Financial Results

FIRST QUARTER FY2027 RESULTS AND
FINANCIAL YEAR 2026 PERFORMANCE

PROVEN
Wealth | Bank | Properties | Private Capital

FINANCIAL HIGHLIGHTS

Net Profit
(Q1 FY2027 attributable to owners)
US$8.2 million

Net Revenue
(Q1 FY2027)
US$16.8 million

Total Assets
(as at June 30, 2026)
US$1.13 billion

Total Equity
(as at June 30, 2026)
US$121.9 million

Dividend Payment US$0.0020

PROVEN GROUP LIMITED REPORTS FIRST QUARTER FY2027 RESULTS AND FINANCIAL YEAR 2026 PERFORMANCE

Quarterly Return to Profitability Led by Roberts Manufacturing Transaction and Improving Core Operations; Total Shareholders' Equity Rises 13.9% Year-over-Year to US$121.9 million representing a book value per share of US$0.152.

PROVEN Group Limited ("PROVEN" or the "Group") today reported unaudited consolidated financial results for the first quarter ended June 30, 2026, together with commentary on the Group's unaudited financial performance for the year ended March 31, 2026. The Group's diversified platform — spanning banking, wealth management, real estate, private capital investment, manufacturing and strategic associate holdings — continued to demonstrate resilience notwithstanding elevated financing costs, volatile capital markets and mixed regional economic conditions during the periods under review.

FIRST QUARTER FY2027 HIGHLIGHTS
(Quarter Ended June 30, 2026)

- Profit attributable to owners of US$8.2 million, compared to a net loss of US$2.6 million in the prior year quarter, a turnaround of approximately US$10.9 million.
- Net operating revenue of US$16.8 million, up from US$16.4 million in the prior year quarter.
- Operating profit of US$3.5 million, plus a one-off gain of US$9.4 million on the partial disposal of Roberts Manufacturing Company Limited.
- Net interest income of US$8.1 million, up 12.7% year-over-year.
- Earnings per share of US$0.0103, compared to a loss per share of US$0.0033 in the prior year quarter.

FINANCIAL YEAR 2026 HIGHLIGHTS
(Year Ended March 31, 2026)

- Net operating revenue of US$74.3 million, up 6.2% from US$69.9 million in FY2025.
- Net loss attributable to shareholders of US$4.8 million, compared to net profit of US$2.5 million in FY2025, reflecting elevated finance costs and non-recurring charges during the year.
- Total assets of US$1.16 billion at March 31, 2026, up from US$1.11 billion at the end of the prior fiscal year.
- Net fair value adjustments and realised gains of US$4.9 million, substantially higher than US$0.7 million in FY2025.

"Our first quarter results reflect both the continued strengthening of our core operating businesses and the strategic value we unlocked through the partial disposal of Roberts Manufacturing. Net interest income, associate contributions and property sales activity all improved meaningfully compared to the prior year quarter, and we enter the remainder of the fiscal year with a stronger capital base and a clearer path to sustained profitability,"

Johann Heaven, Chief Executive Officer of PROVEN Management Limited

RESULTS OF OPERATIONS:

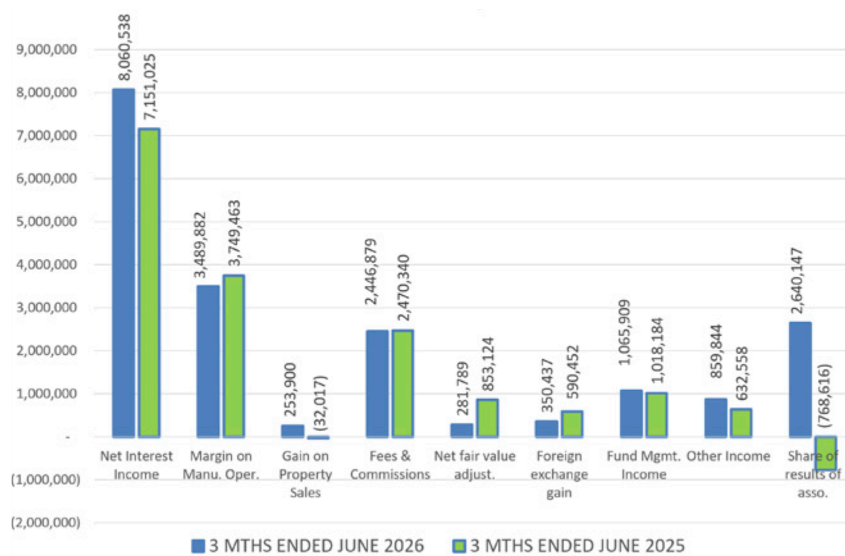
Net Revenue: For the year ended March 31, 2026, net operating revenue amounted to US$74.3 million, compared to US$69.9 million in FY2025, an increase of 6.2%. The composition of earnings shifted meaningfully during the year, with growth in property sales, net interest income, fair value gains and other income offsetting lower manufacturing revenues and reduced fees and commissions.

For the quarter ended June 30, 2026, net operating revenue increased to US$16.8 million from US$16.4 million in the prior year quarter, driven primarily by stronger net interest income and a recovery in the property sales segment, which together offset lower manufacturing gross profit and reduced fair value and foreign exchange gains.

During FY2026, the first half of the year continued to reflect elevated funding costs, while the latter part of the year benefited from the commencement of monetary easing in major markets, improving investment portfolio performance and supporting fair value gains. The first quarter of FY2027 showed further evidence of this recovery, particularly in banking, investment income and associate contributions.

Net Interest Income: Net interest income increased 3.6% for the year ended March 31, 2026, to US$31.8 million from US$30.7 million in the prior year, reflecting growth in the banking and investment portfolios, improved spreads across portions of the lending portfolio, and a gradual reduction in funding costs during the latter part of the financial year.

PROVEN GROUP LIMITED NET REVENUE BREAKDOWN FOR THE THREE MONTHS ENDED JUNE 30, 2026 COMPARED TO PRIOR YEAR



This positive trend continued in the first quarter ended June 30, 2026, with net interest income increasing 12.7% year-over-year to US$8.1 million from US$7.2 million in the prior year quarter, supported by the easing of funding costs as the Group's cost of debt, which peaked during 2025, began to decline. Management expects net interest income to remain an important driver of earnings as maturing obligations are refinanced at more favourable rates.

Fees & Commissions: For the financial year ended March 31, 2026, fees and commissions totalled US$8.8 million, compared to US$10.6 million in the prior year, a decline primarily reflecting the Group's strategic rationalisation of certain wealth management activities, including the exit from selected offshore markets, together with lower transaction-driven revenues during the year.

For the quarter ended June 30, 2026, fees and commissions were broadly stable at US$2.4 million, compared to US$2.5 million in the prior year quarter, a decline of approximately 1.0%, as softness in banking-division fee income offset strong trading and commission-driven wealth management activity and stable investment banking fee income. PROVEN's core wealth management operations in Jamaica, Cayman and Barbados remain an important platform for growth, with a notable turnaround over the past few months.

Fund And Pension Management Income: Pension and fund management income remained a stable contributor to earnings during the year ended March 31, 2026, generating US$4.1 million compared with US$4.3 million in the prior year. For the quarter ended June 30, 2026, fund management income increased 4.7% to US$1.1 million, compared to US$1.0 million in the corresponding quarter of the prior year, supported by continued expansion in assets under management across the Group's unit trust, managed portfolio and pension fund platforms

Property Division: The Properties division delivered a significant improvement for the year ended March 31, 2026, generating gross profit of US$3.4 million compared with a loss of US$1.0 million in the prior year. Property sales increased substantially to US$28.6 million from US$10.2 million, reflecting successful project execution and the commencement of revenue recognition from development activities.

For the quarter ended June 30, 2026, the property segment recorded gross profit of US$0.25 million, compared to a net loss of US$0.03 million in the prior year quarter, supported by sales activity at the Sol Harbour development in Ocho Rios. The Group continues to advance its flagship real estate developments, including Sol Harbour in Ocho Rios and Bahari in Runaway Bay, which remain key contributors to PROVEN's medium-term growth strategy.

Manufacturing Operations: For the year ended March 31, 2026, the Manufacturing Division generated gross profit of US$16.5 million compared with US$18.5 million in the prior year. Revenue declined to US$58.2 million from US$66.9 million, reflecting softer demand conditions and market-related challenges at Roberts Manufacturing and Pinnacle Feeds.

For the first quarter ended June 30, 2026, manufacturing gross profit was US$3.5 million, compared to US$3.7 million in the prior year quarter. This comparison is not on a like-for-like basis: the current-period figure reflects only two months of Roberts Manufacturing results (April and May 2026), following the Group's completion of a partial disposal of its interest in Roberts Manufacturing that reduced its ownership from 50.5% to approximately 38% and resulted in deconsolidation effective May 31, 2026, with Roberts Manufacturing now accounted for as an associate under the equity method. The transaction generated a one-off gain of US$9.4 million and removed approximately US$16.8 million of non-controlling interest from the consolidated balance sheet between March and June 2026

Net Fair Value Adjustments And Realised Gains: For the year ended March 31, 2026, net fair value gains and realised investment gains increased substantially to US$4.9 million from US$0.7 million in the prior year, reflecting stronger regional capital markets, strategic portfolio positioning ahead of the interest-rate easing cycle, and positive valuation movements within portions of the investment portfolio.

For the quarter ended June 30, 2026, net fair value adjustments and realised gains amounted to US$0.28 million, compared to US$0.85 million in the prior year quarter, while foreign exchange translation gains totalled US$0.35 million, compared to US$0.59 million in the prior year quarter. Both were lower than the prior year quarter, reflecting more subdued portfolio revaluation gains amid volatile global markets.

Share of Results of Associates: For the year ended March 31, 2026, the Group's share of profits from associates amounted to US$2.5 million, compared with US$5.2 million in FY2025. While associate contributions remained positive, earnings moderated relative to the previous year.

For the quarter ended June 30, 2026, the share of results from associates swung to a gain of US$2.6 million, compared to a loss of US$0.8 million in the corresponding prior year quarter, reflecting stronger underlying performance from JMMB Group Limited and Access Financial Services Limited, together with the initial equity-accounted contribution from the Group's retained interest in Roberts Manufacturing for the month of June.

Operating Expenses: Total operating expenses for the year ended March 31, 2026 increased to US$63.7 million from US$55.2 million in the prior year. The increase was primarily driven by higher other operating expenses and the recognition of several non-recurring items during the year, including software and bad debt write-offs within Roberts Manufacturing totaling US$2.6 million, a goodwill impairment charge of US$1.3 million, and legal and professional fees of approximately US$0.4 million associated with the Roberts Manufacturing initial public offering. Excluding these one-time items, the underlying increase in operating costs was approximately 7.5%, principally attributable to strategic investments in talent, technology and business development initiatives across the Group.

For the quarter ended June 30, 2026, total operating expenses declined 8.8% year-over-year to US$13.3 million from US$14.6 million in the prior year quarter. Staff costs decreased 18.4% to US$5.3 million and depreciation and amortisation declined 17.5% to US$1.4 million, both benefiting from the deconsolidation of Roberts Manufacturing, while other operating expenses increased modestly 3.2% to US$6.6 million, reflecting ongoing inflationary pressures.

Profitability: For the year ended March 31, 2026, PROVEN recorded operating profit of US$10.6 million, compared with US$14.8 million in the prior year. Higher operating expenses and lower contributions from associates were partially offset by stronger property profits, increased net interest income and improved investment gains. After finance costs of US$17.4 million and income tax charges of US$1.0 million, the Group recorded a net loss attributable to shareholders of US$4.8 million, compared with net profit of US$2.5 million in FY2025.

For the quarter ended June 30, 2026, the Group delivered a strong return to profitability, with profit attributable to owners of US$8.2 million compared to a net loss attributable to owners of US$2.6 million in the prior year quarter, a turnaround of approximately US$10.9 million. This reflected operating profit of US$3.5 million, a one-off gain of US$9.4 million on the partial disposal of Roberts Manufacturing, and a positive swing in associate results to US$2.6 million, partly offset by finance costs of US$4.3 million and preference dividend expense of US$2.2 million. Earnings per share improved to US$0.0103 from a loss per share of US$0.0033 in the prior year quarter.

The June 2026 quarter therefore reflected both an improvement in underlying operating performance and the impact of a significant strategic transaction. While the one-off gain from the Roberts Manufacturing disposal was a major contributor to quarterly profitability, the Group also benefited from improved net interest income, stronger associate contributions, lower operating expenses and continued progress in the property segment.

Financial Position: The Group's total assets increased to US$1.16 billion as at March 31, 2026, from US$1.11 billion at the end of the previous year. Growth was primarily driven by increases in investment securities, investment properties and investments in associates. Investment securities expanded 14.2% to US$500.8 million, investment in associates increased to US$117.6 million, and investment property rose to US$35.8 million. Customer deposits increased 3.3% to US$622.4 million, demonstrating continued confidence in the Group's banking operations.

As at June 30, 2026, total assets stood at US$1.13 billion — down 3.0% from US$1.161 billion at June 30, 2025, and down 2.8% from the US$1.158 billion reported at March 31, 2026. The movement was driven mainly by lower cash and cash equivalents, which declined to US$106.4 million, partly offset by a significant increase in investment in associates following the Roberts Manufacturing transaction.

Investment securities stood at US$481.7 million at June 30, 2026, a 3.9% increase over the prior year quarter. Investment in associates increased 36.1% year-over-year to US$151.4 million and 28.7% from March 31, 2026, principally due to the reclassification of Roberts Manufacturing from a consolidated subsidiary to an equity-accounted associate.

Total shareholders' equity increased 13.9% year-over-year to US$121.9 million at June 30, 2026, compared to US$107.0 million at June 30, 2025, and was 11.7% above the US$109.1 million reported at March 31, 2026. This increase reflected the quarter's strong comprehensive income and the impact of the Roberts Manufacturing transaction, including the elimination of non-controlling interest from the consolidated balance sheet.

Notes payable increased 1.8% year-over-year to US$287.6 million at June 30, 2026, while amounts due to customers declined 4.8% year-over-year, and 4.3% from the March 31, 2026 year-end, to US$595.5 million, reflecting periodic adjustments to the Banking Group's funding mix.

Dividend Consideration: The Board of Directors has approved an interim dividend payment of US$0.0020 per ordinary share, payable to all shareholders on record as at August 28, 2026, with payment to be made on September 14, 2026. This represents an annualized dividend yield of approximately 12.03%, based on the average share price of US$0.665 for the period.

Outlook: The Board remains cautiously optimistic about the Group's outlook for the remainder of the financial year. Funding costs are expected to continue easing gradually, which should support further recovery in finance costs and improve the Group's earnings capacity. The property portfolio is expected to contribute more meaningfully as sales activity at Sol Harbour, Kingston Gateway and Bahari progresses, while the Group's retained interest in Roberts Manufacturing will now be reflected through equity-accounted associate income rather than full consolidation.

Management will continue to focus on improving operating efficiency, deepening recurring revenues, executing on strategic real estate projects, and optimising the Group's investment and capital structure. The principal risks to the outlook remain external, including global market volatility, regional inflationary pressures, movements in energy and financing costs, and the pace at which improved operating performance can be sustained across the Group's core business lines.

The Board extends its gratitude to all shareholders, clients, employees, regulators and other stakeholders for their continued confidence and support. The Group remains committed to disciplined execution, prudent risk management, and the creation of long-term value for shareholders.

PROVEN Group Limited is a diversified financial services and investment holding company with operations across the Caribbean. Through its subsidiaries and associate companies, the Group provides wealth management, investment banking, commercial banking, fund management, real estate development and private capital investment services to institutional and retail clients. The Company is listed on the Jamaica Stock Exchange under the symbol PROVEN.

Forward-Looking Statements: This press release contains forward-looking statements within the meaning of applicable securities laws, including statements regarding the Group's expectations for future financial performance, business strategies, project completions, market conditions and growth opportunities. These statements are based on management's current expectations and assumptions and are subject to risks and uncertainties that could cause actual results to differ materially from those projected. Factors that could cause actual results to differ include, but are not limited to, changes in economic conditions, interest rate movements, regulatory developments, competitive dynamics, execution risks on development projects, and other factors beyond the Group's control. The Group undertakes no obligation to update or revise any forward-looking statements, except as required by applicable law.

For additional information about PROVEN Group Limited, including the Company's complete financial statements and notes, please visit www.weareproven.com.

Consolidated Statement of Profit or Loss and Other Comprehensive Income*

	Unaudited Quarter ended June 30, 2026	Unaudited Quarter ended June 30, 2025	Unaudited Year ended March 31, 2026	Audited Year ended March 31, 2025
Net Interest Income				
Interest income	9,828,082	9,813,211	40,332,981	39,642,228
Interest expense	(1,767,544)	(2,662,186)	(8,540,934)	(8,967,073)
	8,060,538	7,151,025	31,792,047	30,675,155
Gross profit on maufacturing operations				
Gross revenue	10,623,911	13,775,873	58,232,466	66,873,413
Cost of sales	(7,134,029)	(10,026,411)	(41,721,203)	(48,411,438)
	3,489,882	3,749,463	16,511,263	18,461,975
Gross profit on property sales				
Property sales	4,962,114	474,402	28,589,916	10,194,325
Property expenses	(4,708,214)	(506,419)	(25,163,783)	(11,157,074)
	253,900	(32,017)	3,426,133	(962,749)
Other Income				
Fees & commissions	2,446,879	2,470,340	8,906,625	10,570,356
Net fair value adjustments and realised gains	281,789	853,124	4,801,901	700,206
Foreign exchange translation gains	350,437	590,452	2,067,189	2,046,394
Fund Management Income	1,065,909	1,018,184	4,101,535	4,328,495
Other Income	859,844	632,558	2,683,108	4,125,140
	5,004,857	5,564,657	22,560,358	21,770,591
Operating revenue, net	**16,809,178**	**16,433,128**	**74,289,801**	**69,944,972**
Operating Expenses				
Staff Cost	5,301,622	6,499,088	24,622,958	23,571,148
Depreciation and ammortization of intangibles	1,376,363	1,669,215	6,491,273	6,149,621
Impairment loss on loans and other assets			1,456,147	2,141,109
Impairment reversal on financial instruments			(113,554)	(128,395)
Other operating expenses	6,636,689	6,432,799	31,198,181	23,460,697
	13,314,674	**14,601,102**	**63,655,005**	**55,194,180**
Operating (loss)/profit	**3,494,503**	**1,832,026**	**10,634,796**	**14,750,792**
Preference dividend	(2,185,725)	-		(259,912)
Finance Cost	(4,348,202)	(3,710,926)	(17,385,952)	(14,461,385)
Share of results of associates	2,640,147	(768,616)	2,506,000	5,193,000
Gains/(loss)Extra Ordinary Activities	9,381,677	-		
	5,487,897	**(4,479,542)**	**(14,879,951)**	**(9,528,297)**
Profit/(loss) before income tax	**8,982,400**	**(2,647,515)**	**(4,245,155)**	**5,222,495**
Income tax charge	(344,350)	(109,057)	(1,036,234)	(447,242)
Profit/(loss) for the year	**8,638,051**	**(2,756,572)**	**(5,281,389)**	**4,775,253**
Less income attributable to non-controlling interest	(405,939)	108,805	461,268	(2,271,874)
Profit/(loss) attributable to owners of the company	**8,232,111**	**(2,647,766)**	**(4,820,121)**	**2,503,379**
EARNINGS PER STOCK UNIT - US cents	1.03	(0.33)	(0.60)	0.31

	Unaudited Quarter ended June 30, 2026	Unaudited Quarter ended June 30, 2025	Unaudited Year ended March 31, 2026	Audited Year ended March 31, 2025
Profit/(loss) for the year	8,638,051	(2,756,572)	(5,281,389)	4,775,253
OTHER COMPREHENSIVE INCOME/(LOSS)				
Items that are or may be reclassified to profit or loss:				
Unrealised Gains/(Losses) on investments securities	1,040,404	626,722	3,463,632	161,000
Foreign exchange translation reserve	1,915,318	255,246	2,542,000	(151,000)
Total Comprehensive income/(loss)	**11,593,773**	**(1,874,604)**	**724,242**	**4,785,253**

Consolidated Statement of Financial Position*

	Unaudited JUNE 30 2026	Unaudited JUNE 30 2025	Unaudited MARCH 31 2026	Audited MARCH 31 2025
ASSETS				
Cash and cash equivalents	106,394,592	147,707,662	103,334,875	134,155,775
Resale agreements	2,939,267	3,557,169	2,102,824	2,335,519
Owed by related parties	1,101,873	4,673,271	3,462,246	6,802,453
Investment securities	481,699,333	463,599,007	500,784,543	438,433,810
Loans receivable	210,111,680	214,040,939	203,789,874	209,002,773
Trade and other receivables	52,698,043	43,879,464	61,472,229	41,752,845
Inventories	-	9,031,565	7,216,858	7,032,810
Property development in progress	45,592,549	48,995,558	47,078,857	51,996,957
Income tax recoverable	333,568	596,887	667,636	145,961
Property, plant and equipment	16,760,964	39,366,676	42,037,959	38,192,903
Investment property	35,799,455	37,972,516	35,779,319	30,231,349
Intangible assets	19,313,745	33,054,575	29,781,449	34,070,680
Investment in associates	151,424,606	111,298,923	117,605,945	112,512,681
Defered tax	1,805,001	2,938,304	2,936,072	2,258,975
Total Assets	**1,125,974,676**	**1,160,712,518**	**1,158,050,687**	**1,108,925,491**
LIABILITIES				
Repurchase agreements	75,096,932	74,653,276	54,502,327	56,732,664
Owed to related parties	2,526,179	-	776,622	4,334,300
Due to customers	595,485,366	625,461,936	622,384,233	602,376,878
Notes payable	287,629,306	282,630,761	308,203,546	273,733,648
Post-retirement medical benefits	-	917,597	871,489	917,597
Current income tax payable	1,042,977	1,245,212	1,578,698	1,155,879
Other liabilities	33,098,122	30,004,721	26,477,269	22,504,216
Defined benefit obligations	-	2,894,801	2,884,701	2,894,801
Deferred income	7,462,217	11,327,624	7,931,850	10,777,118
Lease liabilities	1,778,302	6,450,981	6,563,159	6,498,371
Preference shares	1,000	1,000	1,000	1,000
Total Liabilities	**1,004,120,400**	**1,035,587,907**	**1,032,174,892**	**981,926,472**
SHARE HOLDERS' EQUITY				
Share capital	125,960,865	125,960,865	125,960,865	125,960,669
Investment revaluation reserve	(6,390,956)	(14,756,924)	(14,742,785)	(15,383,646)
Foreign exchange translation	(15,259,327)	(14,635,492)	(10,967,514)	(14,890,739)
Retained earnings	17,543,694	10,401,074	8,832,929	13,048,841
Total Shareholders' Equity	**121,854,276**	**106,969,523**	**109,083,495**	**108,735,125**
Non-controlling Interest	-	18,155,088	16,792,300	18,263,894
Total Shareholders' Equity and Liabilities	**1,125,974,676**	**1,160,712,518**	**1,158,050,687**	**1,108,925,491**

Approved for Issue by the Board of Directors and signed on its behalf by:

Director   **Director**

***(Presented in United States dollars, except as otherwise stated)**

Consolidated Statement of Cash Flows*

	Unaudited	Unaudited	Unaudited	Audited
	Quarter ended	Quarter ended	Year ended	Year ended
	June 30, 2026	June 30, 2025	March 31, 2026	March 31, 2025
CASH FLOWS FROM OPERATING ACTIVITIES:				
Profit/(Loss) attributable to owners of the company	8,232,111	(2,647,767)	(4,820,121)	2,503,379
Depreciation and Amortization	1,376,363	1,669,215	6,491,274	6,149,621
Income Tax Charge	344,350	109,057	1,036,234	447,242
Operating cashflow before movements in working capital	9,952,824	(869,496)	2,707,387	9,100,242
Changes in operating assets and liabilities				
Receivables	8,681,790	(3,175,105)	(16,120,497)	5,667,185
Inventory	7,120,473	(1,998,755)	(184,048)	837,732
Loans	543,800	(5,038,166)	5,212,899	687,522
Client Liabilities	(23,893,673)	41,005,669	17,777,017	(2,472,403)
Payables	(6,333,447)	7,623,891	869,019	(9,310,692)
Investments	27,427,954	(24,538,475)	(61,709,872)	(35,311,741)
Related parties	4,820,539	(2,205,118)	(217,472)	(7,943,573)
Net cash from/(used in) operating activities	**28,320,260**	**10,804,446**	**(51,665,567)**	**(38,745,728)**
CASH FLOWS FROM INVESTING ACTIVITIES:				
Investments in associates	(33,244,337)	1,213,758	(3,642,842)	(154,104)
Purchase of property ,plant and equipment	21,473,747	(2,104,934)	(8,201,260)	(8,288,210)
Purchase/Disposal of intangible asset	11,709,962	278,051	2,154,161	(1,700,638)
Purchase of Investment Properties	2,393,123	(5,682,987)	(5,547,970)	1,086,059
Net cash (used in)/from investing activities	**2,332,495**	**(6,296,113)**	**(15,237,910)**	**(9,056,893)**
CASH FLOWS FROM FINANCING ACTIVITIES:				
Notes payable	(8,436,222)	8,897,113	34,469,898	27,305,096
Minority Interest	(19,896,668)	(108,806)	(461,268)	281,287
Dividend Paid	-	-	(1,849,277)	(2,406,091)
Foreign Exchange Translation	(1,715,217)	255,247	3,923,225	(150,739)
Net cash from/(used in) financing activities	(30,048,107)	9,043,554	36,082,578	25,029,553
NET INCREASE/ (DECREASE) IN CASH AND CASH EQUIVALENTS	604,648	13,551,887	(30,820,899)	(22,773,068)
Cash and cash equivalents at beginning of period	105,789,944	134,155,775	134,155,775	156,928,843
CASH AND CASH EQUIVALENTS AT END OF PERIOD	**106,394,592**	**147,707,662**	**103,334,875**	**134,155,775**

Unaudited Consolidated Statement of Changes of Equity*
For the period ended June 30, 2026

	Share capital	Minority interest	Investment revaluation reserve	Foreign exchange translation	Retained earnings	Total
Balance at April 1, 2026	**125,960,865**	**18,848,021**	**(13,984,510)**	**(13,544,110)**	**10,360,229**	**127,640,495**
Total Comprehensive Income for the period		(405,939)	7,593,554	(1,715,217)	8,232,111	13,704,509
Disposal of Subsidiary		(18,442,082)	-	-	(1,048,646)	(19,490,728)
Dividends to equity holders		-			-	-
Balance at June 30, 2026	**125,960,865**	**-**	**(6,390,956)**	**(15,259,327)**	**17,543,693**	**121,854,275**

	Share capital	Minority interest	Investment revaluation reserve	Foreign exchange translation	Retained earnings	Total
Balance at April 1, 2025	**125,960,865**	**18,263,894**	**(15,383,646)**	**(14,890,739)**	**13,048,841**	**126,999,215**
Total Comprehensive (Loss)/Income for the period		(108,806)	626,722	255,247	(2,647,767)	(1,874,604)
					-	-
Dividends to equity holders	-	-	-	-	-	-
Balance at June 30, 2025	**125,960,865**	**18,155,088**	**(14,756,924)**	**(14,635,492)**	**10,401,074**	**125,124,611**

*(Presented in United States dollars, except as otherwise stated)

1. IDENTIFICATION

PROVEN Group Limited (the "Company") is incorporated in Saint Lucia under the International Business Companies Act. The Company is domiciled in Saint Lucia, with registered office at 20 Micoud Street, Castries, Saint Lucia.

The primary activities of the Company are the holding of tradable securities for investment purposes and holding other investments.

Subsidiaries	Country of Incorporation	Nature of Business	% Ownership 2026	% Ownership 2025
PROVEN Wealth Limited	Jamaica	Securities Dealer and Investment Management Company	100	100
PROVEN Properties Limited	Jamaica	Management Services	100	100
PROVEN Properties Limited	Saint Lucia	Real Estate Investment	100	100
PROVEN Bank (Saint Lucia) Limited	Saint Lucia	Banking	100	100
PROVEN Wealth (Cayman) Limited	Cayman Islands	Fund Management	100	100
PROVEN Holdings Limited	Jamaica	Investment Holding Company	100	100
Heritage Education Fund International Inc.	Canada	Funds Management	100	100
PROVEN Bank (Cayman) Limited	Cayman	Retail Banking Services	100	100
PROVEN Holdings Limited	Saint Lucia	Holding Company	100	100
PROVEN Wealth (Barbados) Limited	Barbados	Investment Advisory Services	100	100
Asset Management Company Limited	Jamaica	Hire Purchase Financing	100	100
International Financial Planning Jamaica Limited	Jamaica	Funds Management	100	100
ASSOCIATE COMPANIES				
JMMB Group Limited	Jamaica	Investment Advisory, Banking,	20	20
Access Financial Services Limited	Jamaica	Retail Lending	24.7	24.7
Roberts Manufacturing Company Limited	Barbados	Manufacturing	38.2	38.2

2. STATEMENT OF COMPLIANCE & BASIS OF PREPARATION

Interim Financial Reporting

The condensed consolidated interim financial statements for the period ended June 30, 2026, have been prepared in accordance with IAS 34, 'Interim financial reporting'. The condensed consolidated interim financial statements should be read in conjunction with the annual financial statements for the year ended March 31, 2026, which have been prepared in accordance with International Financial Reporting Standards (IFRS).

Significant Accounting Policies

3. BASIS OF CONSOLIDATION:

The consolidated financial statements combine the financial position, results of operations and cash flows of the Company and its subsidiaries (note 1), subject to the eliminations described at note 3(b).

3(a). Subsidiaries:

Subsidiaries are all entities controlled by the Group. Control exists when the Group has the power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, potential voting rights that presently are exercisable, or exercisable after conversion of convertible instruments, are taken into account. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases.

3(b). Transactions eliminated on consolidation:

Intra-Group balances and any unrealised gains and losses and income and expenses arising from intra-group transactions are eliminated in preparing the consolidated financial statements. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment of the Group's interest.

4. CLASSIFICATION OF FINANCIAL ASSETS:

Fair value through other comprehensive income:

Financial assets that are held for collection of contractual cash flows and for selling the assets, where the assets' cash flows represent solely payments of principal and interest, and that are not designated at FVTPL are carried at fair value through other comprehensive income. On initial recognition of an equity investment that is not held for trading, the Group may irrevocably elect, on an investment-by-investment basis, to present subsequent changes in the investment's fair value in OCI.

Investments at fair value through profit or loss:

The Group carries some investment securities at fair value through profit or loss if they are held for trading or designated as such upon initial recognition. Financial instruments are designated at fair value through profit or loss if the Group manages such investments and makes purchase and sale decisions based on their fair value. Upon initial recognition, attributable transaction costs are recognised in profit or loss when incurred. Financial instruments at fair value through profit or loss are measured at fair value and change therein are recognised in profit or loss.

Loans and Receivables:

Loans and receivables are non-derivative financial assets with fixed or determinable payments, that are not quoted in an active market, and that the Group does not intend to sell immediately or in the near term. Loans and receivables are measured at amortized cost using the effective interest method, except when the Group chooses to designate the loans and receivables at fair value through profit or loss.

5. RESALE AGREEMENTS

The company purchases government and corporate securities and agrees to resell them at a specified date at a specified price. On making payment the company takes delivery of the securities from the vendor although title is not transferred unless the company does not resell the securities on the specified date or other conditions are not honoured. Resale agreements result in credit exposure, in that the counterparty to the transaction may be unable to fulfil its contractual obligations.

6. INTEREST INCOME:

Interest income is recognised in profit or loss for all interest-earning instruments on the accrual basis using the effective interest method. The effective interest rate is the rate that exactly discounts the estimated future cash receipts over the expected life of the financial asset to its carrying amount. The effective interest rate is established on initial recognition of the financial asset and is not revised subsequently. Interest income includes coupons earned on fixed income investments, accretion of discount on treasury bills and other discounted instruments, and amortisation of premium on instruments bought at a premium.

7. INTEREST EXPENSE:

Interest expense is recognised in profit or loss on the accrual basis using the effective interest method. The effective interest rate is the rate that exactly discounts the estimated future cash payments through the expected life of the financial liability to its carrying amount. The effective interest rate is established on initial recognition of the financial liability and is not revised subsequently. Interest expense includes coupons paid on fixed rate liabilities and accretion of discount or amortization of premium on instruments issued at other than par.

8. SHARE CAPITAL:

The Group classifies capital instruments as financial liabilities or equity instruments in accordance with the substance of the contractual terms of the instrument. In the case of its preference share capital, it is classified as:

i. equity if it is non-redeemable, or redeemable only at the Group's option, and any dividends are discretionary; in such a case, dividends thereon are recognised as distributions within equity.

ii. liability if it is redeemable on a specific date or at the option of the shareholders, or if dividends are not discretionary; in such a case dividends thereon are recognised as interest in profit or loss.

The Group's preference shares bear contractual entitlements to dividends that are cumulative, and not at the discretion of the directors. Accordingly, they are presented as a financial liability. Incremental costs directly attributable to the issue of an equity instrument are deducted from the initial measurement of the equity instruments.

9. RELATED PARTY TRANSACTIONS

Related party transactions represent transactions with subsidiaries, associates, key management personnel, and entities under common control. The financial statements reflect a US$6.09M decrease in related party balances compared to the prior year period. This decrease was mainly attributed to repayment of intercompany obligations.

While related party transactions are conducted at arm's length pricing according to management representations, investors should recognize that these arrangements may not reflect the same economic terms as transactions with unrelated third parties.

10. EARNINGS PER STOCK UNIT

PROVEN Group Limited's Earning per shares "EPS" is computed by dividing the profit attributable to shareholders of the company of US$8,232,111 by the weighted average number of ordinary shares in issue during the reporting period numbering 801,732,000 shares.

PROVEN

The Board of Directors takes this opportunity to thank all our stakeholders for their support and trust. Our continued success is a result of the dedication of Management and Staff, and the patronage of our valued clients.

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