

31 January 2025

ASX and Media Announcement

Summary of Quarter Ended 31 December 2024

Fatfish Group Ltd ("Fatfish" or the "Company") is pleased to provide a summary of its activities for the quarter ended 31 December 2024 ("Quarter").

During the Quarter, Fatfish reported total cash receipts of A\$0.76 million, an increase from A\$0.63 million in the previous quarter, driven by more robust and disciplined collection efforts. Operating expenses for the period totalled A\$1.14 million, a 41% rise compared to the prior quarter, resulting in a net cash outflow of A\$0.37 million.

	Quarter on Quarter		chg.
	31 Dec 2024	30 Sept 2024	
	\$A'000	\$A'000	
Receipt from customers	763	634	+20.3%
Others	3	2	+50.0%
Total receipts	766	636	+20.4%
Total payments	(1,138)	(759)	+40.9%
Net cash from / (used in) operating activities	(372)	(123)	+202.4%

Business Updates

AI Powered Gaming

During the Quarter, the Company has been actively involved in advancing AI Gaming Pte Ltd ("AIGC"), which Fatfish has a 49% interest in. Under Fatfish's stewardship, AIGC has now launched two new first party games, as well as signing several significant contracts for third party game development work. Combined, this has pushed AIGC's revenue to approx A\$900,000 for CY2024. If the expensing of Fatfish's incubation services were to be removed from AIGC's profit and loss statement, AIGC would have been profitable over CY2024 (unaudited result based on management accounts).

Further detail on these activities are below:

- **Contract game development** completed by AIGC during the quarter comprised AIGC utilising its artificial intelligence-based techniques and processes to create new and immersive experiences on contract from third parties. An example of such an engagement was AIGC working with a South East Asian financial institution to create a simulation game that included real-life budgeting and economic mechanisms as part of a marketing effort by the financial institution aimed at retail customers.
- **Bumppies** is a mobile game for iOS and Android that blends character collection with real-time strategy, appealing to both casual and competitive players. The game is initially positioned in Southeast Asia to tap into the region's rapidly growing mobile gaming audience. With plans for global expansion, Bumppies aims to establish itself as a long-term revenue-generating title.
- **Globalands** is a casual game built on the Telegram platform, designed with a variety of fun and highly replayable features to ensure engaging user experiences. By leveraging the Telegram Open Network (TON) as a payment gateway, Globalands delivers a seamless user experience, particularly in managing game pass subscriptions.

Blockchain Mining Recommedences at Minerium Technology

Fatfish presently holds a 49% interest in Minerium - a blockchain mining technology firm with large scale blockchain mining facilities. Activities at Minerium were scaled down in 2019 citing adverse operating conditions. However, with recent renewed interest in digital assets and blockchain, Minerium's present focus is on blue-chip digital assets as well as Doge - a digital asset more recently popularised by Elon Musk which has a market capitalisation exceeding US\$45 billion (source:coinmarketcap).

Social Gaming

Following the launch of the Hibur.io social gaming platform and a Telegram-based social gaming service, we are also repurposing Hibur.io's technology platform to offer white-label service opportunities in collaboration with strategic partners, expanding the platform's reach and enhancing its capabilities. The social gaming platform is now ready. The Company will be actively marketing the platform to potential white-labelling partners.

Capital Raisings

During the Quarter, the Company was pleased to have seen strong support from new and existing investors in a \$1.5 million placement. Funds were applied to various initiatives including Blockchain Mining, AIGC, launch of new social gaming projects and other Fatfish investee company initiatives.

Listing Rule 4.7C.1

In accordance with Listing Rule 4.7C.1, a summary of the net operating cash flows for the quarter ended 31 December 2024 are as follows:

Receipts from customers	\$763,000
Interest received	\$3,000
Payments for:	
Product manufacturing and operating costs	\$781,000
Advertising and marketing	\$37,000
Staff costs	\$246,000
Administration and corporate costs	\$51,000
Interest and other costs of finance paid	\$23,000

Listing Rule 4.7C.3

In accordance with Listing Rule 4.7C.3 under Item 6 of the Company's Appendix 4C of the cash flow report for the Quarter, it has been reported that payments to Related Parties are approximately \$9,000.

The Company's Appendix 4C statement is herein attached at the back of this announcement.

This announcement has been authorized by the Board of Directors of Fatfish.

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For further information, please contact:

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About Fatfish Group Limited

Fatfish Group Limited (ASX:FFG) ("Fatfish" or the "Company") is an ASX listed tech venture firm incubating future leaders in digital entertainment, fintech and ecommerce as well as the application of Generative AI technologies in these sectors. Fatfish investee companies, ranging from incubation through to listed entities, include ASEAN Fintech Group, Abelco Investment Group (NGM:ABIG) and iCandy Interactive (ASX:ICI). Our strategy is to give investors indirect exposure to our investee companies as well as incubate new businesses leveraging our significant expertise and experience in developing and launching innovative technology companies.

Appendix 4C
Quarterly cash flow report for entities
subject to Listing Rule 4.7B

Name of Entity

FATFISH GROUP LIMITED	
ABN	Quarter ended ("current quarter")
88 004 080 460	31 DECEMBER 2024

Consolidated Statement of cash flows	Current quarter	Year to date (12 months)
	\$A'000	\$A'000
1. Cash flows from operating activities		
1.1 Receipts from customers	763	3,105
1.2 Payments for		
(a) research and development	-	-
(b) product manufacturing and operating costs	(781)	(2,380)
(c) advertising and marketing	(37)	(88)
(d) leased assets	-	-
(e) staff costs	(246)	(922)
(f) administration and corporate costs	(51)	(1,007)
1.3 Dividends received (see note 3)	-	-
1.4 Interest received	3	10
1.5 Interest and other costs of finance paid	(23)	(92)
1.6 Income taxes paid	-	-
1.7 Government grants and tax incentives	-	-
1.8 Other (provide details if material)	-	-
1.9 Net cash from/(used in) operating activities	(372)	(1,374)

Appendix 4C
Quarterly cash flow report for entities subject to Listing Rule 4.7B

	Current quarter \$A'000	Year to date (12 months) \$A'000
2. Cash flows from investing activities		
2.1 Payments to acquire:		
(a) entities	-	-
(b) businesses	-	-
(c) property, plant and equipment	(8)	(65)
(d) investments	-	(100)
(e) intellectual property	-	-
(f) other non-current assets	-	-
2.2 Proceeds from disposal of:		
(a) entities	-	-
(b) businesses	-	-
(c) property, plant and equipment	-	-
(d) investments	-	-
(e) intellectual property	-	-
(f) other non-current assets	-	-
2.3 Cash flows from loans to other entities	-	-
2.4 Dividends received (see note 3)	-	-
2.5 Other (cash flow loans to unconsolidated subsidiaries)	43	(308)
2.6 Net cash from/(used in) investing activities	35	(473)

	Current quarter \$A'000	Year to date (12 months) \$A'000
3. Cash flows from financing activities		
3.1 Proceeds from issues of equity securities (excluding convertible debt securities)	1,500	3,278
3.2 Proceeds from issue of convertible debt securities	-	-
3.3 Proceeds from exercise of options	-	-
3.4 Transaction costs related to issues of equity securities or convertible debt securities	(132)	(341)
3.5 Proceeds from borrowings	-	-
3.6 Repayment of borrowings	-	(1,350)
3.7 Transaction costs related to loans and borrowings	-	-
3.8 Dividends paid	-	-
3.9 Other - payments for share buyback	-	-
3.10 Net cash from/(used in) financing activities	1,368	1,587

Appendix 4C
Quarterly cash flow report for entities subject to Listing Rule 4.7B

	Current quarter \$A'000	Year to date (12 months) \$A'000
4. Net increase/(decrease) in cash and cash equivalents for the period		
4.1 Cash and cash equivalents at beginning of period	928	2,275
4.2 Net cash from /(used in) operating activities (item 1.9 above)	(372)	(1,374)
4.3 Net cash from /(used in) investing activities (item 2.6 above)	35	(473)
4.4 Net cash from /(used in) financing activities (item 3.10 above)	1,368	1,587
4.5 Effect of movement in exchange rates on cash held	(48)	(104)
4.6 Effect on deconsolidation of subsidiaries that have been deemed investment entities	-	-
4.7 Cash and cash equivalents at end of period	1,911	1,911
5. Reconciliation of cash and cash equivalents at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts.	Current quarter \$A'000	Previous quarter \$A'000
5.1 Bank balances	1,911	928
5.2 Call deposits	-	-
5.3 Bank overdrafts	-	-
5.4 Other (provide details)	-	-
5.5 Cash and cash equivalents at end of quarter (should equal item 4.6 above)	1,911	928
6. Payments to related parties of the entity and their associates	Current quarter \$A'000	
6.1 Aggregate amount of payments to related parties and their associates included in item 1	9	
6.2 Aggregate amount of payments to related parties and their associates included in item 2	-	

Appendix 4C
Quarterly cash flow report for entities subject to Listing Rule 4.7B

7. Financing Facilities

Note: the term "facility" includes all forms of financing arrangements available to the entity

Add notes as necessary for an understanding of the sources of finance available to the entity.

7.1 Loan facilities

7.2 Credit standby arrangements

7.3 Other (please specify)

7.4 Total financing facilities

Total facility amount at quarter end \$A'000	Amount drawn at quarter end \$A'000
-	-
(1,180)	(1,180)
(1,180)	(1,180)

7.5 Unused financing facilities available at quarter end

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7.6 Include in the box below a description of each facility above, including the lender, interest rate, maturity date and whether it is secured or unsecured. If any additional financing facilities have been entered into or are proposed to be entered into after quarter end, include a note providing details of those facilities as well.

The Company entered into a definitive legally binding agreement with US based Arena Investors, LP for the issuance of up to \$8 million convertible notes. Salient terms of the Notes are as follows:

(i) To be drawn 1 tranche;

(ii) Investor may elect to convert the Notes at any time up to the Maturity Date, at a conversion price of \$0.07 per Note.

(iii) Maturity date is 27 August 2024, which shall be extendable upon mutual agreement of the parties, after which the Company shall redeem the relevant Notes in cash, provided that they have not been converted into shares by the Investor. It has received confirmation that the Note Holder will not call on the Notes in the next 12 months or until the Company has sufficient funds; and

(iv) Coupon rate of 1.00% per annum

8. Estimated cash available for future operating activities	\$A'000
8.1 Net cash from/(used in) operating activities (item 1.9)	(372)
8.2 Cash and cash equivalents at quarter end (item 4.6)	1,911
8.3 Unused finance facilities available at quarter end (Item 7.5)	-
8.4 Total available funding (Item 8.2 + Item 8.3)	1,911
8.5 Estimated quarters of funding available (Item 8.4 dividend by Item 8.1)	5.14

8.6 If Item 8.5 is less than 2 quarters, please provide answers to the following questions:

8.6.1 Does the entity expect that it will continue to have the current level of net operating cash flows for the time being and, if not, why not?

N/A

8.6.2 Has the entity taken any steps, or does it propose to take any steps, to raise further cash to fund its operations and, if so, what are those steps and how likely does it believe that they will be successful?

N/A

8.6.3 Does the entity expect to be able to continue its operations and to meet its business objectives and, if so, on what basis?

N/A

For professional use only

Appendix 4C

Quarterly cash flow report for entities subject to Listing Rule 4.7B

Compliance Statement

1. This statement has been prepared in accordance with accounting standards and policies which comply with Listing Rule 19.11A.
2. This statement gives a true and fair view of the matters disclosed.

Date: 31 January 2025

Authorised by: By the Board of Directors

Notes:

1. This quarterly cash flow report and the accompanying activity report provide a basis for informing the market about the entity's activities for the past quarter, how they have been financed and the effect this has had on its cash position. An entity that wishes to disclose additional information over and above the minimum required under the Listing Rules is encouraged to do so.
2. If this quarterly cash flow report has been prepared in accordance with Australian Accounting Standards, the definitions in, and provisions of, *AASB 107: Statement of Cash Flows* apply to this report. If this quarterly cash flow report has been prepared in accordance with other accounting standards agreed by ASX pursuant to Listing Rule 19.11A, the corresponding equivalent standard applies to this report.
3. Dividends received may be classified either as cash flows from operating activities or cash flows from investing activities, depending on the accounting policy of the entity.
4. If this report has been authorised for release to the market by your board of directors, you can insert here: "By the board". If it has been authorised for release to the market by a committee of your board of directors, you can insert here: "By the {name of board committee - eg *Audit and Risk Committee*}". If it has been authorised for release to the market by a disclosure committee, you can insert here: "By the Disclosure Committee".
5. If this report has been authorised for release to the market by your board of directors and you wish to hold yourself out as complying with recommendation 4.2 of the ASX Corporate Governance Council's *Corporate Governance Principles and Recommendations*, the board should have received a declaration from its CEO and CFO that, in their opinion, the financial records of the entity have been properly maintained, that this report complies with the appropriate accounting standards and gives a true and fair view of the cash flows of the entity, and that their opinion has been formed on the basis of a sound system risk management and internal control which is operating effectively.