CPHCL
FINANCE p.l.c

Company Announcement

The following is a company announcement issued by CPHCL Finance p.l.c. - C25104, pursuant to the Capital Markets Rules as issued by the Malta Financial Services Authority.

Half-Yearly Financial Report

The Board of Directors of CPHCL Finance p.l.c. has approved the attached Half-Yearly Financial Report for the period 1 March to 31 August 2025.

This report can also be viewed on: Corinthia-Finance-FS-Aug-2025.pdf

K. Ellul

Krystle Ellul
Company Secretary

Encl.

30 October 2025

CPHCL FINANCE P.L.C.

Interim Financial Statements (Unaudited)
For the six-month period 1 March 2025 to
31 August 2025

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Directors' report

The directors present their report together with the unaudited interim financial statements of CPHCL Finance Plc (the 'Company') for the six month period 1 March 2025 to 31 August 2025.

Basis of preparation

The published figures have been extracted from the unaudited financial statements for the six months from 1 March 2025 to 31 August 2025 and its comparative period in 2024. The comparative Statement of Financial Position as at 28 February 2025 has been extracted from the audited financial statements for the year then ended. This report is being published in terms of Capital Market Rule 5.74 issued by the Malta Financial Services Authority and has been prepared in accordance with the applicable Capital Market Rules and the International Accounting Standard 34, 'Interim Financial Reporting'. In terms of Capital Market Rule 5.75.5, the Directors are stating that this Half-Yearly Report has not been audited or reviewed by the auditors of the Company.

During the year under review, the Board approved a change of year-end from February to December. The current financial year will cover a ten-month period from 1 March 2025 to 31 December 2025.

Principal activities

The principal activity of the Company is to finance the ownership, development, operation and financing of hotels, resorts and leisure facilities, forming part of CPHCL Group, of which it is a member.

The Company is a special purpose vehicle set up for financing transactions of CPHCL Group. It raised such finance mainly through the issue of bonds, which are quoted on the Malta Stock Exchange and guaranteed by the parent company, CPHCL Company Limited, to whom the proceeds from their issue have been advanced.

Review of the business

During the six-month period ended 31 August 2025, the Company registered a profit of €3,506.

In the first six months of the year, CPHCL Group reported an increase in revenues compared to the previous year. EBITDA conversion for the Group was lower on account of new hotels which are still in their early post-opening phases and thereby diluting EBITDA contribution. Adjusted EBITDA after removing these properties would have been stable at 14%, notwithstanding the continued inflationary pressures on payroll and other costs.

State of Affairs and Outlook

The Group is projecting an increase in revenues and EBITDA for the year mainly on account of the first full year of operations of several new hotels.

Management remains focused on maintaining discipline on all operating costs whilst offering a quality service. Capex remains tightly controlled. The Group remains focused on a growth strategy but is also actively assessing opportunities to sell non-core or fully mature assets. The Group divested of 75% of its shareholding in the Malta Fairs and Conventions Centre Limited (MFCC) in July and is also expecting expecting the sale of a significant portion of a hotel before the end of the financial year. The net proceeds will be deployed towards reducing the overall debt of the group, as well as a combination of dividends and further investment opportunities.

The Group has sufficient liquidity and financial resources to meet payment obligations including the Company's bond interest payments as they arise throughout the course of 2026. The directors therefore consider the going concern assumption in the preparation of the Half Yearly Report as appropriate as at the date of authorisation for issue.

As at the date of these financial statements the €40 million 4.25% bond is classified as a current liability as it is due for redemption on 12th April 2026. It is the intention of the Company to issue a bond to replace the maturing bond and raise further capital to fund new projects.

Directors

The following have served as directors of the Company during the period under review:

Mr Frank Xerri de Caro (Chairman)
Mr Mario P. Galea
Mr Alfred Camilleri
Mr Jean Pierre Schembri
Ms Rachel Stilon

In accordance with the Company's Articles of Association, the present directors remain in office.

On behalf of the board,

Mr Frank Xerri de Caro
Chairman

Mr Mario Galea
Director

Registered Office:
22, Europa Centre
John Lopez Street
Floriana FRN 1400
Malta

30 October 2025

Interim statement of profit or loss

	Period from 1 March 2025 to 31 August 2025 €	Period from 1 March 2024 to 31 August 2024 €
Finance income	**894,944**	890,000
Finance costs	**(850,000)**	(850,000)
Net interest earned	**44,944**	40,000
Administrative expenses	**(25,707)**	(24,286)
Profit before tax	**19,237**	15,714
Tax expense	**(15,731)**	(14,000)
Profit after tax for the period	**3,506**	1,714

Interim statement of financial position

	Notes	31 August 2025 €	28 February 2025 €
ASSETS			
Non-current			
Loans owed by parent company	3	**-**	39,910,000
Total non-current assets		**-**	39,910,000
Current			
Loans owed by parent company	3	**39,910,000**	-
Receivables		**1,129,750**	1,983,897
Cash and cash equivalents		**78,226**	79,826
Total current assets		**41,117,976**	2,063,723
Total assets		**41,117,976**	41,973,723
EQUITY			
Share capital		**250,000**	250,000
Retained earnings		**31,251**	27,745
Total equity		**281,251**	277,745
Non-current liabilities			
Bonds in issue	2	**-**	40,000,000
Total non-current liabilities		**-**	40,000,000
Current liabilities			
Bonds in issue		**40,000,000**	-
Payables		**836,725**	1,695,978
Total current liabilities		**40,836,725**	1,695,978
Total liabilities		**40,836,725**	41,695,978
Total equity and liabilities		**41,117,976**	41,973,723

The notes on pages 7 to 8 are an integral part of these condensed interim financial statements.

The condensed interim financial statements on pages 3 to 8 were approved by the board of directors, authorised for issue on 30 October 2025 and signed on its behalf by:

Mr Frank Xerri de Caro
Chairman

Mr Mario Galea
Director

Interim statement of changes in equity

	Share capital €	Retained earnings €	Total €
At 1 March 2024	**250,000**	**24,032**	**274,032**
Profit for the period	-	1,714	1,714
Total comprehensive income for period	-	1,714	1,714
At 31 August 2024	**250,000**	**25,746**	**275,746**
At 1 September 2024	**250,000**	**25,746**	**275,746**
Profit for the period		1,999	1,999
Total comprehensive income for period		1,999	1,999
At 29 February 2025	**250,000**	**27,745**	**277,745**
At 1 March 2025	**250,000**	**27,745**	**277,745**
Profit for the period	-	3,506	3,506
Total comprehensive income for period	-	3,506	3,506
At 31 August 2025	**250,000**	**31,251**	**281,251**

Interim statement of cash flows

	Period from 1 March 2025 To 31 August 2025 €	Period from 1 March 2024 To 31 August 2024 €
Cash flows from operating activities		
Cash used in operating activities	**(46,728)**	(37,858)
Tax paid	**(34,872)**	(27,882)
Net cash used in operating activities	**(81,600)**	(65,740)
Cash flows from investing activities		
Interest received	**1,780,000**	1,781,944
Net cash generated from investing activities	**1,780,000**	1,781,944
Cash flows from financing activities		
Interest paid	**(1,700,000)**	(1,700,000)
Net cash used in financing activities	**(1,700,000)**	(1,700,000)
Net change in cash and cash equivalents	**(1,600)**	16,204
Cash and cash equivalents at beginning of period	**79,826**	61,544
Cash and cash equivalents at end of period	**78,226**	77,748

Notes to the financial statements

1. Summary of significant accounting policies

The accounting policies applied by the Company are consistent with those disclosed in the financial statements for the year ended 28 February 2025.

2. Bonds in issue

	Interest rate	Repayable by	**31 August 2025 €**	29 February 2025 €
Bond V	4.25%	12 April 2026	**40,000,000**	40,000,000
			40,000,000	40,000,000

The bond issue costs have been borne by the parent company. The payment of this bond and interest thereon is guaranteed by the parent company which has bound itself jointly and severally with the Company.

3. Related party transactions

Finance income

	Period from 1 March 2025 to 31 August 2025 €	Period from 1 March 2024 To 31 August 2024 €
Interest charged on loans owed by parent company	**894,944**	890,000

Loans owed by parent company

	Security	Interest rate	Repayable by	**31 August 2025 €**	28 February 2025 €
Loan VI	None	4.45%	5 April 2026	**39,910,000**	39,910,000

The loan is to be fully repaid by 5 April 2026.

This loan ranks pari passu, without any priority or preference within all other present and future unsecured and unsubordinated obligations of the parent company, to which the loan has been advanced.

No loss allowance has been recognised based on the 12-month expected credit loss.

Receivables

	31 August 2025	28 February 2025
	€	€
Current		
Amounts owed by parent company	**406,203**	376,953
Accrued interest income	**721,889**	1,606,944
	1,128,092	1,983,897

The Company is a subsidiary of CPHCL Company Limited. The Company's related parties include its parent company, fellow subsidiaries, key management personnel (the directors) and all other parties forming part of the Corinthia Group of Companies.

4. Events after the end of the reporting period

No adjusting or significant non-adjusting events have occurred between the end of the reporting period and the date of authorisation by the board.

We confirm that to the best of our knowledge:

- the interim financial statements give a true and fair view of the financial position of CPHCL Finance Plc as at 31 August 2025, and of its financial performance and its cashflows for the six-month period then ended in accordance with International Financial Reporting Standards as adopted by the EU applicable to interim financial reporting (International Accounting Standard 34 – Interim Financial Reporting), and

- The interim Directors' Report includes a fair review of the information required in terms of Capital Market Rules 5.81 to 5.85.

Frank Xerri de Caro

Chairman

Mario Galea

Director

30 October 2025