscriber growth and improved network reach
- **Growth in Business (B2B) Segment**
Strengthened presence in the enterprise and SME market, securing new customers and expanding connectivity solutions to support mission-critical operations
- **Improved Operational Efficiency and Cost Containment**
Enhanced contractor management, installation timelines and internal processes to support scalable growth

Strategic Priorities: 2026 and Beyond

Disciplined Fibre Expansion

Optimizing rollout pace to balance capital efficiency with conversion performance

Customer Experience Excellence

Implementation of Connect Care 360 to enhance service fulfilment, restoration and engagement

Digital and Systems Transformation

Continued implementation of CRM and expanded use of AI analytics for network performance management, with initial progress already underway

Operational Scalability and Automation

Streamlining workflows, contractor models and internal processes to support sustainable growth

SUSTAINABILITY AND CORPORATE RESPONSIBILITY

EXECUTING ON ESG PRIORITIES

In 2025, One Caribbean Media progressed from commitment to execution, advancing a more integrated and results-driven approach to sustainability and corporate responsibility. ESG priorities are embedded across the Group's operations, with a clear focus on activities that support long-term value creation. During the year, targeted initiatives in our communities and environmental programmes contributed to stronger engagement, broader impact and improved alignment with our growth objectives. This section outlines how these efforts are contributing to the Group's continued development as a responsible and forward-looking regional organisation.

ENVIRONMENTAL RESPONSIBILITY

ONE CARIBBEAN FLEXIPAC (Trinidad and Tobago) *Turning Waste into Opportunity*



Flexipac is engaged in sustainable practices within its manufacturing operations, focusing continually on waste reduction, use of eco-friendly materials and where practical improving of energy consumption. In 2025, the company partnered with local recycling company "Flying Tree" that collects and recycles waste film which then converts this recycled matter into reusable furniture and pallets. While in its infancy stage, this together with the introduction of (2) two bag forming devices, waste is being reduced and reshaped into other usable types of packaging. The use of Eco-friendly materials continues and will be an ongoing sustainable aspect of this company's operations. Transitioning customers from Polyester based material (not recyclable) to polyethylene-based material is challenging but remains a work in progress that is thus far having favourable results. As a member of FTA (Flexographic Technical Association) Flexipac is always aware of sustainability opportunities and will pursue them as they arise.



Staff of the OCM Group at Quinam Beach

INTERNATIONAL COSTAL CLEAN-UP (Trinidad and Tobago) *Working Together for Cleaner, Safer Coastlines*



ONE CARIBBEAN
MEDIA LIMITED

One Caribbean Media plays an active role in environmental initiatives that contribute to the Group's broader sustainability agenda and commitment to responsible corporate citizenship. In September 2025, OCM proudly participated in the International Coastal Cleanup at Quinam Beach, Siparia, joining volunteers from across Trinidad and Tobago in a collective effort to preserve the country's natural environment. Employees from across the Group took part in the initiative, contributing their time and effort to the removal of waste from coastal areas, helping to reduce marine pollution and protect our fragile ecosystems.

THE NATION CORPORATION (Barbados)

The Green Nation Island-Wide Clean-up



In September 2025, in observance of World Cleanup Day, The Nation Corporation supported The Green Nation Island-wide Cleanup initiative in Barbados, which mobilised communities to clean beaches, public spaces and recreational areas across the island. The initiative highlighted the ongoing environmental challenges posed by improper waste disposal, including plastics and household debris entering waterways and impacting coastal ecosystems. It also reinforced the importance of fostering a culture of environmental responsibility beyond a single day of activity. More than 700 volunteers, including representatives from businesses, academic institutions, community groups and philanthropic organisations, participated in the effort. Collectively, they removed over five tonnes of waste from inland and coastal sites, contributing to the preservation of Barbados' natural environment.

Volunteers of the Island-wide Cleanup



COMMUNITY ENGAGEMENT AND SOCIAL IMPACT



THE EXPRESS CHILDREN'S FUND (Trinidad and Tobago)

Building Our Nation Through Education



The Express Children's Fund (ECF), a non-profit organization established in 1989, continues to play a vital role in supporting underprivileged children across Trinidad and Tobago with their educational needs. In 2025, the Fund expanded its reach, providing assistance with school supplies and other essential items to help students access and remain engaged in the education system. This ongoing support, is made possible through the generous contributions of corporate partners and individual donors, continues to ease the financial burden on families while creating meaningful opportunities for young people to thrive.

Back-to-School Drive:

Through the ECF, support was extended to the Trinidad and Tobago Patriots, a local NGO that led a school supplies initiative in 2025. The programme provided full booklist packages to ten students across primary and secondary schools in southern Trinidad, helping to ensure that children from underserved communities were equipped to begin the academic year with confidence and equal opportunity.

School supplies being packaged for distribution to Children in need



Food Hamper Distribution:

In 2025, the ECF continued to provide direct support to families with children who are facing economic challenges through its food hamper distribution. Two families in Trinidad received food hampers, while three families in Tobago were provided with food vouchers, helping to ease immediate financial pressures and support basic household needs.



Hampers prepared for Distribution

Support to Childrens Homes:

Support was provided to the Chickland Childrens Home, Margaret Kistow Childrens Home and Rainbow Rescue, through the distribution of toys and personal care kits. These items were tailored to children between the ages of 2 and 17, ensuring that their varying needs were thoughtfully addressed. This initiative contributed to the well-being and comfort of the children.



ECF Personal Care Kits for Childrens Homes

Donation Received:

One Caribbean Media has proudly served as the media partner for the Guardian Group's SHINE Charity Walk and Run for the past 10 years. This flagship initiative plays a vital role in raising funds for children's charities across Trinidad and Tobago, supporting programmes that deliver meaningful, life-changing assistance. In 2025, the Express Children's Fund was a beneficiary of SHINE, receiving a contribution of \$80,000. This support enabled the Fund to continue expanding its reach and delivering critical assistance to children and families from underserved communities.



Ms. Rashmi Ramsumair, Secretary of the ECF receives the cheque from Guardian Group Representative

CAREER FAIR AND SCHOOL TOURS (Trinidad)

Inspiring the Next Generation



CCN Limited remains committed to youth development through targeted educational outreach initiatives. The company participated in the School of Business and Computer Science (SBCS) Career Fair at the Champs Fleurs campus in August 2025, engaging with over 200 tertiary-level students. The event provided an opportunity to showcase career pathways within the media industry, while offering guidance and mentorship. In addition, CCN facilitated a series of school tours at Express House in Port of Spain, welcoming students from primary and secondary schools, youth groups and community organizations. Participants were given first-hand exposure to media operations, including live recordings at TV6, as well as behind-the-scenes access to the Express editorial department and press room. These experiences provided valuable insight into the industry and helped to inspire the next generation of media professionals.



Ms. Kerissa Carter-Admin Support, CCN, facilitates the School Tours at Express



Mr. Marlon Villarroel - Senior Technology Associate, CCN, engaging with students



School Tours at TV6

DAY OF CARING (Trinidad)

Powering Community Impact



HOTT 93 FM and TAJ 92.3 FM, brands of GEM Radio and subsidiaries of One Caribbean Media, contribute meaningfully to community development through hands-on engagement initiatives. In May 2025, team members from both stations participated in United Way's "Day of Caring" initiative, lending their time and support to the Flanagan Town R.C. School. Volunteers worked together to enhance the school environment, undertaking activities such as painting and improving the grounds to create a more welcoming and positive space for students and staff. This initiative supports employee engagement and strengthens the group's connection with the communities it serves.



FROM LEFT –
Rodney Sayney,
Sales Manager,
**Sherisse
Mohammed**,
Media Personality,
Aynsley Pierre,
Snr. Account
Executive and
Raoul de Souza,
Station Manager

SUPPORTING YOUNG ATHLETES (Barbados)

Harold's Heart Athletic Shoe Hub



The Nation Publishing Co. Limited advances youth development through projects that promote access and opportunity in sport. Sponsored by The Nation Publishing, the Harold's Heart Athletic Shoe Hub (HASH) is a community initiative in Barbados that provides student-athletes with access to essential track shoes and equipment, helping to remove financial barriers to participation. In 2025, the programme supported more than 600 student-athletes competing in the National Primary Schools' Athletic Championship (NAPSAC) and the Barbados Secondary Schools Athletic Championships (BSSAC), enabling them to borrow gear and perform at their best.



ST. LUCIA JAZZ & ARTS FESTIVAL (St. Lucia)

Celebrating Culture. Amplifying the Caribbean



The Wave St. Lucia, a radio station of GEM Radio and subsidiary of One Caribbean Media, is actively involved in promoting Caribbean arts and culture. As an official media partner for the Festival, held in April-May 2025, The Wave leveraged its platform to amplify the event's reach, supporting the promotion of Caribbean music, arts and culture to regional and international audiences. This involvement underscores the station's commitment to elevating the Caribbean's creative industries and celebrating the region's rich cultural identity.



The ladies of Gem Radio's station - The Wave, Herma DeMacque (left) & Masana Morrison (right) hosting at the official launch of the Saint Lucia Jazz & Arts Festival 2025

SPICE UP THE CARENAGE (Grenada)

Powering Soca Talent and Culture



Grenada Broadcasting Network (GBN), continues to strengthen its role as a key platform for emerging soca talent through its flagship event, Spice Up the Carenage. The 2025 edition featured three dynamic live shows in St. George's, bringing together artists and audiences in a vibrant celebration of music and community. A standout moment was the rise of Dread Lion (Kevin Bullen), whose performance of "Grease It Down" gained viral traction and secured him the competition title. The track went on to achieve significant success during Spicemas 2025, highlighting the growing regional and international impact of GBN's platform.



Dread Lion receiving his cash prize from GBN / Hott98 DJ - Selector Kenron, who was also a judge at the event

PARTNERSHIPS AND STAKEHOLDER COLLABORATION



SISTAS CALLING T&T (Trinidad & Tobago)

*Shaping Conversations
Empowering Communities*



In 2025, One Caribbean Media partnered with Sistas Calling T&T, a dynamic cultural initiative that uses the arts to raise awareness of gender-based violence and promote national dialogue. Through its platforms, OCM amplified key messages from the initiative, supporting its mission to engage communities and encourage meaningful conversations around an important social issue. The programme brought together voices from across the creative sector, including music, theatre, spoken word and visual arts, to deliver powerful storytelling and foster greater public awareness. OCM's partnership reflects its commitment to using media as a force for positive change, supporting initiatives that address critical societal challenges while empowering communities across Trinidad and Tobago.



Dr. Roz Roach (2nd from left) and Mrs. Rashmi Ramsumair (3RD from left), Corporate Affairs Representative, OCM with other members of the Sistas Calling T&T Team



OCM BOCAS PRIZE FOR CARIBBEAN LITERATURE (Regional)

Celebrating Regional Excellence



One Caribbean Media continues to sponsor the OCM Bocas Prize for Caribbean Literature as part of its commitment to cultural development and the creative economy across the region. The Prize plays a vital role in recognising Caribbean literary excellence, while fostering dialogue, education and cultural preservation. In 2025, the Prize marked its 15th year, maintaining its position as a leading platform for Caribbean writers and a key feature of the Bocas Lit Fest. The overall prize was awarded to Haiti-born, US-based writer Myriam J. A. Chancy for *Village Weavers*, with Trinidadian-Scottish poet Anthony Vahni Capildeo and Trinidadian-Canadian writer Dionne Brand receiving category honours. The continued international recognition of these authors underscores the global relevance and impact of Caribbean literature. Through its ongoing support of the Prize, OCM contributes to strengthening the region's cultural industries, creating opportunities for writers and promoting the Caribbean's literary heritage on the world stage.



Overall winner of the 2025 OCM Bocas Prize Myriam J.A. Chancy (centre) being congratulated by Bocas Lit Fest Founder and President Marina Salandy-Brown (left) and OCM CEO Dawn Thomas (right)



From left- Douglas Wilson, General Manager of The Express Newspaper, Dawn Thomas, CEO of OCM, Rashmi Ramsumair, Executive Assistant to the CEO and Keenan Martinez, Manager of Group Technology, CCN



MEDIA PARTNER FOR SHINE

(Trinidad and Tobago)

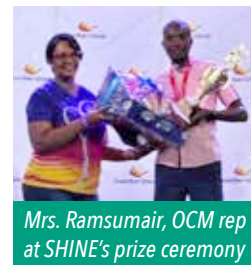
Securing Hope for Those in Need



As the long-standing media partner for Guardian Group's SHINE Charity Walk and Run, OCM plays a key role in increasing awareness and encouraging national participation in this important fundraising initiative. SHINE is dedicated to raising funds for children's charities across Trinidad and Tobago, supporting programmes that provide care, protection and opportunity for vulnerable youth. Through its media reach, OCM helps to promote the initiative, engage the public and strengthen support for the cause. In 2025, the Express Children's Fund was among the beneficiaries of SHINE, receiving funding to support its ongoing programmes for children and families. This partnership reflects OCM's continued commitment to collaborating with purpose-driven organisations to create positive and lasting impact within the communities it serves.



TV6 Media Personalities and Staff of The Express Newspapers



Mrs. Ramsumair, OCM rep at SHINE's prize ceremony



Staff participation across the OCM Group

LEADERSHIP AND ACCOUNTABILITY

One Caribbean Media Limited is committed to the maintenance of strong corporate governance practices that allocate rights and responsibilities among the Company's shareholders, Board of Directors and management in a manner that enhances shareholder value. Accordingly, our corporate governance practices are designed not just to satisfy regulatory requirements, but to provide for the effective oversight and management of the Company.

OUR BOARD OF DIRECTORS



Mr. Faarees Hosein
CHAIRMAN

An Attorney-at-Law, Mr. Faarees Hosein obtained his LLB at Dundee University, Scotland and was called to the Bar of England and Wales at Lincoln's Inn. He has been in private civil law practice since 1988 in Trinidad and Tobago and was called to the Bars of Barbados in 1991 and Grenada in 1997. Mr. Hosein is also the Chairman of Caribbean Communications Network Limited, a wholly owned subsidiary of One Caribbean Media Limited.



Mrs. Dawn Thomas
GROUP CHIEF EXECUTIVE OFFICER

Mrs. Dawn Thomas is the Group Chief Executive Officer of One Caribbean Media Limited (OCM). Prior to this role, she served for four years as Group CEO of Caribbean Communications Network Limited (CCN), a subsidiary of the OCM Group. Before joining OCM, Mrs. Thomas spent 15 years with the Massy Group, where she held several leadership positions, including CEO of Tracmac Engineering Limited. During her tenure, she gained extensive experience across the energy, construction, agricultural, industrial, and marine sectors. She also served as a Director on the boards of Massy Energy, Associated Brands Ltd. (Guyana), and Massy Finance.

Mrs. Thomas is the past Vice Chairman of the International Press Institute, headquartered in Vienna, Austria. She currently serves on the Board of Directors of OCM and the Caribbean Media Corporation (CMC) in Barbados. Additionally, she is a Director at RBC Merchant Bank (Caribbean) Limited and RBC Royal Bank (Trinidad and Tobago) Limited. She holds a Bachelor of Science (Hons) in Industrial Engineering from the University of the West Indies (UWI) and has completed an Executive Development Programme at the University of Western Ontario.



Dr. Grenville Phillips CBE, JP. DIRECTOR

Dr. Grenville Phillips was a Principal of the Barbados and Eastern Caribbean accounting firm of Coopers & Lybrand and Managing Director of its corporate services division - Colybrand Company Services Limited. He retired on the merger of the international firms of Coopers & Lybrand and Price Waterhouse and now practices as a Corporate and Financial consultant. He is also a licensed trustee under the Bankruptcy & Insolvency regime of Barbados. Dr. Phillips public service includes the Chairmanship of the Barbados National Bank (BNB) for approximately seven years concluding his tenure in 2003. He subsequently served on the board of CIBC

Caribbean Bank (Barbados) Limited for an extended period of time. He was also a Director of the Barbados Stock Exchange from its inception until 2016, the last seven years of which as Chairman of its Board of Directors.

Dr. Phillips gained his Doctorate in Business Administration from Bradford University (UK) in 2004 and also holds professional qualifications at the fellowship level in Chartered Secretaryship, Governance, Accounting and Banking. He is the author of two professional books, namely "The Administration and Conduct of Corporate Meetings", and "Venture Capital & SME Financing in Less Developed Countries and Small Island States". He is a Justice of the Peace and was awarded the CBE in the Queen's New Year honours in 2000 for his contribution to accountancy and public service in Barbados.



Mr. Peter G. Symmonds S.C DIRECTOR

Mr. Peter G. Symmonds S.C. is an Attorney-at-Law who has been in private practice for forty three years. He is the holder of a Bachelor of Laws (LLB) from the University of the West Indies and a Masters of Laws (LLM) from the University of London and is also a Justice of the Peace in Barbados.

Mr. Symmonds previously served as a Director of Interim Investment Ltd formerly Rum Refinery of Mount Gay Limited, a privately held company, and is a Trustee of The Maria Holder Memorial Trust, and The Brewster Trust, Registered Barbados Charities. He was a Board Member of

BS&T for six years prior to its acquisition by Massy Holdings Limited, and former Board Member of Republic Bank (Barbados) Limited for fourteen years and Massy United Insurance Limited for over 10 years.



Mr. Gregory Thomson DIRECTOR

Mr. Gregory Thomson is a retired banker with over forty years experience in Banking, Investments and Finance. He was the Deputy Managing Director of Republic Bank Limited prior to his retirement in 2012.

Mr. Thomson holds a BSc. in Mathematics and Physics from The University of the West Indies and a MBA from The University of Western Ontario, Canada. He is presently on the Board of Republic Bank Limited.



Mrs. Renee-Ann Kowlessar

DIRECTOR

Mrs. Renee-Ann Kowlessar's experience spans many years in public accounting in Toronto and Barbados, and in finance and management in both the onshore and offshore banking sectors in Barbados. She holds a Bachelor of Commerce Degree in Accounting from McGill University in Montreal Canada, a Chartered Accountant designation from the Institute of Chartered Accountants of Ontario and is also a Fellow of the Institute of Chartered Accountants of Barbados.

Mrs. Kowlessar has completed the Chartered Governance Institute of Canada – Director Education and Accreditation Program.

She has served as a Director of Goddard Enterprises Limited and Director and Audit Committee Chair of First Citizens Bank (Barbados) Limited. She currently serves on a number of Boards in the financial services sector, as well as sits as a Trustee of The Cherry Tree Trust, a charitable organization in Barbados.



Mr. Douglas Wilson

EXECUTIVE DIRECTOR / GENERAL MANAGER, TRINIDAD EXPRESS NEWSPAPERS

Mr. Douglas Wilson who joined the Trinidad Express Newspapers in 2014 has over twenty years' experience in the newspaper industry. In his early professional career, he held positions in ICT, focused on business software development with a consulting firm, in banking and with a government statutory body, prior to joining the newspaper industry, and at which point shifted into Operations Management.

Mr. Wilson is the holder of BSc. Mathematics and Computer Science from the University of the West

Indies, a MBA from UWI Institute of Business and an advanced diploma in Accounting and Finance. Within the Group he presently serves on the Boards of The Nation Publishing Company Limited and One Caribbean Flexipac Industries and Solutions Limited. He also previously served as a Director of ANSA Polymer Limited.



Mr. Noel Wood

EXECUTIVE DIRECTOR / CHIEF EXECUTIVE OFFICER THE NATION CORPORATION

Mr. Noel Wood is currently the Chief Executive Officer (CEO) of The Nation Corporation, the Barbadian subsidiary of the OCM Group. Prior to his taking up the position of CEO, he served for thirteen years as the Group Financial Controller/ Chief Operating Officer.

Mr. Wood is an experienced leader, finance professional and chartered accountant with a strong record of financial management and strategy implementation. He is a Fellow of the Institute of Chartered Accountants of Barbados (ICAB) and holds a MBA in Finance from City

University, London. He is a Director on the Boards of The Nation Corporation, The Nation Publishing Co. Limited, Starcom Network Inc., Innogen Technologies Inc. and SVG Publishers Inc. During his tenure, he completed several developmental and training programmes including the Business Executive Program at Ivey Business School, Western University, Canada and has played a pivotal role in several projects that has driven the success of the Nation Group.

STANDING COMMITTEES OF THE BOARD OF DIRECTORS

OCM maintains the following standing committees of the Board of Directors:

GOVERNANCE COMMITTEE

The primary purpose of the Governance Committee is to ensure that the Company's policies and practices conform to statutory requirements and best practice. The Committee also oversees compensation and recruitment of senior executives.

Name	Position	Present	Excused
Mr. Peter Symmonds S.C.	Chairman	2	0
Dr. Grenville Phillips	Member	2	0
Mr. Faarees Hosein	Ex Officio Member	2	0
Mrs. Dawn Thomas	Ex Officio Member	2	0
No meetings were held in 2025 - 2			

STRATEGIC INVESTMENT COMMITTEE

The primary purpose of the Strategic Investment Committee is to review investment opportunities.

Name	Position
Dr. Grenville Phillips	Chairman
Mr. Gregory Thomson	Member
Mr. Douglas Wilson	Member
Mrs. Dawn Thomas	Ex Officio Member
Mr. Michael Carballo	Former Member
No meetings were held in 2025	

AUDIT COMMITTEE

The primary purpose of the Audit Committee is to provide oversight on the integrity of the Company's financial reporting and the internal audit function.

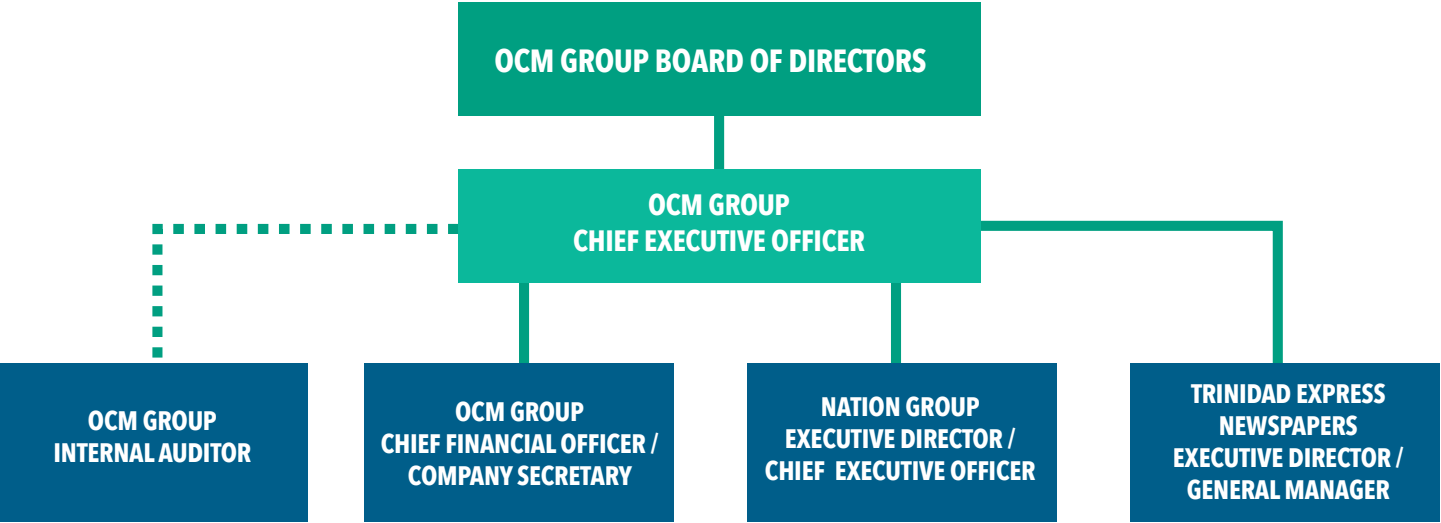
Name	Position	Present	Excused
Mr. Gregory Thomson	Chairman	1	0
Mrs. Renee-Ann Kowlessar	Member	3	0
Mr. Peter Symmondsr	Member	1	2
Mr. Michael Carballo	Former Chairman	2	0
No. of meetings held in 2025 - 3			

BOARD MEETINGS

The following table indicates the number of Board Meetings held and attendance of Directors during the year:

Name	Position	Present	Excused
Mr. Faarees Hosein	Chairman	5	0
Mrs. Dawn Thomas	Director / Group Chief Executive Officer	5	0
Mrs. Renee-Ann Kowlessar	Director	5	0
Dr. Grenville Phillips	Director	5	0
Mr. Peter Symmonds	Director	4	1
Mr. Gregory Thomson	Director	5	0
Mr. Douglas Wilson	Director	5	0
Mr. Noel Wood	Director	4	1
Mr. Michael Carballo	Former Director	2	0
No. of meetings held in 2025 - 5			

ORGANISATIONAL CHART



OUR EXECUTIVE TEAM



Mrs. Dawn Thomas
GROUP CHIEF EXECUTIVE OFFICER,
ONE CARIBBEAN MEDIA LTD



Mr. Douglas Wilson
EXECUTIVE DIRECTOR /
GENERAL MANAGER,
TRINIDAD EXPRESS NEWSPAPERS



Mr. Noel Wood
EXECUTIVE DIRECTOR /
CHIEF EXECUTIVE OFFICER
THE NATION CORPORATION



Ms. Karlene Ng Tang

CHIEF FINANCIAL OFFICER / COMPANY SECRETARY

Ms. Karlene Ng Tang joined Caribbean Communications Network Limited (CCN Group) in 1998 as the Group Financial Accountant and assumed the role of Group Financial Controller from 2009 to 2017. In 2017 she was appointed to the position of Chief Financial Officer and Company Secretary of One Caribbean Media Limited. Ms. Ng Tang is a Fellow of the Association of Chartered Certified Accountants (FCCA) and holds a MBA with a Specialism in Finance (Distinction) from the Heriot Watt University, Edinburgh, United Kingdom. She has over

twenty-eight years experience in the media industry, including fourteen years in executive management. Her experience includes audit financial accounting, risk management, budgeting, treasury management and related activities. Ms. Ng Tang serves as a Director on the Board of The Express Children's Fund.



Mrs. Miriam Wilson-Edwards

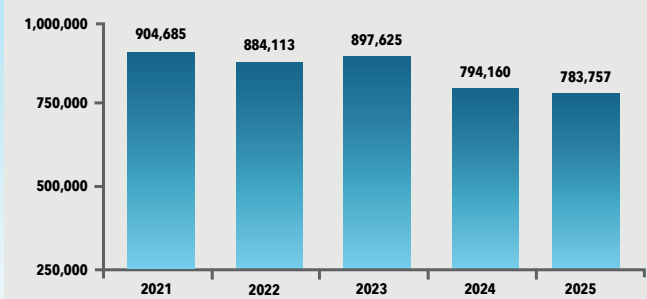
GROUP INTERNAL AUDITOR, ONE CARIBBEAN MEDIA LTD

Mrs. Miriam Wilson-Edwards joined the Group in 2019 with over twenty years' experience in the field of internal auditing. She spent over twelve years heading the Internal Audit Department of a Property Development Company and several years conducting audit engagements in various sectors for a conglomerate with subsidiaries spanning the Caribbean. She also served the Institute of Internal Auditors (IIA) Trinidad and Tobago as an Executive, Governor and Chairman of the Board; and is a Volunteer Instructor for the IIA Inc. USA.

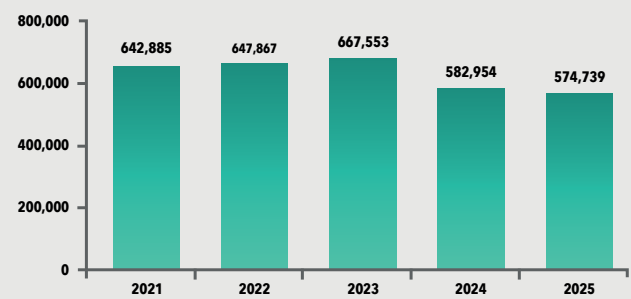
Mrs. Wilson-Edwards holds a BSc. (Hons) in Economics/Finance, is a Fellow of the Association of Chartered Certified Accountants (FCCA), a Certified Internal Auditor (CIA); holds Certification in Risk Management Assurance (CRMA) and a MBA with Distinction from the Anglia Ruskin University, UK. She is also an Associate member of the Association of Certified Fraud Examiners.

GRAPHS

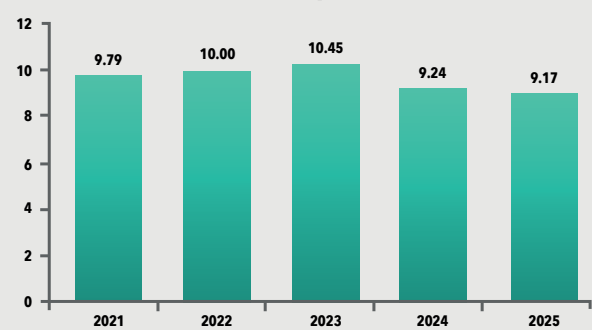
Total Assets (\$'000)



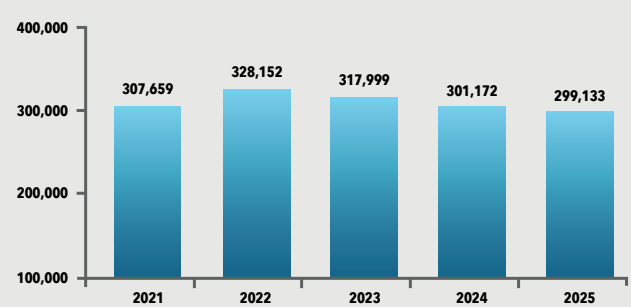
Share capital and reserves (\$'000)



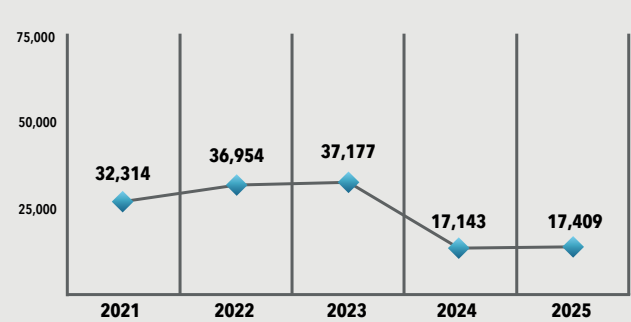
Net Assets per share



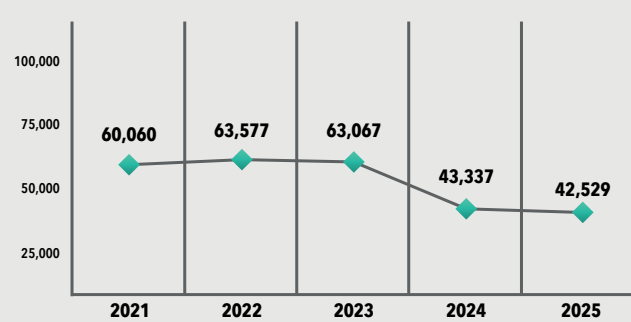
Revenue (\$'000)



Profit before impairment and tax (\$'000)



EBITDA (\$'000)



DIRECTORS' REPORT

The Directors take pleasure in submitting the Report and Audited Consolidated Financial Statements for the year ended 31 December 2025.

Financial Results

	2025 \$'000	2024 \$'000
Profit before tax	17,409	17,143
Impairment losses on other assets	(996)	(76,062)
Profit before impairment and tax	16,413	(58,919)
Taxation	(9,354)	(2,852)
Profit / (loss) for the year	7,059	(61,771)
Other comprehensive income	(4,017)	(6,169)
	3,042	(67,940)
Total comprehensive income attributable to:		
- Non-controlling interests	3,369	3,092
- Owners of the parent	(327)	(71,032)
	3,042	(67,940)
Earnings per share basic	\$0.06	\$(1.02)
Earnings per share fully diluted	\$0.06	\$(0.98)

A final dividend of 4 cents was declared by the Board of Directors in respect of the year ended 31 December 2025. The total declared dividends for 2025 is 6 cents (2024 - 10 cents).

Notes:

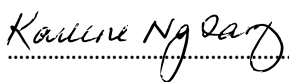
(a) Directors

1. In accordance with the By Laws, Mr. Faarees Hosein retires by rotation and being eligible offers himself for re-election for a term not later than the close of the third Annual Meeting of the shareholders following this re-election.
2. In accordance with the By Laws, Mr. Peter Symmonds retires by rotation and being eligible offers himself for re-election for a term not later than the close of the third Annual Meeting of the shareholders following this re-election.
3. In accordance with the By Laws, Mrs. Renee-Ann Kowlessar retires by rotation and being eligible offers herself for re-election for a term not later than the close of the third Annual Meeting of the shareholders following this re-election.
4. In accordance with the By Laws, Dr. Grenville Phillips retires by rotation and being over seventy-five (75) years of age offers himself for re-election for a term not later than the close of the first Annual Meeting of the shareholders following this re-election.

(b) Auditors

The Auditors, BDO, retire and being eligible offer themselves for re-appointment.

By Order of the Board



Karlene Ng Tang
Company Secretary

DIRECTORS' AND SENIOR OFFICERS' INTERESTS AND MAJOR SHAREHOLDERS

DIRECTORS

The interests of the Directors holding office as at 31 December 2025 in the ordinary shares of the Company were as follows :

	Direct Interest	Connected Persons
Faarees Hosein	-	-
Renee-Ann Kowlessar	900	5,826,064
Grenville Phillips	10,000	2,050,000
Peter Symmonds	5,000	-
Dawn Thomas	2,000	40,000
Gregory Thomson	-	-
Douglas Wilson	-	-
Noel Wood	92,007	-

There were no beneficial interests attached to any shares registered in the names of Directors in the Company's subsidiaries, such shares being held by the Directors and nominees of the Company or its subsidiaries. At no time during or at the end of the financial year did any Director have any material interest in any contract or arrangement in relation to the business of the Company or any of its subsidiaries.

SENIOR OFFICERS

The interests of the senior officers holding office as at 31 December 2025 in the ordinary shares of the Company were as follows:

	Direct Interest	Connected Persons
Karlene Ng Tang	-	-
Dawn Thomas	2,000	40,000
Douglas Wilson	-	-
Noel Wood	92,007	-

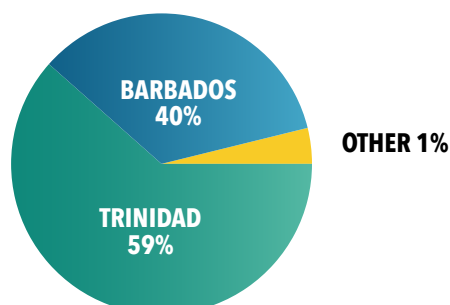
SUBSTANTIAL INTERESTS/LARGEST SHAREHOLDERS

The ten (10) largest shareholders in the Company as at 31 December 2025 were as follows:

NATIONAL INVESTMENT FUND HOLDING COMPANY LIMITED	15,285,917
REBYN LIMITED	5,826,064
CCN GROUP EMPLOYEES SHARE OWNERSHIP PLAN	4,627,286
ABK INVESTMENTS INC.	2,361,000
REPUBLIC BANK LIMITED	2,329,900
BRENTWOOD CORPORATION	2,050,000
H H INVESTMENTS LIMITED	1,941,398
ATHLYN INVESTMENTS LIMITED	1,658,775
DR. ST. ELMO THOMPSON	1,615,572
NATIONAL INSURANCE BOARD (BARBADOS)	1,502,247

SHAREHOLDERS' DISTRIBUTION

Other includes Canada, Cayman Islands, Grenada, Guyana, Jamaica, St. Vincent, United Kingdom and United States of America.





ONE CARIBBEAN MEDIA LIMITED

CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

One Caribbean Media Limited

Statement of Management's Responsibilities

Management is responsible for the following:

- Preparing and fairly presenting the accompanying consolidated financial statements of One Caribbean Media Limited and its subsidiaries (the "Group") which comprise the consolidated statement of financial position as at December 31, 2025, and the consolidated statements of profit or loss, comprehensive income, changes in equity and cash flows for the year then ended, and material accounting policy information;
- Ensuring that the Group keeps proper accounting records;
- Selecting appropriate accounting policies and applying them in a consistent manner;
- Implementing, monitoring and evaluating the system of internal control that assures the security of the Group's assets, detection/prevention of fraud, and the achievement of Group operational efficiencies;
- Ensuring that the system of internal control operated effectively during the reporting period;
- Producing reliable financial reporting that complies with laws and regulations, including the Companies Act; and
- Using reasonable and prudent judgement in the determination of estimates.

In preparing these consolidated financial statements, management utilised the IFRS Accounting Standards as issued by the International Accounting Standards Board ("IFRS Accounting Standards") and adopted by the Institute of Chartered Accountants of Trinidad and Tobago. Where IFRS Accounting Standards presented alternative accounting treatments, management chose those considered most appropriate in the circumstances.

Nothing has come to the attention of management to indicate that the Group will not remain a going concern for the next twelve months from the reporting date; or up to the date the accompanying consolidated financial statements have been authorised for issue, if later. Management affirms that it has carried out its responsibilities as outlined above.



Chief Executive Officer
April 9, 2026



Chief Financial Officer
April 9, 2026



Independent Auditor's Report

To the Shareholders of
One Caribbean Media Limited

Opinion

We have audited the consolidated financial statements of One Caribbean Media Limited and its subsidiaries (the "Group") which comprise the consolidated statement of financial position as at December 31, 2025, and the consolidated statements of profit or loss, comprehensive income, changes in equity and cash flows for the year then ended, and the accompanying notes to the consolidated financial statements, including material accounting policy information.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the financial position of the Group as at December 31, 2025, and of its financial performance and its cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board ("IFRS Accounting Standards").

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing ("ISAs"). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants ("IESBA Code") and we have fulfilled our ethical responsibilities in accordance with the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

We have determined that there are no key audit matters to communicate in our report.

Other Information

Management is responsible for the other information. The other information comprises the annual report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRS Accounting Standards, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group's financial reporting process.

Independent Auditor's Report (continued)

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements. As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional scepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

The engagement partner on the audit resulting in this independent auditor's report is Riaz Ali.



April 9, 2026

Port of Spain,
Trinidad and Tobago

Consolidated Statement of Financial Position

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

	Notes	2025 \$'000	2024 \$'000
Assets			
Non-current Assets			
Investment properties	6	85,285	82,031
Property, plant and equipment	7	359,436	374,733
Right-of-use assets	8	1,185	1,945
Intangible assets	9	24,078	25,980
Investments in associates and joint venture	10	2,489	2,373
Financial assets			
- Fair value through other comprehensive income	11	1,085	2,423
- At amortised cost	11	13,411	13,466
Retirement benefit asset	12	54,286	60,067
Loans and other receivables	13	5,794	6,519
Deferred programming	16	743	498
Deferred income tax asset	17	29,285	28,698
		577,077	598,733
Current Assets			
Inventories	18	26,673	26,118
Loans and other receivables	13	515	342
Trade receivables	14	69,003	70,322
Sundry debtors and prepayments	15	18,814	20,183
Deferred programming	16	-	4,590
Taxes recoverable		11,746	10,666
Due from related parties	2	17,974	20,862
Term deposits	19	15,652	13,710
Cash and cash equivalents (excluding bank overdrafts)	19, 24	25,064	28,634
		185,441	195,427
Assets held for sale	7(f)	21,239	-
		206,680	195,427
Total Assets		783,757	794,160

See accompanying notes to the consolidated financial statements.

Consolidated Statement of Financial Position (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

	Notes	2025 \$'000	2024 \$'000
Equity and Liabilities			
Capital and Reserves			
Share capital	20	390,916	390,916
Other reserves	21	36,629	36,775
Retained earnings		147,194	155,263
		574,739	582,954
Non-controlling interests	22	37,863	34,478
Unallocated shares held by ESOP	23	(2,889)	(3,083)
Total Equity		609,713	614,349
Non-current Liabilities			
Borrowings	24	42,237	47,825
Lease liabilities	8, 24	875	1,374
Deferred income tax liabilities	17	58,979	55,349
		102,091	104,548
Current Liabilities			
Trade payables		17,380	25,413
Sundry creditors and accruals		23,772	24,252
Provisions for liabilities and other charges	25	8,409	5,583
Borrowings	24	19,988	17,035
Lease liabilities	8, 24	547	877
Taxation payable		1,857	2,103
		71,953	75,263
Total Liabilities		174,044	179,811
Total Equity and Liabilities		783,757	794,160

See accompanying notes to the consolidated financial statements.

On April 7, 2026, the Board of Directors of One Caribbean Media Limited authorized these consolidated financial statements for issue.

Director



Director



Consolidated Statement of Profit or Loss

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

	Notes	2025 \$'000	2024 \$'000
Revenue	5	299,133	301,172
Cost of providing services	26	(219,446)	(220,552)
Gross profit		79,687	80,620
Administrative expenses	26	(55,411)	(55,826)
Marketing expenses	26	(1,992)	(2,632)
Operating profit		22,284	22,162
Net losses on financial assets		(493)	(1,370)
Dividend income		125	155
Interest income		989	1,076
Finance costs		(5,648)	(4,966)
Share of profit of associates and joint venture	10	152	86
Profit before impairment and tax		17,409	17,143
Impairment losses on other assets	11,10	(996)	(76,062)
Profit / (loss) before tax		16,413	(58,919)
Taxation	17	(9,354)	(2,852)
Profit / (loss) for the year		7,059	(61,771)
Attributable to:			
- Non-controlling interests		3,369	3,092
- Owners of the parent		3,690	(64,863)
		7,059	(61,771)
Earnings / (loss) per share basic	28	\$ 0.06	\$(1.02)
Earnings / (loss) per share fully diluted	28	\$ 0.06	\$(0.98)

See accompanying notes to the consolidated financial statements.

Consolidated Statement of Comprehensive Income

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

		2025 \$'000	2024 \$'000
Profit / (loss) for the year		7,059	(61,771)
Other comprehensive income:			
<i>Items that will not be reclassified to profit or loss:</i>			
Remeasurement of net retirement benefit asset	12	(6,006)	(7,860)
Deferred taxation	17	1,810	1,886
		(4,196)	(5,974)
<i>Items that may be subsequently reclassified to profit or loss:</i>			
Currency translation differences	21	(38)	(242)
Gain on disposal of financial assets	11,21	217	47
		179	(195)
Other comprehensive loss the year		(4,017)	(6,169)
Total comprehensive income / (loss) for the year		3,042	(67,940)
Attributable to:			
- Non-controlling interests	22	3,369	3,092
- Owners of the parent		(327)	(71,032)
		3,042	(67,940)

See accompanying notes to the consolidated financial statements.

Consolidated Statement of Changes in Equity

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

	Notes	Share Capital \$'000	Other Reserves \$'000	Retained Earnings \$'000	Total \$'000	Non- controlling Interests \$'000	Unallocated shares held by ESOP \$'000	Total Equity \$'000
Balance at December 31, 2023		390,916	37,283	239,354	667,553	32,872	(5,492)	694,933
(Loss) / profit for the year		-	-	(64,863)	(64,863)	3,092	-	(61,771)
Other comprehensive loss for the year		-	(195)	(5,974)	(6,169)	-	-	(6,169)
Total comprehensive (loss) / income for the year		-	(195)	(70,837)	(71,032)	3,092	-	(67,940)
Depreciation transfer	21	-	(313)	313	-	-	-	-
Transactions with owners								
Investment in subsidiary		-	-	-	-	(1,500)	-	(1,500)
Allocation of ESOP shares	23	-	-	218	218	-	2,507	2,725
Repurchase of ESOP shares	23	-	-	-	-	-	(98)	(98)
Dividends to equity holders		-	-	(13,785)	(13,785)	14	-	(13,771)
		-	-	(13,567)	(13,567)	(1,486)	2,409	(12,644)
Balance at December 31, 2024		390,916	36,775	155,263	582,954	34,478	(3,083)	614,349
Profit for the year		-	-	3,690	3,690	3,369	-	7,059
Other comprehensive income / (loss) for the year		-	179	(4,196)	(4,017)	-	-	(4,017)
Total comprehensive income / (loss) for the year		-	179	(506)	(327)	3,369	-	3,042
Depreciation transfer	21	-	(325)	325	-	-	-	-
Transactions with owners								
Allocation of ESOP shares	23	-	-	7	7	-	374	381
Repurchase of ESOP shares	23	-	-	-	-	-	(180)	(180)
Dividends to equity holders		-	-	(7,895)	(7,895)	16	-	(7,879)
		-	-	(7,888)	(7,888)	16	194	(7,678)
Balance at December 31, 2025		390,916	36,629	147,194	574,739	37,863	(2,889)	609,713

See accompanying notes to the consolidated financial statements.

Consolidated Statement of Cash Flows

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

	Notes	2025 \$'000	2024 \$'000
Cash flows from operating activities			
Profit / (loss) before tax		16,413	(58,919)
Adjustments for:			
Depreciation	6,7,8	20,073	18,679
Amortisation	9	700	3,482
Interest income		(989)	(1,076)
Finance costs		5,648	4,966
Dividend income		(125)	(155)
Impairment losses on other assets	11,10	996	76,062
Gain on disposal of property, plant and equipment		(55)	(20)
Share of profit of associates and joint venture	10	(152)	(86)
Profit on disposal of financial assets		(179)	(180)
Allocation of ESOP shares		381	2,725
Repurchase of ESOP shares	23	(180)	(98)
Net change in retirement benefit asset		(225)	(3,168)
Net change in operating assets and liabilities	29	2,152	15,135
		44,458	57,347
Interest paid		(4,347)	(4,033)
Taxation refunds		300	3,730
Taxation payments		(6,093)	(5,867)
Net cash generated from operating activities		34,318	51,177
Cash flows from investing activities			
Purchase of property, plant and equipment	7	(25,231)	(23,715)
Purchase of investment property	6	(3,283)	(84)
Investment in subsidiary		-	(1,650)
Proceeds from disposal of financial assets		793	(10)
Interest received		989	1,076
Dividends received		125	155
Proceeds from disposal of property, plant and equipment		60	20
Net cash used in investing activities		(26,547)	(24,208)
Cash flows from financing activities			
Loan proceeds		6,759	426
Repayment of borrowings		(10,904)	(9,872)
Lease payments	8	(829)	(790)
Dividends paid		(7,879)	(13,771)
Net cash used in financing activities		(12,853)	(24,007)
Net (decrease) / increase in cash and cash equivalents		(5,082)	2,962
Cash and cash equivalents			
At beginning of year		21,215	18,253
At end of year		16,133	21,215

See accompanying notes to the consolidated financial statements.

Notes to the Consolidated Financial Statements

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

1. Incorporation and principal activities

One Caribbean Media Limited (the "Company") and its subsidiaries (together the "Group") are engaged primarily in media services, technology and broadband services, wholesale distribution, property management and the sale of other goods and services throughout the Caribbean region. The Group has locations in Trinidad and Tobago, Barbados and the Eastern Caribbean. The Company is incorporated in the Republic of Trinidad and Tobago and its registered office is Express House, 35-37 Independence Square, Port of Spain.

The Company has listings on the Trinidad and Tobago Stock Exchange and the Barbados Stock Exchange.

2. Related party transactions and balances

(i) Transactions carried out with related parties:

	2025 \$'000	2024 \$'000
Juris Chambers		
<i>Legal fees</i>	131	164
Employee benefit obligation		
<i>Pension contributions</i>	1,841	2,459

(ii) Key management compensation

Directors' fees	852	843
Other management salaries and short-term employee benefits	8,112	8,425
Employee Share Ownership Plan	381	2,725

(iii) Due from related parties shown in the consolidated statement of financial position:

Cumberland Communications Limited	1,339	1,331
Novo Technology Inc.	-	1,770
Novo Media Limited	12,335	14,035
Green Dot Limited	4,300	3,726
	17,974	20,862

These receivables are unsecured and payable on demand.

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

2. Related party transactions and balances (continued)

(iv) Substantial interests

A substantial interest means one-tenth or more of the issued share capital of the Company.

The National Investment Fund Holding Company Limited (NIFTT) owns 15,285,917 shares or 23% of the issued share capital of the Company.

(v) Subsidiaries:

	Country of incorporation	Ownership interest held by the Group		Ownership interest held by non-controlling interests		Principal activities
		2025 %	2024 %	2025 %	2024 %	
Basic Space Limited	Trinidad and Tobago	100%	100%	0%	0%	Investment property
Caribbean Communications Company Limited	Montserrat	100%	100%	0%	0%	Media services
Caribbean Communications Network Limited	Trinidad and Tobago	100%	100%	0%	0%	Media services
Donald Dunne Holdings Limited	Trinidad and Tobago	100%	100%	0%	0%	Investment property
Green Dot Limited	Trinidad and Tobago	51%	51%	49%	49%	Broadband services
Grenada Broadcasting Network Limited	Grenada	84%	84%	16%	16%	Media services
Novo Media Limited	Trinidad and Tobago	76%	76%	24%	24%	Software development
One Caribbean Flexipac Industries and Solutions Limited	Trinidad and Tobago	67%	67%	33%	33%	Flexographic printing
The Nation Corporation	Barbados	100%	100%	0%	0%	Media services
VL Limited	Trinidad and Tobago	100%	100%	0%	0%	Wholesale distribution

Only direct and active subsidiaries are listed.

See Note 22 for details of non-controlling interests.

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

2. Related party transactions and balances (continued)

Accounting policies

(a) Consolidation

Subsidiaries are all entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

The Group applies the acquisition method to account for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred by the acquirer to the former owners of the acquiree and the equity interests issued by the Group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. The Group recognises any non-controlling interest in the acquiree on an acquisition by acquisition basis, either at fair value or at the non-controlling interest's proportionate share of the recognised amounts of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred.

If the business combination is achieved in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquiree is re-measured to fair value at the acquisition date; any gains or losses arising from such re-measurement are recognised in profit or loss.

Any contingent consideration to be transferred by the Group is recognised at fair value at the acquisition date.

Subsequent changes to the fair value of the contingent consideration that is deemed to be an asset or liability is recognised in accordance with IFRS 9 either in profit or loss or as a change to other comprehensive income. Contingent consideration that is classified as equity is not re-measured, and its subsequent settlement is accounted for within equity.

The excess of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the identifiable net assets acquired is recorded as goodwill. If the total of consideration transferred, non-controlling interest recognised and previously held interest measured is less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference is recognised directly in the consolidated statement of profit or loss.

Inter-company transactions, balances, income and expenses and unrealised gains on transactions between Group companies are eliminated. Profits and losses resulting from intercompany transactions that are recognised in assets are also eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of impairment of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

(b) Changes in ownership interests in subsidiaries without change of control

Transactions with non-controlling interests that do not result in loss of control are accounted for as equity transactions – that is, as transactions with the owners in their capacity as owners. The difference between fair value of any consideration paid and the relevant share acquired of the carrying value of net assets of the subsidiary is recorded in equity. Gains or losses on disposals to non-controlling interests are also recorded in equity.

(c) Disposal of subsidiaries

When the Group ceases to have control, any retained interest in the entity is re-measured to its fair value at the date when control is lost, with the change in carrying amount recognised in profit or loss. The fair value is the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to profit or loss.

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

3. Critical estimates, judgements and errors

The preparation of financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgement in applying the Group's accounting policies.

This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be wrong. Detailed information about each of these estimates and judgements is included in the Notes referred to below together with information about the basis of calculation for each affected line item in the consolidated financial statements. In addition, this Note also explains where there have been actual adjustments this year as a result of changes to previous estimates.

The areas involving significant estimates or judgements are:

- Estimation of fair values of investment properties – Note 6
- Impairment assessment of goodwill – Note 9
- Estimation of the expected credit loss allowance – Notes 4, 11, 13, 14
- Estimation of retirement benefit asset – Note 12

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the entity and that are believed to be reasonable under the circumstances.

4. Financial risk management

4.1 Financial risk factors

The Group's activities expose it to a variety of financial risks: market risk (including foreign exchange risk, price risk and cash flow and fair value interest rate risk), credit risk and liquidity risk. The Group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's financial performance.

Risk management is carried out by management. Management evaluates and hedges financial risks in close co-operation with the Group's operating units. The Board provides written principles for overall risk management, as well as written policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk, use of financial instruments and investment of excess liquidity.

(a) Market risk

(i) Foreign exchange risk

The Group operates regionally and is exposed to foreign exchange risk arising from currency exposures, primarily with respect to the US dollar. Foreign exchange risk arises from future commercial transactions, recognised assets and liabilities. This is managed by ensuring that net exposure in foreign assets and liabilities is kept to an acceptable level by monitoring currency positions as well as timely settlement of foreign payables and holding foreign currency balances.

At December 31, 2025, a 1% movement in the exchange rate would impact the Group's consolidated statement of profit or loss by \$64,748 (2024 - \$94,636).

There have been no changes to the way the Group manages this exposure compared to the prior year.

(ii) Price risk

The Group is minimally exposed to equity securities price risk because of investments held by the Group and classified as FVOCI equities. Securities prices are monitored by management on a regular basis for any unusual fluctuations and the Group diversifies its portfolio to manage this risk. The Group is not exposed to commodity price risk.

The Group's listed securities are included on the Barbados Stock Exchange (BSE). If the prices on the BSE had increased or decreased by 5% with all other variables held constant, the fair value reserve within other reserves in equity would increase or decrease by \$92,996 (2024 - \$77,063).

There have been no changes to the way the Group manages this exposure compared to the prior year.

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

4. Financial risk management (continued)

4.1 Financial risk factors (continued)

(a) Market risk (continued)

(iii) Cash flow and fair value interest rate risk

As the Group has significant fixed-rate interest-bearing assets, it is subject to independent changes in market interest rates resulting in fair value interest rate risk. This fair value interest rate risk is managed through diversification in short-term financial instruments. The impact of a 1% change in market rates on the fair value of fixed-rate instruments is minimal.

The Group's main cash flow interest rate risk arises from long-term borrowings with varying rates. The Group has negotiated that accelerated repayments of long-term borrowings can be made without incurring penalties and additional interest.

At December 31, 2025, a 1% movement in the interest rate would impact the Group's consolidated statement of profit or loss by \$532,942 (2024 - \$574,402). There have been no changes to the way the Group manages this exposure compared to the prior year.

(b) Credit risk

Credit risk is the risk of default on financial assets that may arise from a counterparty failing to make payments or honour an obligation. Credit risk is managed on a Group basis. Credit risk arises from cash and cash equivalents and deposits with banks and financial institutions, debt securities, as well as credit exposures to customers, including outstanding receivables and committed transactions. The Group has no significant concentration of credit risk and trades mainly with recognised credit-worthy third parties.

Business is conducted with only reputable financial institutions. Customers trading on credit terms are subject to credit verification procedures and credit limits are defined for each customer. The approval process is undertaken on an individual basis before management provides credit to customers.

There have been no changes to the way the Group manages this exposure compared to the prior year.

The maximum credit risk exposure is as follows:

	2025		2024	
	\$'000	%	\$'000	%
Financial assets - FVOCI	1,085	1%	2,423	1%
Financial assets - amortised cost	13,411	8%	13,466	8%
Loans and other receivables (current and non-current)	6,309	4%	6,861	4%
Trade receivables	69,003	41%	70,322	40%
Sundry debtors and prepayments	18,814	11%	20,183	11%
Due from related parties	17,974	11%	20,862	12%
Term deposits	15,652	9%	13,710	8%
Cash and cash equivalents	25,064	15%	28,634	16%
	167,312	100%	176,461	100%

Term deposits and cash are held with reputable financial institutions. There is no formal credit rating policy for the quality of assets held as at the consolidated statement of financial position date. See Notes 13 and 14 for the credit quality of loans and other receivables and trade receivables and impairment.

Collateral is not held for any balances exposed to credit risk, with the exception of loans and receivables that are backed by the product provided to the customer that was financed.

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

4. Financial risk management (continued)

4.1 Financial risk factors (continued)

(b) Credit risk (continued)

The Group recognises a provision for losses for assets subject to credit risk using the expected credit loss model.

The Group uses two approaches in arriving at expected losses:

- The simplified approach for trade receivables
- The general approach for all other financial assets

The simplified approach

The Group applies the IFRS 9 simplified approach to measuring expected credit losses which use a lifetime expected loss allowance for trade receivables. To measure the lifetime loss allowance, the Group first considers whether any individual customer accounts require specific provisions. Loss rates are then assigned to these accounts based on an internal risk rating system considering various qualitative and quantitative factors.

The expected loss rates for non-specific accounts are based on the payment profiles of sales over a period 36 to 48 months based on the nature of business activity before January 1, 2025, and the corresponding historical credit losses experienced within this period. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables.

The general approach

Under the general approach, the Group considers the probability of default upon initial recognition of the asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period.

To assess whether there is a significant increase in credit risk, the Group compares the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forward-looking information, including the following:

- External credit ratings for bonds (as far as available). Where such ratings are not available, the Group applies certain assumptions and derives an equivalent rating for the respective securities.
- Significant changes in the expected performance and behaviour of the borrower, including changes in the payment status of borrowers in the Group and changes in the operating results of the borrower.

Regardless of the analysis above, a significant increase in credit risk is presumed:

- If a debtor is more than 30 days past due in making a contractual payment.
- If the bond issuer's credit rating has been downgraded from investment grade to non-investment grade.

A default on a financial asset occurs in the following circumstances:

- When the issuer of a bond has missed a payment of principal or interest or has announced its intention to suspend payments on part or all of its financial obligations, or
- For all other financial assets, when the counterparty fails to make contractual payments within 90 days of when they fall due.

Exposure at default (EAD) for loans

The exposure at default for loans is an estimate of the exposure at a future default date, taking into account expected changes in the exposure after the reporting date. A customer's account is considered to be in default after the expiration of 90 days.

Loss given default (LGD) for loans

Upon default of loans to customers, the collateral value of the renewable energy systems and any decommissioning costs are deducted from the balance owed to determine the true liable loss. The collateral values are based on the agreed prices for the components (panels, inverters and racking) and are linked to the prices that the Group would incur to purchase them. The rates are competitive in the market.

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

4. Financial risk management (continued)

4.1 Financial risk factors (continued)

(b) Credit risk (continued)

Summary of ECL calculations

a. The simplified approach (trade receivables)

The following is a summary of the ECL on trade receivables from a combination of specific and general provisions:

Aging	2025			2024		
	Average ECL Rate	Estimated EAD	Expected credit loss	Average ECL Rate	Estimated EAD	Expected credit loss
	%	\$'000	\$'000	%	\$'000	\$'000
Current (0 - 30 days)	2.9%	19,163	547	3.3%	26,216	859
31 - 60 days	3.3%	13,033	428	6.1%	10,250	628
61 - 90 days	5.3%	6,257	330	14.3%	5,041	719
91 - 365 days	18.6%	10,063	1,876	20.0%	12,082	2,411
Over 365 days	42.1%	40,899	17,231	50.4%	43,055	21,705
	22.8%	89,415	20,412	27.2%	96,644	26,322

The movement in the provision for expected credit losses for trade receivables is as follows:

	2025	2024
	\$'000	\$'000
Balance at January 1	26,322	29,188
Increase in loss allowance recognised in profit or loss	493	1,370
Bad debts written off	(6,403)	(4,236)
Balance at December 31 (Note 14)	20,412	26,322

Trade receivables are written off where there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include, amongst others, the failure of a debtor to engage in the repayment plan with the Group, and a failure to make contractual payments for a period of greater than 90 days past due.

Impairment losses on trade receivables are presented as net impairment losses within operating profit. Subsequent recoveries of amounts previously written off are credited against the same line item.

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

4. Financial risk management (continued)

4.1 Financial risk factors (continued)

(b) Credit risk (continued)

Summary of ECL calculations (continued)

b. The general approach

A summary of the assumptions underpinning the Group's expected credit loss model under the general approach is as follows:

Category	Definition	Basis for recognition of expected credit loss provision
Performing (Stage 1)	The counterparty has a low risk of default and a strong capacity to meet contractual cash flows.	12-month expected losses. Where the lifetime of an asset is less than 12 months, expected losses are measured over its lifetime.
Underperforming (Stage 2)	Financial assets for which there is a significant increase in credit risk since origination.	Lifetime expected losses.
Non-performing (Stage 3)	The financial asset is in default.	Lifetime expected losses.
Write-off	There is no reasonable expectation of recovery.	Asset is written off.

Over the term of the financial asset, the Group accounts for its credit risk by appropriately providing for expected credit losses on a timely basis. In calculating the expected credit loss rates, the Group considers historical loss rates for each category of financial asset and adjusts for forward-looking macroeconomic data.

Customer loans

Aging	2025			2024		
	Average ECL Rate	Estimated EAD	Expected credit loss	Average ECL Rate	Estimated EAD	Expected credit loss
	%	\$'000	\$'000	%	\$'000	\$'000
Performing (Stage 1)	-	-	-	-	-	-
Underperforming (Stage 2)	0.0%	5,581	-	0.0%	6,329	-
Non-performing (Stage 3)	63.9%	2,018	1,290	76.6%	2,275	1,743
Note 13	17.0%	7,599	1,290	20.3%	8,604	1,743

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

4. Financial risk management (continued)

4.1 Financial risk factors (continued)

(b) Credit risk (continued)

Summary of ECL calculations (continued)

b. The general approach (continued)

The movement in the provision for expected credit losses for customer loans is as follows:

	Performing	Under-performing	Non-performing	Total
	\$'000	\$'000	\$'000	\$'000
Balance as at January 1, 2025	-	-	1,743	1,743
Net change to provisions and reclassifications	-	-	(453)	(453)
Balance as at December 31, 2025	-	-	1,290	1,290
Balance as at January 1, 2024	-	-	1,740	1,740
Net change to provisions and reclassifications	-	-	3	3
Balance as at December 31, 2024	-	-	1,743	1,743

Government of Barbados (GOB) exposure:

During the period 2008, the start of the global financial crisis, and 2017 the Government of Barbados (GOB) sovereign credit rating suffered several downgrades, moving from "investment grade" to one of the lowest ratings as assessed by the rating agencies. At the beginning of 2018, all related Government debt was considered to be extremely speculative with little prospect for a full recovery.

Considering the high credit risk associated with the GOB debt and the frequency of the credit rating downgrades and other related negative factors, the Group assessed the potential impact of the default using various scenarios.

Aging	2025			2024		
	Average ECL Rate	Estimated EAD	Expected credit loss	Average ECL Rate	Estimated EAD	Expected credit loss
	%	\$'000	\$'000	%	\$'000	\$'000
Performing (Stage 1)	-	-	-	-	-	-
Underperforming (Stage 2)	6.2%	11,834	731	7%	12,113	847
Non-performing (Stage 3)	-	-	-	-	-	-
	6.2%	11,834	731	7%	12,113	847

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

4. Financial risk management (continued)

4.1 Financial risk factors (continued)

(b) Credit risk (continued)

Summary of ECL calculations (continued)

b. The general approach (continued)

The movement in the provision for expected credit losses for other financial assets is as follows:

	Performing	Under-performing	Non-performing	Total
	\$'000	\$'000	\$'000	\$'000
Balance at January 1, 2025	-	847	-	847
Net change to provisions and reclassifications	-	(116)	-	(116)
Balance at December 31, 2025	-	731	-	731
Balance at January 1, 2024	-	1,390	-	1,390
Net change to provisions and reclassifications	-	(543)	-	(543)
Balance at December 31, 2024	-	847	-	847

Due from related parties

The general approach is adopted for calculating the expected credit loss (ECL) for intercompany balances in the consolidated financial statements of the Group. In the Group's consolidated financial statements, all related party balances are repayable on demand. The policy for assessing the recoverability of these balances is as follows:

- For loans that are repayable on demand, expected credit losses are based on the assumption that repayment of the loan is demanded at the reporting date.
- If the borrower has sufficient accessible highly liquid assets in order to repay the loan if demanded at the reporting date, the expected credit loss is likely to be immaterial. An assessment is done of the borrower in each instance to assess whether they satisfy this criteria. If the criteria is not satisfied, the next step is as below.
- If the borrower cannot repay the loan if demanded at the reporting date, the lender considers the expected manner of recovery to measure expected credit losses. This can be a 'repay over time' strategy (that allows the borrower time to pay), or a fire sale of less liquid assets.
- If the recovery strategies indicate that the lender would fully recover the outstanding balance of the loan, the expected credit loss is limited to the effect of discounting the amount due on the loan (at the loan's effective interest rate, which might be 0% if the loan is interest free) over the period until cash is realised. An assessment of the impact of discounting the balance over the expected period of recovery is done for each balance.
- If the time period to realise cash is short or the effective interest rate is low, the effect of discounting might be immaterial. If the effective interest rate is 0%, and all strategies indicate that the lender would fully recover the outstanding balance of the loan, there is no impairment loss to recognise.

In the Group's assessment, there is no expected credit loss with regard to related party balances.

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

4. Financial risk management (continued)

4.1 Financial risk factors (continued)

(c) Liquidity risk

Liquidity risk is the risk that the Group is unable to meet its payment obligations associated with its financial liabilities when they fall due.

The Group's liquidity risk management process is measured and monitored by senior management. The process includes monitoring current cash flows on a frequent basis, assessing the expected cash inflows as well as ensuring that the Group has adequate committed credit to meet its obligations and maintaining liquidity ratios. Cash flow forecasting is performed in the operating entities of the Group. Surplus cash held by the operating entities over and above balance required for working capital management is invested in interest bearing current accounts, term deposits and money market securities choosing instruments with appropriate maturities or sufficient liquidity to provide adequate headroom as determined by forecasts.

There have been no changes to the way the Group manages this exposure compared to the prior year.

The table below analyses the Group's financial liabilities into relevant maturity groupings based on the remaining period at the consolidated statement of financial position date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

	Less than 1 year \$'000	More than 1 year \$'000	Contractual Cash flows \$'000	Carrying amount \$'000
At December 31, 2025				
Borrowings	22,601	50,265	72,866	62,225
Lease liabilities	560	1,098	1,658	1,422
Trade payables	17,380	-	17,380	17,380
Sundry creditors and accruals	19,739	-	19,739	19,739
	60,280	51,363	111,643	100,766
At December 31, 2024				
Borrowings	19,991	57,347	77,338	64,859
Lease liabilities	961	1,658	2,619	2,251
Trade payables	25,413	-	25,413	25,413
Sundry creditors and accruals	19,576	-	19,576	19,576
	65,941	59,005	124,946	112,099

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

4. Financial risk management (continued)

4.2 Capital risk management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Consistent with others in the industry, the Group monitors capital on the basis of the gearing ratio. The ratio is calculated as net debt divided by total capital. Net debt is calculated as total borrowings (including 'current and non-current borrowings' as shown in the consolidated statement of financial position) less cash and cash equivalents. Total capital is calculated as 'equity' as shown in the consolidated statement of financial position plus net debt. The Group is highly liquid and did not change its capital management strategy.

There have been no changes to the way the Group manages this exposure compared to the prior year.

	2025 \$'000	2024 \$'000
Bank overdrafts	8,931	7,419
Short term borrowings	11,057	9,615
Long term borrowings	42,237	47,825
Short term lease liabilities	547	877
Long term lease liabilities	875	1,374
	63,647	67,110
Less: cash and cash equivalents	(25,064)	(28,634)
Net debt	38,583	38,476
Total equity	609,713	614,349
Gearing ratio	6%	6%

The net debt to equity ratio held at 6%.

4.3 Fair value measurements and disclosures for financial and non-financial assets

(i) Fair value hierarchy

This note explains the judgements and estimates made in determining the fair values of the financial assets that are recognised and measured at fair value in the consolidated financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Group has classified its financial assets and liabilities into the three levels prescribed under IFRS. An explanation of each level is provided as follows:

- **Level 1:** The fair value of financial instruments traded in active markets (such as publicly traded derivatives and trading securities) is based on quoted market prices at the end of the reporting period. The quoted market price used for financial assets held by the Group is the current bid price. These instruments are included in level 1.
- **Level 2:** The fair value of financial instruments that are not traded in an active market (for example, over-the-counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.
- **Level 3:** If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities.

See Notes 6, 7 and 11 for details of fair value disclosures.

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

4. Financial risk management (continued)

4.3 Fair value measurements and disclosures for financial and non-financial assets (continued)

(ii) Valuation techniques used to determine level 3 fair values

The Group obtains independent valuations for its investment properties at least annually and for its freehold land and buildings, classified as property, plant and equipment, every five years. At the end of each reporting period, the directors update their assessment of the fair value of each property, taking into account the most recent independent valuations. The directors determine a property's value within a range of reasonable fair value estimates. The best evidence of fair value is current prices in an active market for similar properties. Where such information is not available the directors consider information from a variety of sources including:

- 1) current prices in an active market for properties of different nature or recent prices of similar properties in less active markets, adjusted to reflect those differences
- 2) discounted cash flow projections based on reliable estimates of future cash flows
- 3) capitalized income projections based upon a property's estimated net market income, and a capitalization rate derived from an analysis of market evidence.

5. Segment information

The Chief Operating Decision Maker (CODM) is the Chief Executive Officer (CEO). Management has determined the operating segments based on the reports reviewed by the CEO and the Board of Directors.

The CEO and the Board of Directors consider the business from both a geographic and Business Unit perspective. Geographically, management considers the performance of operating companies in Trinidad and Tobago and Barbados and has identified four reportable segments of its business:

1. **Head Office** – This segment holds the Group's investments and administers the treasury function.
2. **Media** – This segment derives its revenue mainly from advertising services utilising television, print and radio media to advertising agents, government, corporate entities and individuals.
3. **Information and Communications Technology (ICT)** – This segment derives its revenue mainly from the sale of technology related and broadband services to corporate and individual customers.
4. **Other** – This segment derives its revenue mainly from wholesale distribution of appliances, assembly and installation of photovoltaic systems and renewable energy products; carries out energy audits and implements energy efficiency strategies, manufacturing and property management.

The CEO and Board of Directors assess the performance of the operating segments based on profit before taxation.

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

5. Segment information (continued)

The segment information provided for the reportable business segments is as follows:

	December 31, 2025					December 31, 2024				
	Head Office \$'000	Media \$'000	ICT \$'000	Other \$'000	Group \$'000	Head Office \$'000	Media \$'000	ICT \$'000	Other \$'000	Group \$'000
Revenue	375	203,511	39,605	55,642	299,133	364	214,974	33,451	52,383	301,172
Operating (loss) / profit	(5,520)	9,699	12,016	6,089	22,284	(8,032)	14,494	8,178	7,522	22,162
Net impairment (losses) / gains on financial assets	-	(104)	(292)	(97)	(493)	-	(1,451)	281	(200)	(1,370)
Dividend income	18	107	-	-	125	78	77	-	-	155
Interest income	4	985	-	-	989	52	1,024	-	-	1,076
Finance costs	(2,660)	(725)	(1,728)	(535)	(5,648)	(2,825)	(778)	(814)	(549)	(4,966)
Share of profit of associates and joint venture	-	152	-	-	152	-	86	-	-	86
(Loss) / profit before tax and impairment	(8,158)	10,114	9,996	5,457	17,409	(10,727)	13,452	7,645	6,773	17,143
Net impairment losses on other assets	(996)	-	-	-	(996)	-	-	(76,062)	-	(76,062)
(Loss) / profit before tax	(9,154)	10,114	9,996	5,457	16,413	(10,727)	13,452	(68,417)	6,773	(58,919)
Taxation	(373)	(3,082)	(4,536)	(1,363)	(9,354)	2,763	(1,040)	(1,473)	(3,102)	(2,852)
(Loss) / profit for the year	(9,527)	7,032	5,460	4,094	7,059	(7,964)	12,412	(69,890)	3,671	(61,771)
Attributable to:										
- Non-controlling interests	-	201	2,923	245	3,369	-	148	3,344	(400)	3,092
- Owners of the parent	(9,527)	6,831	2,537	3,849	3,690	(7,964)	12,264	(73,234)	4,071	(64,863)
	(9,527)	7,032	5,460	4,094	7,059	(7,964)	12,412	(69,890)	3,671	(61,771)

	December 31, 2025					December 31, 2024				
	Head Office \$'000	Media \$'000	ICT \$'000	Other \$'000	Group \$'000	Head Office \$'000	Media \$'000	ICT \$'000	Other \$'000	Group \$'000
Depreciation	1,409	9,672	4,699	4,293	20,073	1,282	8,639	4,758	4,000	18,679
Amortisation	-	-	700	-	700	-	1,602	1,880	-	3,482
Capital expenditure	421	7,484	12,784	4,542	25,231	642	7,552	11,617	3,904	23,715
Assets	134,652	291,431	142,178	215,496	783,757	138,392	304,874	137,512	213,382	794,160
Liabilities	53,337	88,253	12,191	20,263	174,044	59,832	90,760	12,535	16,684	179,811

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

5. Segment information (continued)

The Trinidad operations are segmented into Media, ICT and Other as follows:

	December 31, 2025					December 31, 2024				
	Head Office	Media	ICT	Other	Trinidad	Head Office	Media	ICT	Other	Trinidad
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Revenue	375	109,847	39,605	46,108	195,935	364	124,415	33,451	43,788	202,018
Operating (loss) / profit	(5,520)	4,924	12,016	2,434	13,854	(8,032)	7,845	8,178	4,570	12,561
Net impairment (losses) / gains on financial assets	-	(893)	(292)	(17)	(1,202)	-	(1,280)	281	(190)	(1,189)
Dividend income	18	-	-	-	18	78	-	-	-	78
Interest income	4	-	-	-	4	52	-	-	-	52
Finance costs	(2,660)	(125)	(1,728)	(531)	(5,044)	(2,825)	(313)	(814)	(475)	(4,427)
Share of profit of associates and joint venture	-	152	-	-	152	-	86	-	-	86
(Loss) / profit before impairment and tax	(8,158)	4,058	9,996	1,886	7,782	(10,727)	6,338	7,645	3,905	7,161
Net impairment losses on other assets	(996)	-	-	-	(996)	-	-	(76,062)	-	(76,062)
(Loss) / profit before tax	(9,154)	4,058	9,996	1,886	6,786	(10,727)	6,338	(68,417)	3,905	(68,901)
Taxation	(373)	(1,703)	(4,536)	(1,363)	(7,975)	2,763	26	(1,473)	(3,102)	(1,786)
(Loss) / profit for the year	(9,527)	2,355	5,460	523	(1,189)	(7,964)	6,364	(69,890)	803	(70,687)
Attributable to:										
- Non-controlling interests	-	154	2,923	925	4,002	-	141	3,344	425	3,910
- Owners of the parent	(9,527)	2,201	2,537	(402)	(5,191)	(7,964)	6,223	(73,234)	378	(74,597)
	(9,527)	2,355	5,460	523	(1,189)	(7,964)	6,364	(69,890)	803	(70,687)

	December 31, 2025					December 31, 2024				
	Head Office	Media	ICT	Other	Trinidad	Head Office	Media	ICT	Other	Trinidad
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Depreciation	1,409	6,971	4,699	3,075	16,154	1,282	6,040	4,758	2,828	14,908
Amortisation	-	-	700	-	700	-	1,602	1,880	-	3,482
Capital expenditure	421	2,793	12,784	4,542	20,540	642	3,560	11,617	3,904	19,723
Assets	134,652	139,350	142,178	129,380	545,560	138,392	153,952	137,512	127,111	556,967
Liabilities	53,337	75,756	12,191	12,223	153,507	59,832	81,739	12,535	9,334	163,440

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

5. Segment information (continued)

The Barbados operations are segmented into Media and Other as follows:

	December 31, 2025			December 31, 2024		
	Media \$'000	Other \$'000	Barbados \$'000	Media \$'000	Other \$'000	Barbados \$'000
Revenue	93,664	9,534	103,198	90,559	8,595	99,154
Operating profit	4,775	3,655	8,430	6,649	2,952	9,601
Net impairment gains / (losses) on financial assets	789	(80)	709	(171)	(10)	(181)
Dividend income	107	-	107	77	-	77
Interest income	985	-	985	1,024	-	1,024
Finance costs	(600)	(4)	(604)	(465)	(74)	(539)
Profit before tax	6,056	3,571	9,627	7,114	2,868	9,982
Taxation	(1,379)	-	(1,379)	(1,066)	-	(1,066)
Profit for the year	4,677	3,571	8,248	6,048	2,868	8,916
Attributable to:						
- Non-controlling interests	47	(680)	(633)	7	(825)	(818)
- Owners of the parent	4,630	4,251	8,881	6,041	3,693	9,734
	4,677	3,571	8,248	6,048	2,868	8,916

	December 31, 2025			December 31, 2024		
	Media \$'000	Other \$'000	Barbados \$'000	Media \$'000	Other \$'000	Barbados \$'000
Depreciation	2,701	1,218	3,919	2,599	1,172	3,771
Capital expenditure	4,691	-	4,691	3,992	-	3,992
Assets	152,081	86,116	238,197	150,922	86,271	237,193
Liabilities	12,497	8,040	20,537	9,021	7,350	16,371

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

5. Segment information (continued)

The segment information provided for the reportable geographic segments is as follows:

	December 31, 2025			December 31, 2024		
	Trinidad \$'000	Barbados \$'000	Group \$'000	Trinidad \$'000	Barbados \$'000	Group \$'000
Revenue	195,935	103,198	299,133	202,018	99,154	301,172
Operating profit	13,854	8,430	22,284	12,561	9,601	22,162
Net impairment (losses) / gains on financial assets	(1,202)	709	(493)	(1,189)	(181)	(1,370)
Dividend income	18	107	125	78	77	155
Interest income	4	985	989	52	1,024	1,076
Finance costs	(5,044)	(604)	(5,648)	(4,427)	(539)	(4,966)
Share of profit of associates and joint venture	152	-	152	86	-	86
Profit before impairment and tax	7,782	9,627	17,409	7,161	9,982	17,143
Net impairment losses on other assets	(996)	-	(996)	(76,062)	-	(76,062)
Profit / (loss) before tax	6,786	9,627	16,413	(68,901)	9,982	(58,919)
Taxation	(7,975)	(1,379)	(9,354)	(1,786)	(1,066)	(2,852)
Profit / (loss) for the year	(1,189)	8,248	7,059	(70,687)	8,916	(61,771)
Attributable to:						
- Non-controlling interests	4,002	(633)	3,369	3,910	(818)	3,092
- Owners of the parent	(5,191)	8,881	3,690	(74,597)	9,734	(64,863)
	(1,189)	8,248	7,059	(70,687)	8,916	(61,771)

	December 31, 2025			December 31, 2024		
	Trinidad \$'000	Barbados \$'000	Group \$'000	Trinidad \$'000	Barbados \$'000	Group \$'000
Depreciation	16,154	3,919	20,073	14,908	3,771	18,679
Amortisation	700	-	700	3,482	-	3,482
Capital expenditure	20,540	4,691	25,231	19,723	3,992	23,715
Assets	545,560	238,197	783,757	556,967	237,193	794,160
Liabilities	153,507	20,537	174,044	163,440	16,371	179,811

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

6. Investment properties

The Group's investment properties are measured at cost. The Group holds commercial properties in Trinidad and Barbados.

	2025	2024
	\$'000	\$'000
As at January 1	82,031	83,058
Transfers from property, plant and equipment	1,100	-
Additions	3,283	84
Depreciation	(1,129)	(1,111)
As at December 31	85,285	82,031

The investment properties consist of the following:

Commercial Freehold Properties

40-42 Henry Street, Port of Spain	21,790	22,100
39 Dundonald Street, Port of Spain	32,390	32,900
Lodge Hill Lot 1 to 4, Lodge Plantation, St. Michael	9,018	8,820
Lodge Hill Lot 1, Lodge Plantation, St. Michael	530	530
Lot 5C Wildey, St. Michael	3,386	-
Impulse Mall, Wildey, St. Michael	18,171	17,681
	85,285	82,031

(a) **Accounting policy**

Investment properties refer to land or buildings held, whether by the owner or under a finance lease, to earn rentals or for capital appreciation or both. Investment properties are initially measured at cost, including transaction costs.

Investment properties are treated as long-term and are stated at cost, less depreciation and impairment. The fair values of investment properties are disclosed in note (b) below. These are assessed using internationally accepted valuation methods, such as taking comparable properties as a guide to current market prices or by applying the discounted cash flow method.

Like property, plant and equipment, investment properties are depreciated at 2% per annum using the straight line method.

Investment properties cease recognition as investment property either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. Gains or losses arising from retirement or disposal are determined as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the consolidated statement of profit or loss in the period of the retirement or disposal.

Any impairment charges are also accounted for in the consolidated statement of profit or loss.

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

6. Investment properties (continued)

- (b) The fair value of investment properties as at December 31, 2025 was \$101,731,921. The following table summarises the quantitative information about the significant unobservable inputs used in recurring level 3 fair value measurements. See note 4.3 (ii) for the valuation techniques adopted.

Description	Fair value at		Unobservable inputs	Range of inputs		Relationship of unobservable inputs to fair value
	2025	2024		2025	2024	
	\$'000	\$'000		%	%	
Investment properties	98,346	98,346	Terminal yield	7.5% - 9%	7.5% - 9%	The higher the discount rate and terminal yield, the lower the fair value

The Group's investment properties were valued at December 31, 2021, by independent professional qualified valuers, Brent Augustus & Associates Ltd, Chartered Valuation Surveyors and A. Kirton Realty Services, who hold a recognised relevant professional qualification and have recent experience in the locations and segments of the investment properties valued.

At each financial reporting date the Finance department:

- verifies all major inputs to the independent valuation report;
- assesses property valuation movements when compared to the prior valuation report;
- holds discussions with the independent valuer.

There were no transfers between levels during the year. Level 3 fair values have been derived using the Income Approach and Market Approach. Evidence of arm's length open market transactions of similar properties were analysed and the results applied to the subject properties after taking into consideration appropriate adjustments for location, size and other relevant factors for those valued using the market approach. The most significant inputs into the properties valued under the income approach are the yield and the future rental cash inflows based on the actual location and quality of the properties and supported by the terms of any existing leases.

A 1% change in the rental rates would result in a change in the investment value of \$1,115,000 (2024 - \$1,115,000).

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

7. Property, plant and equipment

	Work in Progress \$'000	Land and Buildings \$'000	Machinery and Equipment \$'000	Capital Spares \$'000	Total \$'000
At December 31, 2023					
Cost or valuation	6,099	224,538	446,998	9,408	687,043
Accumulated depreciation	-	(15,066)	(304,171)	-	(319,237)
Net book amount	6,099	209,472	142,827	9,408	367,806

Year ended December 31, 2024

Opening net book amount	6,099	209,472	142,827	9,408	367,806
Additions	2,766	196	18,603	2,150	23,715
Transfers	(7,423)	-	7,423	-	-
Depreciation charge	-	(2,742)	(13,441)	(605)	(16,788)
Closing net book amount	1,442	206,926	155,412	10,953	374,733

At December 31, 2024

Cost or valuation	1,442	224,734	473,017	11,558	710,751
Accumulated depreciation	-	(17,808)	(317,605)	(605)	(336,018)
Net book amount	1,442	206,926	155,412	10,953	374,733

Year ended December 31, 2025

Opening net book amount	1,442	206,926	155,412	10,953	374,733
Additions	1,132	196	21,240	2,663	25,231
Transfers	(1,631)	(860)	1,391	-	(1,100)
Reclassified as assets held for sale	-	(21,239)	-	-	(21,239)
Disposals	-	-	(5)	-	(5)
Depreciation charge	-	(2,741)	(13,977)	(1,466)	(18,184)
Closing net book amount	943	182,282	164,061	12,150	359,436

At December 31, 2025

Cost or valuation	943	200,042	494,502	14,221	709,708
Accumulated depreciation	-	(17,760)	(330,441)	(2,071)	(350,272)
Net book amount	943	182,282	164,061	12,150	359,436

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

7. Property, plant and equipment (continued)

(a) Accounting policy

Land and buildings comprise mainly offices, production facilities and warehouses. Land and buildings are carried at fair value, based on valuations done by independent valuers every five years less subsequent depreciation for buildings. Directors' valuations are performed in the intervening period. Any accumulated depreciation at the date of revaluation is eliminated against the gross carrying amount of the asset, and the net amount is restated to the revalued amount of the asset.

All other plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to the consolidated statement of profit or loss during the financial period in which they are incurred.

Assets are depreciated on the following bases at rates estimated to allocate their cost or revalued amount to their residual values or the depreciable amounts of the assets' estimated useful lives as follows:

Assets	Basis	Rate
Freehold property	straight line	2%
Machinery and equipment include:		
- Studio and transmitter equipment	straight line / reducing balance	10-20%
- Plant, equipment and fixtures and fittings	straight line / reducing balance	10-20%
- Computers and peripherals	straight line	10-20%
- Motor vehicles	straight line	20-25%

The assets' residual values and useful lives are reviewed and adjusted if appropriate, at each consolidated statement of financial position date.

Land is not depreciated.

Plant and equipment are reviewed periodically for impairment. Where the carrying amount of an asset is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount.

Gains and losses on disposal of plant and equipment are determined by reference to its carrying amount and are taken into account in determining profit before tax.

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

7. Property, plant and equipment (continued)

(b) Significant fair value estimate

The land and buildings were last revalued on December 31, 2021, by independent professional qualified valuers, Brent Augustus and Associates (Trinidad) and A. Kirton Realty Services (Barbados).

The following table analyses the non-financial assets carried at fair value. The different levels of fair value measurements have been defined in Note 4.3.:

Fair value measurements using

	Quoted prices in active markets for identical assets (level 1) \$'000	Significant other observable inputs (level 2) \$'000	Significant unobservable inputs (level 3) \$'000
As at December 31 2025			
Recurring fair value measurements			
- Land and buildings	-	-	182,282
As at December 31 2024			
Recurring fair value measurements			
- Land and buildings	-	-	206,926

There were no transfers between levels during the year.

The Group's management reviews the latest valuations performed by the independent valuers for financial reporting purposes. At the year end the Finance department:

- verifies all major inputs to the independent valuation reports;
- assesses property valuation movements when compared to the prior valuation reports;
- holds discussions with the independent valuers.

The existing use is the highest and best to which the property could be put. The size and layout of the property was taken into consideration in the valuation. Based on the valuation the buildings appeared to be structurally sound and in fair to good decorative condition and assumed to be adequate and appropriate for a structure of its size, type and use.

Level 3 fair values of land and buildings have been derived using the Income Approach and the Market Approach. For the Market Approach, sales prices of comparable land in close proximity are adjusted based on the prevailing market conditions, the individual nature, condition and location of each property and the potential estimated rental value. The most significant input into this valuation approach is price per square foot, which ranged from \$3.92 to \$41.27 per square foot across both the Trinidad and Barbados land and buildings.

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

7. Property, plant and equipment (continued)

(b) Significant fair value estimate (continued)

The income approach is one that provides an indication of market value by converting future cash flows to a single capital value. This approach was used due to the availability of rental and capitalisation information for comparable properties. The most significant judgements and estimates affecting the valuations include capitalisation rates and estimated rental values. Capitalisation rates varied between 8%–10%.

(c) Depreciation charge

Depreciation expense has been included in cost of providing services in the consolidated statement of profit or loss.

(d) If land and buildings were stated on the historical cost basis, the amounts would be as follows:

	2025 \$'000	2024 \$'000
Cost	202,280	226,970
Accumulated depreciation	(55,752)	(50,868)
Net book value	146,528	176,102

(e) Capital commitments

As at December 31, 2025, the Group has no capital expenditure commitments (2024 - \$nil).

(f) Assets held for sale

During the year, the Company reclassified certain assets from non-current assets to assets held for sale within current assets. This reclassification relates to two properties for which sales processes are currently in progress and are expected to be finalised during 2026.

8. Leases

This note provides information for leases where the Group is a lessee.

(i) Amounts recognized in the consolidated statement of financial position

The consolidated statement of financial position shows the following amounts relating to leases:

	2025 \$'000	2024 \$'000
Right-of-use assets		
Vehicles	1,185	1,945
Lease liabilities		
Current	547	877
Non-current	875	1,374
	1,422	2,251

There were no additions to the right-of-use assets during 2025 (2024 - \$1,138,766).

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

8. Leases (continued)

(ii) Amounts recognized in the consolidated statement of profit or loss

The consolidated statement of profit or loss shows the following amounts relating to leases:

	2025 \$'000	2024 \$'000
Depreciation charge on right-of-use assets - Vehicles	760	780
Interest expense (included in finance cost)	132	158

The total cash outflow for leases in 2025 was \$829,264 (2024 - \$789,514).

(iii) The Group's leasing activities and how these are accounted for

The Group leases various vehicles. Rental contracts are typically made for fixed periods of 5 to 7 years.

Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The lease agreements do not impose any covenants other than the security interests in the leased assets that are held by the lessor. Leased assets may not be used as security for borrowing purposes.

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable
- amounts expected to be payable by the Group under residual value guarantees
- the exercise price of a purchase option if the Group is reasonably certain to exercise that option.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the Group, the lessee's incremental borrowing rate is used, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

To determine the incremental borrowing rate, the Group:

- where possible, uses recent third-party financing received by the individual lessee as a starting point, adjusted to reflect changes in financing conditions since third party financing was received
- uses a build-up approach that starts with a risk-free interest rate adjusted for credit risk for leases held by the Company, which does not have recent third-party financing, and
- makes adjustments specific to the lease, e.g., term, country, currency and security.

Lease payments are allocated between principal and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Right-of-use assets are measured at cost comprising the amount of the initial measurement of lease liability.

Right-of-use assets are generally depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. If the Group is reasonably certain to exercise a purchase option, the right-of-use asset is depreciated over the underlying asset's useful life.

Payments associated with short-term leases of equipment and vehicles and all leases of low-value assets are recognised on a straight-line basis as an expense in profit and loss. Short-term leases are with a lease term of twelve months or less. Low-value assets comprise of office machines.

The leases do not contain variable lease payments or extension of termination options.

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

9. Intangible assets

	Goodwill \$'000	Brands \$'000	Licences and software \$'000	Intellectual property \$'000	Customer related intangibles \$'000	Total \$'000
Year ended December 31, 2024						
At beginning of the year	10,250	4,533	12,463	-	2,800	30,046
Additions	150	-	-	-	-	150
Disposals	-	-	(734)	-	-	(734)
Amortisation	-	(523)	(2,259)	-	(700)	(3,482)
At end of the year	10,400	4,010	9,470	-	2,100	25,980
At December 31, 2024						
Cost or valuation	10,400	10,810	25,600	1,980	7,000	55,790
Accumulated amortisation	-	(6,800)	(16,130)	(1,980)	(4,900)	(29,810)
Net book amount	10,400	4,010	9,470	-	2,100	25,980
Useful economic life (years)	-	20	10	5	10	
Year ended December 31, 2025						
At beginning of the year	10,400	4,010	9,470	-	2,100	25,980
Disposals	-	-	(1,202)	-	-	(1,202)
Amortisation	-	-	-	-	(700)	(700)
At end of the year	10,400	4,010	8,268	-	1,400	24,078
At December 31, 2025						
Cost or valuation	10,400	10,810	22,101	1,980	7,000	52,291
Accumulated amortisation	-	(6,800)	(13,833)	(1,980)	(5,600)	(28,213)
Net book amount	10,400	4,010	8,268	-	1,400	24,078
Useful economic life (years)	-	-	-	5	10	

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

9. Intangible assets (continued)

(a) Accounting policies

Brands, licences and software and intellectual property are fair valued based on the open market basis, royalty method or multi-period excess earnings method as appropriate and subsequently measured at cost less amortisation. The amortisation expense is recorded in administrative expenses.

(i) Goodwill

Goodwill arises on business combinations and represents the excess of the consideration transferred over the Group's interest in net fair value of the net identifiable assets, liabilities and contingent liabilities of the acquiree and the fair value of the non-controlling interest in the acquiree.

For the purpose of impairment testing, goodwill acquired in a business combination is allocated to each of the CGUs, or groups of CGUs, that is expected to benefit from the synergies of the combination. Each unit or group of units to which the goodwill is allocated represents the lowest level within the entity at which the goodwill is monitored for internal management purposes. Goodwill is monitored at the operating division level.

Goodwill impairment reviews are undertaken annually or more frequently if events or changes in circumstances indicate a potential impairment. The carrying value of goodwill is compared to the recoverable amount, which is the higher of value-in-use and the fair value less costs of disposal. Any impairment is recognised immediately as an expense and is not subsequently reversed.

(ii) Brands, licences and software, intellectual property and customer related intangibles

Brands, licences and software, intellectual property and customer related intangibles are shown at fair value if acquired as part of a business combination. During the financial year, the Group reviewed the accounting treatment applied to certain intangible assets, specifically brands and licences and determined that these assets have indefinite useful lives. Accordingly, from the current financial year, brands and licences will no longer be amortised over a finite useful life but will be tested annually for impairment. In prior years brands and licences were subsequently shown at historical cost less accumulated amortisation on an individual basis over the estimated useful life of the intangible asset which is estimated between five and twenty years.

(iii) Impairment of non-financial assets

Intangible assets that have an indefinite useful life, for example, goodwill, are not subject to amortisation and are tested annually for impairment. Assets that are subject to amortisation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value-in-use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). Non-financial assets other than goodwill that suffered impairment are reviewed for possible reversal of the impairment at each reporting date.

(b) The goodwill has been allocated to each cash generating unit as follows:

	2025 \$'000	2024 \$'000
Basic Space Limited	3,875	3,875
Donald Dunne Holdings Limited	6,375	6,375
One Caribbean Flexipac Industries and Solutions Limited	150	150
	10,400	10,400

The recoverable amount of the investment properties CGUs was determined by assessing the fair value less the cost of disposal of the underlying assets. A valuation is performed by an independent external valuator annually (See Note 6).

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

10. Investments in associates and joint venture

	2025				2024			
	Cumberland Communications Limited	Novo Technology Incorporation Limited	WEEVE Solutions Limited	Total	Cumberland Communications Limited	Novo Technology Incorporation Limited	WEEVE Solutions Limited	Total
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Beginning of the year	1,610	-	763	2,373	1,544	76,062	763	78,369
Adjustment	-	-	-	-	-	(76,062)	-	(76,062)
Share of profit	152	-	-	152	86	-	-	86
Share of tax (Note 17)	(36)	-	-	(36)	(20)	-	-	(20)
End of the year	1,726	-	763	2,489	1,610	-	763	2,373

The Group's interest in the associates and joint venture are accounted for using the equity method. The 50% shareholding in Cumberland Communications Limited does not constitute control as this is a joint venture arrangement.

Novo Technology Incorporation Limited ("Novo") is currently engaged in legal proceedings and negotiations regarding the recovery of outstanding receivables and the determination of impairment provisions on certain assets associated with an expired contract that are material and pervasive to Novo's financial statements. As the Group's share of the value at risk at Novo in connection with these actions is in excess of \$76 million, management had prudently decided on recording an impairment provision equal to the carrying value of the Group's interest in Novo as at 31 December 2024.

(a) Accounting policies

(i) Associates

Associates are all entities over which the Group has significant influence but not control, generally accompanying a shareholding of between 20% and 50% of the voting rights. The Group's interest in jointly controlled entities and associates is accounted for using the equity method of accounting and are initially recognised at cost, and the carrying amount is increased or decreased to recognise the investor's share of profit or loss on the investee after the acquisition. The Group's investments in associates includes goodwill identified at acquisition.

If the ownership interest in an associate is reduced but significant influence is retained, only a proportionate share of the amounts previously recognised in other comprehensive income is reclassified to profit or loss where appropriate.

The Group's share of post-acquisition profit or loss is recognised in the consolidated statement of profit or loss, and its share of post-acquisition movements in other comprehensive income is recognised in other comprehensive income with a corresponding adjustment to the carrying amount of the investment. When the Group's share of losses equals or exceeds its interest including any other unsecured receivables, the Group does not recognise further losses, unless it has incurred legal or constructive obligations or made payments on behalf of the associate. Dividends received or receivable from associates are recognised as a reduction in the carrying amount of the investment.

The Group determines at each reporting date whether there is any objective evidence that the investment in the associate or joint venture is impaired. If this is the case, the Group calculates the amount of the impairment as the difference between the recoverable amount and its carrying value.

Profits and losses resulting from upstream and downstream transactions between the Group and its associate are recognised in the Group's financial statements only to the extent of unrelated investor's interests in the associates. Unrealised losses are eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of associates and joint ventures have been changed where necessary to ensure consistency with the policies adopted by the Group.

Dilution gains and losses arising in investments in associates and joint ventures are recognised in the consolidated statement of profit or loss.

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

10. Investments in associates and joint venture (continued)

(a) Accounting policies (continued)

(ii) Joint arrangements

The Group has applied IFRS 11 to all joint arrangements. Under IFRS 11, investments in joint arrangements are classified as either joint operations or joint ventures depending on the contractual rights and obligations of each investor. The Group has assessed the nature of its joint arrangements and determined them to be joint ventures. Joint ventures are accounted for using the equity method.

Under the equity method of accounting, interests in joint ventures are initially recognised at cost and adjusted thereafter to recognise the Group's share of the post-acquisition profits or losses and movements in other comprehensive income. When the Group's share of losses in a joint venture equals or exceeds its interests in the joint ventures (which includes any long-term interests that, in substance, form part of the Group's net investment in the joint ventures), the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the joint ventures.

Unrealised gains on transactions between the Group and its joint ventures are eliminated to the extent of the Group's interest in the joint ventures. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of the joint ventures have been changed where necessary to ensure consistency with the policies adopted by the Group.

(b) The Group's share of the results of its associates and joint venture, which are unlisted, and its share of the assets and liabilities are as follows:

	Country of incorporation	Assets \$'000	Liabilities \$'000	Revenue \$'000	Profit before tax \$'000	% interest held
2025						
Cumberland Communications Limited	Trinidad and Tobago	3,426	996	339	152	50%
		3,426	996	339	152	
2024						
Cumberland Communications Limited	Trinidad and Tobago	3,338	1,024	148	86	50%
		3,338	1,024	148	86	

There are no contingent liabilities or capital commitments for the associates and joint venture.

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

11. Financial assets

	2025	2024
	\$'000	\$'000
Fair value through other comprehensive income (FVOCI)		
Quoted securities	166	1,504
Unquoted securities	919	919
	1,085	2,423
At amortised cost		
Debt securities	13,411	13,466
	13,411	13,466

(a) Accounting policies

(i) Classification

The Group classifies its financial assets in the following measurement categories:

- those to be measured subsequently at FVOCI, and
- those to be measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows. For assets measured at fair value, gains and losses will be recorded in OCI. For investments in equity instruments that are not held for trading, this will depend on whether the Group has made an irrevocable election at the time of initial recognition to account for the equity investment at FVOCI.

The Group reclassifies debt investments when and only when its business model for managing those assets changes.

(ii) Recognition and derecognition

Regular way purchases and sales of financial assets are recognised on trade-date, the date on which the Group commits to purchase or sell the asset. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Group has transferred substantially all the risks and rewards of ownership.

(iii) Measurement

Debt instruments

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the asset. The Group measures its debt instruments at amortised cost.

Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in interest income using the effective interest rate method. Any gain or loss arising on derecognition is recognised directly in profit or loss and presented in net gains/(losses) on financial assets. Impairment losses are presented as separate line items in the consolidated statement of profit or loss.

Equity instruments

The Group subsequently measures all equity investments at fair value. Where the Group's management has elected to present fair value gains and losses on equity investments in OCI, there is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment. Dividends from such investments continue to be recognised in profit or loss as other income when the Group's right to receive payments is established.

(b) Interest on short term deposits is as follows:

The current portion of the term deposits attracts interest between 2% and 3.25% (2024 - 2% and 3.25%). These deposits with maturities in excess of 90 days but less than one year are placed with leading local and regional financial institutions.

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

11. Financial assets (continued)

(c) The movement in the financial assets at FVOCI:

	2025 \$'000	2024 \$'000
At beginning of year	2,423	2,376
Impairment	(996)	-
Sale of equity securities	(559)	-
Gain on revaluation of investments	217	47
At end of year	1,085	2,423

Included in unquoted securities in 2024 was a 20% holding in Guyana Publications Limited. This investment was impaired as at 31 December 2025. Stabroek News ceased printing from 15th March 2026 and has opted for voluntary liquidation.

Financial assets are denominated in the following currencies:

Currency	2025 \$'000	2024 \$'000
TT\$	2	999
BDS\$	14,494	14,891
	14,496	15,890

The level classification for financial assets at FVOCI is as follows:

	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000
As at December 31, 2025				
Quoted securities	166	-	-	166
Unquoted securities	-	-	919	919
	166	-	919	1,085
As at December 31, 2024				
Quoted securities	1,504	-	-	1,504
Unquoted securities	-	-	919	919
	1,504	-	919	2,423

There were no transfers between levels 1, 2 and 3 during the year. See note 4.3 (i) for details of fair value hierarchy.

12. Retirement benefit asset

The amounts recognised in the consolidated statement of financial position are as follows:

	2025			2024		
	Trinidad \$'000	Barbados \$'000	Total \$'000	Trinidad \$'000	Barbados \$'000	Total \$'000
Fair value of plan assets	180,087	143,226	323,313	184,471	138,519	322,990
Present value of defined benefit obligation	(145,194)	(123,833)	(269,027)	(143,797)	(119,126)	(262,923)
	34,893	19,393	54,286	40,674	19,393	60,067

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

12. Retirement benefit asset (continued)

(a) Accounting policy

A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity and the Group has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods. A defined benefit plan is a pension plan that is not a defined contribution plan.

Typically defined benefit plans define an amount of pension benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and compensation.

The asset or liability recognised in the consolidated statement of financial position in respect of defined benefit pension plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by independent actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest rates of high-quality corporate bonds that are denominated in the currency in which the benefits will be paid, and that have terms to maturity approximating the terms of the related pension obligation. In countries where there is no deep market in such bonds, the market rates on Government bonds are used.

Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to equity in other comprehensive income in the period in which they arise.

Past-service costs are recognised immediately in income.

The Group does not have any defined contribution plans.

The Group operates defined benefit pension plans in Trinidad and Barbados under broadly similar regulatory frameworks. All of the plans are final salary pension plans, which provide benefits to members in the form of a guaranteed level of pension payable for life. The level of benefits provided depends on members' length of service and their salary in the final years leading up to retirement. The benefit payments are from trustee administered funds. Plan assets held in trusts are governed by local regulations and practices in each country, as is the nature of the relationship between the Group and the trustees (or equivalent) and their composition. Responsibility for governance of the plans – including investment decisions and contribution schedules – lies jointly with the Company and the Board of Trustees. The Board of Trustees must be composed of representatives of the Companies and plan participants in accordance with the plan's regulations.

Investments are well diversified, such that the failure of any single investment would not have a material impact on the portfolio of the assets. The largest proportion of assets is invested in equities and bonds.

The expected return on the plan assets is determined by considering the expected returns available on the assets underlying the current investment policy. Expected yields are based on gross redemption yields as at the consolidated statement of financial position date. Expected returns on equity and property investments reflect long-term real rates of return experienced in the respective markets.

The Group ensures that the investment positions are managed within an asset-liability matching (ALM) framework that has been developed to achieve long-term investments that are in line with the obligations under the pension schemes. Within this framework, the Group's ALM objective is to match assets to the pension obligations by investing in long-term fixed interest securities with maturities that match the benefit payments as they fall due and in the appropriate currency. The Group actively monitors how the duration and the expected yield of the investments are matching the expected cash outflows arising from the pension obligations. The Group has not changed the processes used to manage its risks from previous periods. The Group does not use derivatives to manage its risk. Investments are well diversified, such that the failure of any single investment would not have a material impact on the overall level of assets. In 2025, 45% (2024 – 46%) of the plan assets comprised of bonds and 44% (2024 – 41%) equities. The Group believes that equities offer the best returns over the long term with an acceptable level of risk. Equity investments must satisfy the requirements of the Insurance Act Chap. 84:01.

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

12. Retirement benefit asset (continued)

(b) Movement in the fair value of the plan assets:

	2025		2024	
	Trinidad \$'000	Barbados \$'000	Trinidad \$'000	Barbados \$'000
At beginning of the year	184,471	138,519	179,416	138,241
Expected return on plan assets	11,666	11,700	11,280	11,747
Other plan expenses	-	(239)	-	(98)
Remeasurement recognised in OCI	(8,709)	961	(3,870)	(7,482)
Contributions	2,525	1,475	3,242	1,540
Benefit payments	(9,866)	(9,190)	(5,597)	(5,429)
At end of the year	180,087	143,226	184,471	138,519

Plan assets comprise the following:

	2025					
	Trinidad \$'000	Barbados \$'000	Total \$'000	Trinidad %	Barbados %	Total %
Bonds	103,853	41,536	145,389	58%	29%	44%
Equity instruments	68,301	70,181	138,482	38%	49%	43%
Other	7,933	7,161	15,094	4%	5%	5%
Mortgages	-	18,619	18,619	0%	13%	6%
Property	-	5,729	5,729	0%	4%	2%
Total	180,087	143,226	323,313	100%	100%	100%

	2024					
	Trinidad \$'000	Barbados \$'000	Total \$'000	Trinidad %	Barbados %	Total %
Bonds	109,738	40,171	149,909	59%	29%	46%
Equity instruments	62,486	69,258	131,744	34%	50%	41%
Other	12,247	4,156	16,403	7%	3%	5%
Mortgages	-	19,393	19,393	0%	14%	6%
Property	-	5,541	5,541	0%	4%	2%
Total	184,471	138,519	322,990	100%	100%	100%

	2025			2024		
	Trinidad \$'000	Barbados \$'000	Total \$'000	Trinidad \$'000	Barbados \$'000	Total \$'000
Local	136,888	143,226	280,114	151,172	138,519	289,691
International	43,199	-	43,199	33,299	-	33,299
Total	180,087	143,226	323,313	184,471	138,519	322,990

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

12. Retirement benefit asset (continued)

(c) Movement in the present value of the defined benefit obligation:

	2025		2024	
	Trinidad \$'000	Barbados \$'000	Trinidad \$'000	Barbados \$'000
At beginning of the year	143,797	119,126	136,054	116,845
Interest cost	9,085	10,147	8,454	10,098
Current service cost	2,976	1,889	3,059	1,887
Benefit payments	(8,000)	(9,190)	(5,513)	(5,429)
Contributions	-	938	-	960
Remeasurement recognised in OCI:				
- Financial assumption changes	5,412	-	(2,472)	-
- Experience	(8,076)	923	4,215	(5,235)
At end of the year	145,194	123,833	143,797	119,126

The principal actuarial assumptions used are as follows:

	Per Annum			
	2025	2024	2025	2024
	Trinidad	Barbados	Trinidad	Barbados
Discount rate	7.00%	8.25%	6.40%	8.25%
Expected rate of salary increases	5.00%	6.50%	2.50%	6.50%
Expected rate of pension increases	0.00%	3.50%	0.00%	3.50%

As at the last valuation date, the present value of the defined benefit obligation comprised the following:

	Trinidad		Barbados	
	2025	2024	2025	2024
	\$M	\$M	\$M	\$M
Relating to:				
Active employees	85.0	88.0	71.4	67.3
Deferred members	11.6	15.7	3.2	4.0
Members in retirement	45.9	40.0	55.9	54.3

(d) The amounts recognised in the consolidated statement of profit or loss are as follows:

	2025 \$'000	2024 \$'000
Current service cost	3,645	3,583
Net interest cost on net defined benefit liability	(4,133)	(4,475)
Plan administration expenses	461	182
Total included in employee benefit expense (Note 27)	(27)	(710)

The actual return on the plans' assets is \$15,618,070 (2024 - \$11,674,858).

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

12. Retirement benefit asset (continued)

(e) The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

	Trinidad							
	Change in assumption			Increase in assumption			Decrease in assumption	
	2025	2024		2025	2024		2025	2024
Discount rate	0.50%	0.50%	Decrease by	5.20%	3.60%	Increase by	6.70%	4.60%
Salary growth rate	0.50%	0.50%	Increase by	3.10%	1.60%	Decrease by	2.50%	1.30%
Pension growth rate	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Life expectancy	+ / - 1 year		Increase by	1.90%	1.70%	Decrease by	1.90%	1.80%

	Barbados							
	Change in assumption			Increase in assumption			Decrease in assumption	
	2025	2024		2025	2024		2025	2024
Discount rate	1.00%	1.00%	Decrease by	9.95%	10.11%	Increase by	12.34%	12.62%
Salary growth rate	0.50%	0.50%	Increase by	1.98%	2.18%	Decrease by	1.86%	2.02%
Pension growth rate	0.25%	0.25%	Increase by	2.07%	2.08%	Decrease by	1.99%	2.00%
Life expectancy	+ / - 1 year		Increase by	2.90%	2.83%	Decrease by	2.87%	2.82%

These sensitivities were calculated by recalculating the defined benefit obligations using the revised assumptions. There were no changes in the methods of preparing the sensitivity analysis compared to the prior year.

(f) Funding

The Group meets the balance of the cost of funding the defined benefit pension plan and the Group must pay contributions at least equal to those paid by members which are fixed. The funding requirements are based on triennial actuarial valuations of the plans and the assumptions used to determine the funding required may differ from those set out above. The Group expects to pay \$2,708,245 to the funds for the year ending December 31, 2026. The Group has no legal obligation to immediately settle any deficits arising on the plans with immediate contributions but will continue to contribute at rates recommended by the actuary.

(g) Risk exposure

Through its defined benefit pension plans, the Group is exposed to a number of risks, most of which are detailed below.

(h) Asset volatility

The Plans' liabilities are calculated using a discount rate set with reference to Government bond yields in the respective markets. If assets underperform this yield, a deficit will result, all other things being equal. The Plans hold a significant proportion of equities, which are expected to outperform government bonds in the long-term while providing volatility and risk in the short-term.

However, given the long-term nature of the liabilities and the strength of the supporting sponsor, a level of continuing equity investment would be an appropriate element of a long-term investment strategy to manage the Plans efficiently.

(i) Change in bond yields

A decrease in Government bond yields will increase the Plans' liabilities. This will be partially offset by an increase in the value of the Plans' bond holdings.

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

12. Retirement benefit asset (continued)

(j) Inflation

The majority of the Plans' liabilities are linked to inflation in the form of salary inflation. This is expected to be impacted by the general level of price increases and other inflationary factors in the economy. Higher inflation will lead to higher liabilities although there is a cap on the level of inflationary increases.

The majority of the Plans' assets are either unaffected (fixed interest bonds) or loosely correlated (equities) with inflation. Therefore, an increase in inflation is likely to increase the Plans' deficit.

(k) Life expectancy

The majority of the Plans' obligations are to provide benefits for the life of its members. Therefore, increases in life expectancy will result in an increase in the Plans' liabilities.

The weighted average duration of the defined benefit plans is as follows:

- Trinidad – 16.2 years (2024 – 16.3 years) and
- Barbados – 9.36 years (2024 – 9.36 years).

The expected maturity analysis of undiscounted pension benefits is as follows:

	Less than a year	Between 1 - 2 years	Between 2 - 5 years	Over 5 years	Total
	\$'000	\$'000	\$'000	\$'000	\$'000
2025					
Trinidad	10,468	6,584	26,599	47,730	91,381
Barbados	6,612	6,828	24,806	60,668	98,914
2024					
Trinidad	11,804	7,203	25,636	50,843	95,486
Barbados	5,028	6,322	21,746	53,961	87,057

13. Loans and other receivables

	2025			2024		
	Current	Non-current	Total	Current	Non-current	Total
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Loans	1,805	5,794	7,599	2,085	6,519	8,604
Provision for impairment	(1,290)	-	(1,290)	(1,743)	-	(1,743)
	515	5,794	6,309	342	6,519	6,861

Accounting policy

The loans relate to products sold to customers of Innogen Technologies Inc. with a repayment plan for over one year. The Nation Group provides financing to these customers at an interest rate of 7.75% per registered bill of sale over the sold product as collateral security and obtains an assignment of the homeowner's insurance over the sold product.

Refer to Note 4.1(b) for the impairment policy

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

14. Trade receivables

	2025 \$'000	2024 \$'000
Trade receivables	89,415	96,644
Provision for impairment (Note 4.1 (b))	(20,412)	(26,322)
	69,003	70,322

Accounting policy

(a) Measurement and classification

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business. They are generally due for settlement within 30 days and are therefore all classified as current. Trade receivables are recognised initially at the amount of consideration that is unconditional, unless they contain significant financing components, when they are recognised at fair value. The Group holds the trade receivables with the objective of collecting the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method.

Fair value of trade receivables

Due to the short-term nature of the current receivables, their carrying amount is considered to be the same as their fair value.

(b) Impairment

Accounting policy for impairment of trade receivables

The Group applies specific provisions for higher risk accounts where there is objective evidence that the Group will not be able to collect all amounts due according to the original terms of the receivables.

The Group applies the IFRS 9 simplified approach to measuring expected credit losses which use a lifetime expected loss allowance for all trade receivables.

All other non-specific accounts have been grouped based on shared credit risk characteristics and a loss rate derived using a provision matrix. Scaled loss rates were then calculated based on historical payment profiles. The loss rates were adjusted to incorporate forward-looking information and then applied to the different aging buckets as of the statement of financial position date.

The Group does not hold any collateral as security for current trade receivables.

15. Sundry debtors and prepayments

	2025 \$'000	2024 \$'000
Sundry debtors	14,358	16,869
Provision for impairment	(580)	(577)
	13,778	16,292
Prepayments	5,036	3,891
	18,814	20,183

Movement on the Group's provision for impairment of sundry debtors is as follows:

At beginning of the year	577	1,603
Increase in provision for impairment	3	125
Bad debts written off	-	(1,151)
At end of the year	580	577

There is no concentration with respect to credit risk. As at December 31, 2025, sundry debtors of \$13,777,812 (2024: \$16,292,315) were fully performing.

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

16. Deferred programming

	2025	2024
	\$'000	\$'000
Opening balance	5,088	9,508
New contracts	245	-
Usage	(4,590)	(4,420)
	743	5,088
Current portion	-	(4,590)
Non-current portion	743	498

Accounting policy

Deferred programming is measured at cost less amortisation based on usage. It represents programming contracted but not yet broadcasted. The cost of programmes is expensed as they are broadcasted.

17. Taxation

(a) Taxation charge

	2025	2024
	\$'000	\$'000
Current tax	4,174	4,732
Prior year under provision	291	273
Deferred tax (Note 17 (c))	4,853	(2,173)
Share of tax in joint venture (Note 10)	36	20
	9,354	2,852

The tax on the Group's profit / (loss) before tax differs from the theoretical amount that would arise using the basic rate of tax as follows:

	2025	2024
	\$'000	\$'000
Profit/(loss) before tax	16,413	(58,919)
Tax calculated at 30%	5,090	(17,370)
Effect of different tax rates in other countries	(1,506)	(358)
Expenses not deductible for tax purposes	10,137	30,790
Income not subject to tax	(7,773)	(10,243)
Tax losses utilised	(467)	(721)
Other permanent differences	3,285	102
Business levy	297	379
Prior year under provision	291	273
	9,354	2,852

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

17. Taxation (continued)

(b) Accounting policies

The tax expense for the period comprises current and deferred tax. Tax is recognised in the consolidated statement of profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the consolidated statement of financial position date in the countries where the Group's subsidiaries and associates operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation and considers whether it is probable that a taxation authority will accept an uncertain tax treatment. The Group measures its tax balances either based on the most likely amount or the expected value, depending on which method provides a better prediction of the resolution of the uncertainty.

Deferred income tax is recognised, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, the deferred income tax is not accounted for if it arises from initial recognition of goodwill or an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable income. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the consolidated statement of financial position date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred income tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income taxes assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

The principal temporary differences arise from depreciation on property, plant and equipment and retirement benefit obligation, intangibles, investment properties and other items.

Deferred taxes are calculated in full on all temporary differences under the liability method using a principal tax rate of 30% for Trinidad and Tobago entities and 9% for overseas entities.

(c) Deferred income tax (assets) / liabilities

Deferred taxes are calculated in full on all temporary differences under the liability method using a principal tax rate of 30% (Trinidad) and 9% (Barbados) (2024 – 30% and 9% respectively).

	2025	2024
	\$'000	\$'000
Deferred tax assets	(29,285)	(28,698)
Deferred tax liabilities	58,979	55,349
Deferred tax liabilities - net	29,694	26,651

The movement on the deferred income tax account is as follows:

At beginning of the year	26,651	30,710
Charge / (credit) to consolidated statement of profit or loss	4,853	(2,173)
Credit to other comprehensive income	(1,810)	(1,886)
At end of the year	29,694	26,651

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

17. Taxation (continued)

(c) Deferred income tax (assets) / liabilities (continued)

The gross movement on the deferred income tax account is as follows:

	Accelerated tax depreciation \$'000	Retirement benefit asset \$'000	Intangibles \$'000	Investment properties \$'000	Other \$'000	Total \$'000
Deferred tax liabilities / (assets)						
As at January 1, 2025	34,955	13,082	46	7,266	(28,698)	26,651
Charge / (credit) to profit or loss	5,529	76	81	(246)	(587)	4,853
Credit to other comprehensive income	-	(1,810)	-	-	-	(1,810)
As at December 31, 2025	40,484	11,348	127	7,020	(29,285)	29,694
Deferred tax liabilities / (assets)						
As at January 1, 2024	32,684	14,069	4,126	7,512	(27,681)	30,710
Charge / (credit) to profit or loss	2,271	899	(4,080)	(246)	(1,017)	(2,173)
Credit to other comprehensive income	-	(1,886)	-	-	-	(1,886)
As at December 31, 2024	34,955	13,082	46	7,266	(28,698)	26,651

18. Inventories

	2025 \$'000	2024 \$'000
Goods held for sale	8,222	10,183
Newsprint and other raw materials	9,570	10,350
Spare parts and consumables	5,481	3,340
Goods in transit	3,400	2,245
	26,673	26,118

(a) Accounting policy

Inventories are stated at lower of cost and net realisable value. Net realisable value is the estimated selling price in the ordinary course of business less applicable variable selling expense. Cost is determined by the first-in, first-out (FIFO) method except for spare parts and consumables which are determined using the weighted average cost.

(b) The cost of raw materials and consumables used and included in cost of providing services amounted to \$44,837,594 (2024 - \$45,617,312) (Note 26).

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

19. Cash and term deposits

(i) Cash and cash equivalents (excluding bank overdrafts)

	2025	2024
	\$'000	\$'000
Cash at bank and in hand	23,784	26,903
Short-term bank deposits	1,280	1,731
	25,064	28,634

(ii) Term deposits

Term deposits	15,652	13,710
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(a) Accounting policy

For the purposes of the statement of cash flows, cash and cash equivalents comprise cash in hand, deposits held at call with banks, short term deposits with a maturity of less than three months, investments in money market instruments and bank overdrafts. In the consolidated statement of financial position, bank overdrafts are included in current liabilities.

(b) Financial risk management

The effective interest rates on term deposits were between 2% and 3.25% (2024 - 2.0% and 3.25%). These deposits have maturities in excess of 90 days and are placed with leading financial institutions.

20. Share capital

	2025	2024
	\$'000	\$'000
Authorised		
An unlimited number of ordinary shares of no par value		
Issued and fully paid		
66,499,801 (2024 - 66,499,801) ordinary shares of no par value	390,916	390,916

(a) Accounting policy

Ordinary shares with discretionary dividends are classified as equity. Incremental external costs directly attributable to the issue of new ordinary shares or options are shown in equity as a deduction, net of tax, from the proceeds.

Where any Group company purchases the Company's equity share capital (treasury shares), the consideration paid, including any directly attributable incremental costs (net of income taxes) is deducted from equity attributable to the Company's equity holders until the shares are cancelled or reissued. Where such ordinary shares are subsequently reissued, any consideration received, net of any directly attributable incremental transaction costs and the related income tax effects, is included in equity attributable to the Company's equity holders.

(b) Movement for the year:

	Number of Shares	Share Capital '000
As at December 31, 2025	66,499,801	390,916
As at December 31, 2024	66,499,801	390,916

The shareholders approved a share incentive plan effective January 1, 2006, under which the Board can grant options to management to subscribe for a maximum of 3,500,000 shares. Share options vest three years from the date of the grant. No share options were granted for the year December 31, 2025 (2024 - Nil).

The fair value of the options granted in 2015 of \$1.05 was determined using the Black Scholes model.

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

20. Share capital (continued)

(b) Movement for the year (continued)

Share options outstanding at the end of the year have the following expiry dates and exercise prices:

Grant - vest	Expiry date	Exercise price	Share options	
			2025 '000	2024 '000
2015 - 2018	24-Apr-25	22.30	-	283
2015 - 2018	20-Nov-25	22.00	-	289
			-	572
Reconciliation of movement				
At beginning of the year			572	1,095
Expired during the year			(572)	(514)
Lapsed during the year			-	(9)
At end of the year			-	572

No share options were granted or exercised in 2025.

The model inputs for share options granted during the year are as follows:

	2025	2024
Maturity	1 - 7 years	1 - 7 years
Expected price volatility of the Company's shares	14%	14%
Interest rate	1% - 4%	1% - 4%

The expected price volatility of the parent company shares is based on the historic volatility (based on the remaining life of the options), adjusted for any expected changes to future volatility due to publicly available information.

(c) Dividend distribution

Dividend distribution to the Group's shareholders is recognised as a liability in the Group's consolidated financial statements in the period in which the dividends are approved by the Group's directors.

A final dividend in respect of the year ended December 31, 2025, of 4 cents per share was approved on April 7, 2025, by the Board of Directors. This brings the total declared dividends for 2025 to 6 cents (2024 – 10 cents). These consolidated financial statements do not reflect the final dividend payable which will be accounted for in shareholders' equity as an appropriation of retained earnings in the year ended December 31, 2026.

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

21. Other reserves

Other reserves comprise the following:

	Foreign currency translation	Revaluation of land and buildings	Other	Total
	\$'000	\$'000	\$'000	\$'000
Balance at January 1, 2024	13,358	30,678	(6,753)	37,283
Currency translation differences	(242)	-	-	(242)
Depreciation transfer	-	(313)	-	(313)
Gains transferred to income on disposal of financial assets	-	-	47	47
Balance at December 31, 2024	13,116	30,365	(6,706)	36,775
Currency translation differences	(38)	-	-	(38)
Depreciation transfer	-	(325)	-	(325)
Gains transferred to income on disposal of financial assets	-	-	217	217
Balance at December 31, 2025	13,078	30,040	(6,489)	36,629

22. Non-controlling interests

	2025 \$'000	2024 \$'000
At beginning of the year	34,478	32,872
Investment in subsidiary	-	(1,500)
Share of net profit of subsidiary	3,369	3,092
Dividends to non-controlling interests	16	14
At end of the year	37,863	34,478

23. Employee Share Ownership Plan

a) Unallocated shares held in ESOP

The Group operates an Employee Share Ownership Plan (ESOP) that covers its present and future permanent employees which enables them to acquire interests in shares of the Company on the terms and in the manner appearing in the Trust Deed and Rules dated December 21, 2000, and within the terms of Section 35 of the Income Tax Act. The cost of the shares so acquired and which remain unallocated to employees have been recognised in Shareholders' Equity under 'Unallocated shares held by ESOP'. Any further dealings in the shares will be credited against the same account at fair value. The fair value of shares was derived from the closing market price prevailing on the Trinidad and Tobago Stock Exchange at the year-end.

As at December 31, 2025, the ESOP held 874,079 (2024 - 931,049) shares with a market value of \$1,162,525 (2024 - \$2,625,558). The shares are carried at cost in the consolidated statement of financial position.

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

23. Employee Share Ownership Plan (continued)

a) Unallocated shares held in ESOP (continued)

The movements in unallocated shares held by the ESOP are as follows:

	2025 \$'000	2024 \$'000	2025 No. of shares	2024 No. of shares
At beginning of the year	3,083	5,492	931,049	1,657,856
Allocation to employees	(374)	(2,507)	(113,047)	(756,832)
Re-purchase from ex-employees	180	98	56,077	30,025
At end of the year	2,889	3,083	874,079	931,049

Employees cease to be members of the ESOP on exiting the Company's employ with allocated shares being transferred from the ESOP to the ex-employees or settled in cash upon the Company's discretion.

As at December 31, 2025, the number of shares held in trust by the ESOP for employees was 3,753,207 (2024 – 3,696,237).

24. Borrowings

	2025 \$'000	2024 \$'000
Bank borrowings - repayable within one year (including overdraft)	19,988	17,035
Bank borrowings - repayable after one year	42,237	47,825
Lease liabilities - repayable within one year	547	877
Lease liabilities - repayable after one year	875	1,374
Gross debt - fixed interest rates	63,647	67,111
Cash and cash equivalents	(25,064)	(28,634)
Net debt	38,583	38,477

(a) Accounting policy

Borrowings are recognised initially at fair value, net of transaction costs incurred. Borrowings are subsequently carried at amortised cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognised in the consolidated statement of profit or loss over the period of the borrowings using the effective interest method.

Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw-down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

General and specific borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in the consolidated statement of profit or loss in the period in which they are incurred.

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

24. Borrowings (continued)

(b) The bank overdrafts bear interest at the rate of 7.25% - 11.0%. The bank borrowings attract interest at varying rates of 3.95% - 6.25% (2024 - 3.95% - 9.48%) per annum and are being repaid in monthly instalments of \$1,165,745 (2024: \$1,087,156).

The bank overdrafts and borrowings are secured by:

- (i) A first demand registered debenture giving the bank a first fixed charge over the fixed and floating assets of One Caribbean Media Limited, stamped to cover \$96,200,000. A collateral deed of mortgage over two parcels of land situated at 35 - 37 Independence Square, Port of Spain and singular parcel of land situated at 4 Charlotte Street, Port of Spain, stamped collateral to the debenture.
- (ii) A Corporate Guarantee supported by a demand mortgage over property located at 40 - 42 Henry Street, Port of Spain, stamped to cover \$18,130,000.
- (iii) A guarantee supported by a demand mortgage over property located at 39 Dundonald Street, Port of Spain, stamped to cover \$26,600,000.
- (iv) A first demand debenture giving the bank a first fixed charge over the fixed and floating assets of Green Dot Limited, stamped to cover \$20,100,000.
- (v) A first demand debenture giving the bank a first fixed charge over the fixed and floating assets of One Caribbean Flexipac Industries and Solutions Limited, stamped to cover \$14,465,000.
- (vi) Property all risk insurance on buildings, contents and stocks for \$142,848,938.
- (vii) Joint and Several Corporate Guarantee in the amount limited to \$50,000,000.
- (viii) Hire purchase agreement and assignment of insurance coverage over the vehicles.

25. Provisions for liabilities and other charges

	2025 \$'000	2024 \$'000
At January 1,	5,583	13,859
New provisions / (adjustments)	4,827	(2,521)
Utilised	(2,001)	(5,755)
At December 31,	8,409	5,583

	Employee benefits \$'000	Commissions and fees \$'000	Libel \$'000	Other \$'000	Total \$'000
At January 1, 2025	-	1,995	3,549	39	5,583
New provisions	-	1,165	3,643	19	4,827
Utilised	-	(1,961)	-	(40)	(2,001)
At December 31, 2025	-	1,199	7,192	18	8,409
At January 1, 2024	5,985	2,492	4,955	427	13,859
(Adjustments) / new provisions	(2,956)	1,801	(1,406)	40	(2,521)
Utilised	(3,029)	(2,298)	-	(428)	(5,755)
At December 31, 2024	-	1,995	3,549	39	5,583

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

25. Provisions for liabilities and other charges (continued)

Accounting policy

The Group recognises a liability and an expense for bonuses and profit-sharing based on a formula that takes into consideration the profit attributable to the Company's shareholders after certain adjustments. The Group recognises a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

Provisions for legal claims, service warranties and make good obligations are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate of the amount can be made. Provisions are not recognised for future operating losses.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to the passage of time is recognised as interest expense.

26. Expenses by nature

	2025 \$'000	2024 \$'000
Employee benefit expense (Note 27)	108,489	111,042
Other expenses	58,102	50,807
Inventories recognised as expense (Note 18)	44,838	45,617
Depreciation (Notes 6, 7, 8)	20,073	18,679
Agency commissions	9,432	10,513
Utilities	9,232	9,794
Professional fees	8,862	8,993
Programming usage	5,706	7,747
Property expenses	5,067	5,880
Licence fees and royalties	3,738	3,181
Advertising and promotion	1,992	2,632
Directors' remuneration	852	843
Amortisation (Note 9)	700	3,482
Gain on disposal of property, plant and equipment	(55)	(20)
Profit on disposal of financial assets	(179)	(180)
	276,849	279,010

As disclosed in the consolidated statement of profit or loss:

Cost of providing services	219,446	220,552
Administrative expenses	55,411	55,826
Marketing expenses	1,992	2,632
	276,849	279,010

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

27. Employee benefit expense

Salaries and wages	108,516	111,752
Pension cost (Note 12)	(27)	(710)
	108,489	111,042
Number of employees	508	526

28. Earnings per share

The calculation of basic earnings per share is based on the Group's profit attributable to shareholders (owners of the parent) of \$3,689,619 (2024: loss of \$64,862,937) and on the weighted average number of ordinary shares in issue of 64,049,065 (2024: 63,868,248) exclusive of ESOP shares, during the year.

The calculation of the fully diluted earnings per share is based on the Group's profit attributable to the shareholders (owners of the parent) as above and on the weighted average number of ordinary shares outstanding of 66,075,911 (2024: 65,895,094) assuming conversion of all dilutive potential ordinary shares and share options granted.

The weighted average number of shares used in the calculation of earnings per share is as follows:

	2025	2024
Weighted average number of ordinary shares used as the denominator in calculating basic earnings per share	64,049,065	63,868,248
Share options	2,026,846	2,026,846
Weighted average number of ordinary shares and potential ordinary shares used as the denominator in calculating diluted earnings per share	66,075,911	65,895,094

29. Net change in operating assets and liabilities

	2025	2024
	\$'000	\$'000
(Increase) / decrease in inventories	(555)	6,224
Decrease in trade receivables, sundry debtors and prepayments	4,049	16,433
Decrease in deferred programming	4,345	4,420
Decrease in trade payables	(8,033)	(4,603)
Increase / (decrease) in sundry creditors and accruals, provisions for liabilities and other charges and due to affiliated companies	2,346	(7,339)
	2,152	15,135

30. Contingencies and commitments

(a) Guarantees and bonds

Guarantees and bonds are obtained to facilitate the immediate clearance of equipment pending the subsequent payment of the applicable duties. As at December 31, 2025 guarantees and bonds totalled \$3,775,293 (2024 - \$3,775,293).

(b) Operating lease commitments

The future minimum lease payments under non-cancellable operating leases are as follows:

	2025	2024
	\$'000	\$'000
Not later than 1 year	820	824
Later than 1 year and not later than 5 years	1,125	1,489
Later than 5 years	286	419
	2,231	2,732

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

30. Contingencies and commitments (continued)

(c) Provision for legal claims

A provision for certain legal claims brought against the Group has been included in 'Provisions for liabilities and other charges'. However, as the outcome of these claims cannot be presently determined, the provision is an estimate based on available information and the actual liability and expenses may vary from the current provision.

(d) Provision for property taxes

There is a legal obligation for the payment of property taxes based on the Property Tax Act which was assented to on December 31, 2009, and the subsequent amendments and waivers. However, due to the unavailability of information for the key inputs required in the determination of the property tax liability for each property, the Group is unable to quantify the likely impact of this liability. As such, no provision has been recorded in these consolidated financial statements.

31. Financial instruments by category

	2025			2024		
	At amortised cost	At fair value	Total	At amortised cost	At fair value	Total
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Assets as per consolidated statement of financial position						
Financial assets	13,411	1,085	14,496	13,466	2,423	15,889
Loans and other receivables	6,309	-	6,309	6,861	-	6,861
Trade and other receivables excluding prepayments	82,781	-	82,781	86,614	-	86,614
Due from related parties	17,974	-	17,974	20,862	-	20,862
Term deposits	15,652	-	15,652	13,710	-	13,710
Cash and cash equivalents	25,064	-	25,064	28,634	-	28,634
	161,191	1,085	162,276	170,147	2,423	172,570
Liabilities as per consolidated statement of financial position						
Borrowings	62,225	-	62,225	64,860	-	64,860
Lease liabilities	1,422	-	1,422	2,251	-	2,251
Trade and other payables	37,120	-	37,120	44,786	-	44,786
	100,767	-	100,767	111,897	-	111,897

32. Material accounting policies

This Note provides a list of the material accounting policies adopted in the preparation of these consolidated financial statements to the extent they have not already been disclosed in the other Notes above. These policies have been consistently applied to all the years presented unless otherwise stated.

The consolidated financial statements are for the Group, consisting of the Company and its subsidiaries.

32.1 Basis of preparation

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) and interpretations issued by the IFRS Interpretations Committee (IFRS IC) applicable to Companies reporting under IFRS. The consolidated financial statements comply with IFRS Accounting Standards as issued by the International Accounting Standards Board (IASB), ("IFRS Accounting Standards").

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

32. Material accounting policies (continued)

32.1 Basis of preparation (continued)

The consolidated financial statements have been prepared on a historical cost basis, except for the following:

- the revaluation of land and buildings – measured at fair value,
- financial assets – measured at fair value, and
- defined benefit pension plans – plan assets measured at fair value.

The preparation of financial statements in conformity with IFRS Accounting Standards requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group's accounting policies. The areas involving a higher degree of judgement and complexity or where assumptions and estimates are significant to the consolidated financial statements are disclosed in Note 3.

32.2 Foreign currency translation

(a) Functional and presentation currency

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The consolidated financial statements are presented in Trinidad and Tobago dollars, which is the Group's functional and presentation currency.

(b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are re-measured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the consolidated statement of profit or loss, except when deferred in other comprehensive income as qualifying cash flow hedges and qualifying net investment hedges.

Foreign exchange losses and gains that relate to borrowings and cash and cash equivalents are presented in the consolidated statement of profit or loss within 'Finance cost' or 'Interest income'. All other foreign exchange gains and losses are presented in the consolidated statement of profit or loss within 'Administrative expenses'.

(c) Group companies

The results and financial position of all the Group entities (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- (i) Assets and liabilities for each statement of financial position presented are translated at the closing rate at the date of that statement of financial position.
- (ii) Income and expenses for each statement of profit or loss are translated at average exchange rates (unless this average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions).
- (iii) All resulting exchange differences are recognised in other comprehensive income.

Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the foreign entity and translated at the closing rate. Exchange differences arising are recognised in other comprehensive income.

32.3 Investment properties – See Note 6.

32.4 Property, plant and equipment – See Note 7.

32.5 Leases – See Note 8.

32.6 Intangible assets – See Note 9.

32.7 Impairment of assets – See Note 9.

32.8 Investments in associates and joint venture – See Note 10.

32.9 Financial assets – See Note 11.

32.10 Retirement benefit asset – See Note 12.

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

32. Material accounting policies (continued)

32.11 Loans and other receivables – See Note 13.

32.12 Trade receivables – See Note 14.

32.13 Deferred programming – See Note 16.

32.14 Taxation – See Note 17.

32.15 Inventories – See Note 18.

32.16 Cash and cash equivalents – See Note 19.

32.17 Share capital – See Note 20.

32.18 Borrowings – See Note 24.

32.19 Provisions for liabilities and other charges – See Note 25.

32.20 Trade payables

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business if longer). If not, they are presented as non-current liabilities.

Trade payables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method.

32.21 Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable for the sale of goods and services in the ordinary course of the Group's activities. Revenue is shown net of value-added tax, credits, rebates and discounts and after eliminating sales within the Group.

The Group recognises revenue when the amount of revenue can be measured reliably, it is probable that future economic benefits will flow to the entity and specific criteria have been met for each of the Group's activities as described below. The amount of revenue is not considered to be reliably measured until all contingencies relating to the sale have been resolved.

The Group's revenue is recognized at a point in time.

Provision of services - Media

The Group sells advertising services utilising television, print and radio media to advertising agents, government, corporate entities and individuals. For sales of these services, revenue is recognised in the accounting period in which the services are rendered, by reference to the fulfilment of the required advertisement at the rates agreed with the customer. The contract price is allocated over all performance obligations including bonus spots.

Provision of services - Information, Communication and Technology

The Group sells technology related and broadband services to corporate and individual customers. Sales are recognised in the accounting period to which the services are rendered by reference to the completion of the specific transactions assessed on the basis of the actual service provided.

Revenue from the rental of equipment is accounted for as lease income.

Sale of goods - Wholesale distribution

The Group sells a range of large electrical household appliances. Sales of goods are recognised when the Group has delivered products to the customer, the risks and rewards of ownership have been transferred by delivery and the customer has accepted the goods according to the terms of sale. Delivery occurs when the product is installed for the customer and there is acceptance of the product in accordance with the sales contract.

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

32. Material accounting policies (continued)

32.21 Revenue recognition (continued)

Sale of goods - Retail contract services

The Group sells, assembles and installs photovoltaic systems and renewable energy products; carries out energy audits and implements energy efficiency strategies. Sales are recognized when products are delivered to the customer and there is no unfulfilled obligation that could affect the customer's acceptance of the product. Contracts that span more than one financial period are accounted for by estimating the stage of completion.

A 10% retention fee is recognised upon certification from the authorities.

Sale of goods - Packaging material

The Group is engaged in the production and sale of flexographic packaging material. Sales are recognised when products are delivered to and accepted by the customer.

32.22 Operating leases

Leases in which a significant portion of the risks and rewards of ownership were not transferred to the Group as the lessee, were classified as operating leases. Payments made under operating leases were charged to the consolidated statement of profit or loss as incurred on a straight line basis over the period of the lease. The Group leases certain property, plant and equipment.

32.23 Dividend income

Dividend income is recognised when the right to receive payment is established.

32.24 Interest income

Interest income on financial assets at amortised cost and financial assets at FVOCI calculated using the effective interest method is recognised in the statement of profit or loss as part of interest income.

Total interest income on financial assets that are measured at amortised cost for the year was \$879,888 (2024: \$1,075,758).

32.25 Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest thousand currency units unless otherwise stated.

32.26 Impact of changes in accounting standards

(i) New and amended standards adopted by the Group

There were no new IFRSs or IFRIC interpretations that are effective for the first time for the financial year beginning on or after January 1, 2025, that were adopted and had a material impact on the Company. The Group adopted the following:

- On August 15, 2023, the IASB issued Lack of Exchangeability which amended IAS 21 The Effects of Changes in Foreign Exchange Rates (the Amendments). The Amendments arose as a result of a submission received by the IFRS Interpretations Committee about the determination of the exchange rate when there is a long-term lack of exchangeability. IAS 21, prior to the Amendments, did not include explicit requirements for the determination of the exchange rate when a currency is not exchangeable into another currency, which led to diversity in practice.

The Amendments introduce requirements to assess when a currency is exchangeable into another currency and when it is not. The Amendments require an entity to estimate the spot exchange rate when it concludes that a currency is not exchangeable into another currency.

- In July 2024, the IASB published the Exposure Draft Climate-related and Other Uncertainties in the Financial Statements. The exposure draft proposes eight examples illustrating how an entity applies the requirements in IFRS Accounting Standards to report the effects of climate-related and other uncertainties in its financial statements.
- On June 23, 2025, the IASB issued IFRS Practice Statement 1 Management Commentary to replace the previous IFRS Practice Statement 1 Management Commentary that was issued in December 2010.

Notes to the Consolidated Financial Statements (continued)

For the year ended December 31, 2025

(Expressed in Trinidad and Tobago dollars)

32. Material accounting policies (continued)

32.26 Impact of changes in accounting standards (continued)

(i) New and amended standards adopted by the Group (continued)

The revised Practice Statement emphasises the importance of focusing on key matters that influence the company's prospects, drawing on material information used in internal management. The Practice Statement supports consistency across financial reports and requires a coherent, fact-based narrative structured around six core content areas: business model, strategy, resources and relationships, risks, external environment, and financial performance and position.

- In May 2024, the IASB issued Amendments to the Classification and Measurement of Financial Instruments. The Amendments modify the following requirements in IFRS 9 and IFRS 7:
 - o Derecognition of financial liabilities settled through electronic transfers.
 - o Elements of interest in a basic lending arrangement (the solely payments of principal and interest assessment – 'SPPI test').
 - o Contractual terms that change the timing or amount of contractual cash flows.
 - o Financial assets with non-recourse features.
 - o Investments in contractually linked instruments.
 - o Disclosures in investments in equity instruments designated at fair value through other comprehensive income and contractual terms that could change the timing or amount of contractual cash flows.

The Amendments may significantly affect how entities account for the derecognition of financial liabilities and how financial assets are classified.

The Amendments permit an entity to early adopt only the amendments related to the classification of financial assets and the related disclosures and apply the remaining amendments later. The amendments are effective for annual reporting periods beginning on or after January 1, 2026, and the Group does not expect a material impact on adoption.

- IFRS 18 Presentation and Disclosure in Financial Statements replaces IAS 1 Presentation of Financial Statements and is mandatorily effective for annual reporting periods beginning on or after January 1, 2027.
- IFRS 18, which was published by the IASB on April 9, 2024, sets out significant new requirements for how financial statements are presented, with particular focus on:
 - o The statement of profit or loss, including requirements for mandatory sub-totals to be presented. IFRS 18 introduces requirements for items of income and expense to be classified into one of five categories in the statement of profit or loss. This classification results in certain sub-totals being presented, such as the sum of all items of income and expense in the operating category comprising the new mandatory 'operating profit or loss' sub-total.
 - o Aggregation and disaggregation of information, including the introduction of overall principles for how information should be aggregated and disaggregated in financial statements.
 - o Disclosures related to management-defined performance measures (MPMs), which are measures of financial performance based on a total or sub-total required by IFRS Accounting Standards with adjustments made (e.g. 'adjusted profit or loss'). Entities will be required to disclose MPMs in the financial statements with disclosures, including reconciliations of MPMs to the nearest total or sub-total calculated in accordance with IFRS Accounting Standards.

The aim of the IASB in publishing IFRS 18 is to improve comparability and transparency of companies' performance reporting. IFRS 18 has also resulted in narrow changes to the statement of cash flows.

Management expects impact on the presentation and disclosures of these consolidated financial statements when this standard is adopted.

Other standards, amendments and interpretations to existing standards in issue but not yet effective are not considered to be relevant to the Group and have not been disclosed.

- (iii) Standards and amendments to published standards early adopted by the Group.
The Group did not early adopt any new, revised or amended standards.

33. Subsequent Events

Management has evaluated the possibility of subsequent events existing in the Group's consolidated financial statements from January 1 2026, through April 9 2026, the date the consolidated financial statements were available to be issued. Management has determined that there are no material events that would require adjustment to or disclosure in the Group's consolidated financial statements.

Notice of Meeting

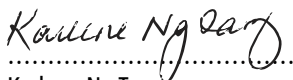
To All Shareholders:

NOTICE IS HEREBY given that the 58th Annual Meeting of One Caribbean Media Limited will be held at Express House, 35-37 Independence Square, Port of Spain, on 13 July 2026 at 10:00a.m.

Agenda

1. To adopt the Auditors' Report, Financial Statements and Directors' Report for the year ended 31 December 2025.
2. To elect Directors. (See Notes 1 to 4).
3. To re-appoint Auditors for the ensuing year and to authorize the Directors to fix their remuneration.
4. To discuss any other business of the Company which may properly be considered at the Annual Meeting.

By Order of the Board



Karlene Ng Tang
Company Secretary
11 June 2026

One Caribbean Media Limited, Express House, 35-37 Independence Square, Port of Spain.

Notes:

1. In accordance with the By Laws, Mr. Faarees Hosein retires by rotation and being eligible offers himself for re-election for a term not later than the close of the third Annual Meeting of the shareholders following this re-election.
2. In accordance with the By Laws, Mr. Peter Symmonds retires by rotation and being eligible offers himself for re-election for a term not later than the close of the third Annual Meeting of the shareholders following this re-election.
3. In accordance with the By Laws, Mrs. Renee-Ann Kowlessar retires by rotation and being eligible offers herself for re-election for a term not later than the close of the third Annual Meeting of the shareholders following this re-election.
4. In accordance with the By Laws, Dr. Grenville Phillips retires by rotation and being over seventy-five (75) years of age offers himself for re-election for a term not later than the close of the first Annual Meeting of the shareholders following this re-election.
5. The Auditors, BDO, retire by rotation and being eligible offer themselves for re-election.
6. At no time during the current financial year has any Director or Officer been a party to a material contract with the Company or was materially interested in a contract or in a party to a material contract which was significant in relation to the Company's business.
7. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote in his or her stead. Such Proxy need not also be a member of the Company.

A Proxy Form is provided.



Proxy Form
Republic of Trinidad and Tobago
The Companies Act, CH. 81:01
Section 143 (1)

1. **Name of Company:**
One Caribbean Media Limited

Company No: O-701(c)

2. The 58th Annual Meeting of One Caribbean Media Limited to be held at Express House, 35-37 Independence Square, Port of Spain, on 13 July 2026 at 10:00a.m.

3. I/We _____
(BLOCK CAPITALS PLEASE)

of _____

shareholder/s in the above Company, appoint the Chairman of the Meeting or failing him,

of _____

to be my/our proxy to vote for me/us on my/our behalf at the above meeting and any adjournment thereof, in the same manner, to the same extent and with the same powers as if I/we was/were present at the said meeting as such adjournment or adjournments thereof and in respect of the resolutions listed below to vote in accordance with my/our instructions.

Signature/s

Dated this _____ day of _____ 2026.

Please indicate with an "X" in the spaces below and overleaf your instructions on how you wish your votes to be cast. Unless otherwise instructed, the proxy will exercise his/her discretion as to how he/she votes or whether he/she abstains from voting.

Please consider Notes 1 to 6 below and overleaf for assistance to complete and deposit this Proxy Form.

Proxy Form (continued)

Resolutions		For	Against
1.	To adopt the Audited Financial Statements of the Company for the financial year ended 31 December 2025.		
2.	In accordance with the By Laws, Mr. Faarees Hosein retires by rotation and being eligible offers himself for re-election for a term not later than the close of the third Annual Meeting of the shareholders following this re-election.		
3.	In accordance with the By Laws, Mr. Peter Symmonds retires by rotation and being eligible offers himself for re-election for a term not later than the close of the third Annual Meeting of the shareholders following this re-election.		
4.	In accordance with the By Laws, Mrs. Renee-Ann Kowlessar retires by rotation and being eligible offers herself for re-election for a term not later than the close of the third Annual Meeting of the shareholders following this re-election.		
5.	In accordance with the By Laws, Dr. Grenville Phillips retires by rotation and being over seventy-five (75) years of age offers himself for re-election for a term not later than the close of the first Annual Meeting of the shareholders following this re-election.		
6.	The Auditors, BDO, retire by rotation and being eligible offer themselves for re-election.		

Notes:

1. A shareholder may appoint a proxy of his/her own choice. If such an appointment is made, delete the words 'the Chairman of the Meeting' from the Proxy Form and insert the name and address of the person-appointed proxy in the space provided and initial the alteration.
2. If the appointer is a corporation, the Proxy Form must be under its common seal or under the hand of an officer of the corporation or attorney duly authorized in that behalf.
3. A shareholder who is a body corporate may, in lieu of appointing a proxy, authorize an individual by resolution of its directors or governing body to represent it at this Annual Meeting.
4. In the case of joint shareholders, the names of all joint shareholders must be stated on the Proxy Form and all joint shareholders must sign the Proxy Form.
5. If the Proxy Form is returned without any indication as to how the person-appointed proxy shall vote, the proxy will exercise his/her discretion as to how he/she votes or whether he/she abstains from voting.
6. To be valid, this Proxy Form must be completed and deposited with the Secretary of the Company at the Registered Office of the Company at the address below at least 48 hours before the time appointed for the Annual Meeting.

Return to: The Company Secretary
One Caribbean Media Limited
Express House
35-37 Independence Square
Port of Spain



www.ocmgroupp.co