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COMPANY ANNOUNCEMENT

MM Star Malta Finance p.l.c.

Approval of interim financial statements

Date of Announcement:	26 August 2026
Reference No:	10/2026
Capital Markets Rule:	5.16.20

QUOTE

The Board of Directors of MM Star Malta Finance p.l.c. (the "Company") hereby announces the approval of the unaudited interim financial statements of the Company for the financial period ended 30 June 2026, a copy of which is attached herewith and is also available for viewing on the Company's website:
https://www.mmfinancemalta.com/_files/ugd/be9688_836420144f4a4ea7885f68e1d821e049.pdf.

UNQUOTE

By order of the Board.

Dr. Malcolm Falzon
Company Secretary

MM Star Malta Finance P.L.C.

Condensed Interim Financial Statements

30 June 2026

Contents

REPORT OF THE DIRECTORS

Directors' report

This half-yearly report comprises the condensed interim financial statements of MM Star Malta Finance P.L.C. (C 111281), hereinafter referred to as the "Company", for the six-month period ended 30 June 2026. The underlying accounting policies are the same as those adopted by the Company in its annual report for the financial period ended 31 December 2025. The figures have been extracted from the Company's unaudited accounts for the six months ended 30 June 2026, as approved by the Board of Directors on **26 August 2026** and are in accordance with accounting standards as adopted by the EU for interim financial statements, (International Accounting Standard 34, 'Interim Financial Reporting'). The condensed interim financial statements have not been reviewed or audited.

Principal activity

MM Star Malta finance P.L.C. (" the Company") is a public limited liability company and was registered in Malta on 27 February 2025. The Company is a subsidiary of MM Star Holdco Limited, a Company registered in England and Wales. Its principal activity is to raise capital on the Malta Stock Exchange for use in the MM Star Holdco group ("the Group")

Important events during the period

During the six-month period ended 30 June 2026, the Company continued to operate as the financing vehicle of the MM Star Group. Its principal activity remained the provision of financing to companies within the Group. The proceeds of the bond issue had been deployed in accordance with the purposes outlined in the Prospectus, namely to refinance part of the MM Star Group's existing indebtedness, including the repayment of bank borrowings and part of the shareholder funding used in connection with the acquisition of YOTEL Edinburgh.

During the period, the Company continued to service its obligations under the €35 million 5.35% secured bond issued in 2025. Interest was accrued on the bonds during the period in accordance with the effective interest method, and the first coupon payment was made to bondholders up to 27 June 2026.

Other than the matters disclosed above, there were no significant transactions, events or circumstances during the reporting period which materially affected the Company's financial position or performance.

Review of business development

During the first half of 2026, the Company generated a profit before taxation amounting to €53,166 and a profit after taxation amounting to €46,129. During the period from 27 February 2025 to 30 June 2025 the company had sustained a loss before and after taxation of €138,023.

REPORT OF THE DIRECTORS – continued

Directors

The names of the directors who held office during the period were:
Demeter Peter Kovacs (Executive Director)
Winston J. Zahra (Executive Director)
Albert Frendo (Independent Non-Executive Director)
Kenneth Abela (Independent Non-Executive Director)
Steven Coleiro (Non-Executive Director (Independent until 1 August 2026))

In accordance with the Company's memorandum and articles of association, the Directors remain in office until they resign or are otherwise removed.

Principal risks and uncertainties faced by the Company

The principal risks and uncertainties affecting the Company remain substantially unchanged from those disclosed in the Annual Report and Financial Statements for the period ended 31 December 2025.

As a special purpose financing vehicle, the Company is primarily exposed to credit, liquidity and foreign exchange risks arising from the financing structure whereby the proceeds of the bond issue are on-lent to its parent company, MM Star Holdco Limited. The Company's ability to meet its obligations to bondholders is dependent on the parent company meeting its obligations under the intercompany loan agreement and, ultimately, on the cash flows generated by the underlying operating assets of the Group.

The Directors continue to monitor these risks on an ongoing basis and are satisfied that appropriate risk management procedures remain in place. No material changes to the Company's principal risks and uncertainties have been identified during the six-month period ended 30 June 2026.

Contracts of significance with the parent company

The Company's principal contract with its parent company, MM Star Holdco Limited, remains the intercompany loan agreement pursuant to which substantially all of the net proceeds of the Company's bond issue have been advanced to the parent company.

The loan continues to be governed by the terms disclosed in the Annual Report and Financial Statements for the period ended 31 December 2025, and there have been no material amendments to this agreement during the six-month period ended 30 June 2026.

REPORT OF THE DIRECTORS – continued

Statement pursuant to Capital Markets Rule 5.75.3 issued by the Malta Financial Services Authority

We confirm that to the best of our knowledge:

The condensed half-yearly report gives a true and fair view of the financial position of the Company as at 30 June 2026, and of its financial performance and its cash flows for the 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 Markets Rule 5.81.

By order of the Board

Signed by:	Signed by:
Demeter Kovacs	Winston J. Zahra
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Demeter Kovacs	Winston J. Zahra
Executive Director	Executive Director

26 August 2026

Condensed Interim Statement of Comprehensive Income

		Period from 1 January to 30 June 2026 (unaudited)	Period from 27 February 2025 to 30 June 2025 (unaudited)
		€	€
Interest income	5	**1,067,314**	23,075
Interest expense	6	**(967,477)**	(20,521)
Net interest income		**99,837**	2,554
Other income		**-**	959
Administrative expenses		**(46,671)**	(141,536)
Profit/ (Loss) before tax		**53,166**	(138,023)
Tax expense		**(7,037)**	-
Profit/(loss) for the period		**46,129**	(138.023)
Other comprehensive income for the period		**-**	-
Total comprehensive income / (loss) for the period		**46,129**	(138,023)

The notes on pages 10 to 13 are an integral part of these condensed interim financial statements.

Condensed Interim Statement of Financial Position

	As at 30 June 2026 (unaudited) €	As at 31 December 2025 (audited) €
Assets		
Total non-current assets	**34,073,050**	34,044,106
Total current assets	**783,256**	1,519,662
Total assets	**34,856,306**	35,563,768
Equity and Liabilities		
Total equity	**272,008**	225,879
Liabilities		
Total non-current liabilities	**34,376,275**	34,332,223
Total current liabilities	**208,023**	1,005,666
Total Liabilities	**34,584,298**	35,337,889
Total Equity and Liabilities	**34,856,306**	35,563,768

The notes on pages 10 to 13 are an integral part of these condensed interim financial statements.

The condensed interim financial statements on pages 6 to 9 were authorized for issue by the board on 26 August 2026 and were signed on its behalf by:

Signed by:
Demeter Kovacs
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Demeter Kovacs
Executive Director

Signed by:
Winston J. Zahra
C94EF38712974AC...
Winston J. Zahra
Executive Director

Condensed Interim Statement of Changes in Equity

	Issued Capital	**(Accumulated Losses) / Retained Earnings**	**Total**
	€	**€**	**€**
Balance as at 27 February 2025	-	-	-
Issued share capital	250,000	-	250,000
Loss for the period	-	(138,023)	(138,023)
Balance at 30 June 2025 (unaudited)	**250,000**	**(138,023)**	**111,977**
Profit for the period from 01 July 2025 to 31 December 2025	-	113,902	113,902
Balance as at 31 December 2025 (audited)	**250,000**	**(24,121)**	**225,879**
Profit for the period from 01 January 2026 to 30 June 2026	-	46,129	46,129
Balance at 30 June 2026 (unaudited)	**250,000**	**22,008**	**272,008**

The notes on pages 10 to 13 are an integral part of these condensed interim financial statements.

Condensed Interim Statement of Cash Flows

	Period from 1 January 2026 to 30 June 2026 (unaudited)	Period from 27 February 2025 to 30 June 2025 (unaudited)
	€	€
Net cash used in operating activities	**(39,497)**	(105,531)
Net cash from/ (used in) investing activities	**1,800,000**	(18,449,968)
Net cash (used in)/ from financing activities	**(1,757,511)**	34,586,235
Net movement in cash and cash equivalents	**2,992**	16,030,736
Cash and cash equivalents at beginning of period	**235,727**	-
Cash and cash equivalents at end of period	**238,719**	16,030,736

The notes on pages 10 to 13 are an integral part of these condensed interim financial statements.

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

1. General information

MM Star Malta Finance P.L.C. (the 'Company') is a public limited liability company domiciled and incorporated in Malta on 27 February 2025, bearing registration number C 111281 and having its registered office address at Level 3, Valletta Buildings, Triq Nofs In-Nhar, Valletta, VLT 1103, Malta.

This condensed unaudited and un-reviewed interim financial information was approved for issue by the Board of Directors on 26 August 2026.

2. Basis of preparation

These condensed interim financial statements for the six-month period ended 30 June 2026 are prepared under the historical cost convention, as modified to include fair values where it is stated in the accounting policies below. These have been prepared in accordance with International Financial Reporting Standards (IFRSs) as adopted by the EU applicable to interim financial reporting (International Accounting Standard 34, 'Interim Financial Reporting'). The condensed interim financial information should be read in conjunction with the audited financial statements for the period ended 31 December 2025, which have been prepared in accordance with IFRSs as adopted by the EU.

2.1 Critical accounting estimates and judgements

The preparation of these condensed interim financial statements in conformity with IFRS's as adopted by the EU requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

Except as disclosed below, in the opinion of the directors, the accounting estimates and judgements made in the course of preparing these condensed interim financial statements are not difficult to reach, subjective or complex to a degree which would warrant their description as significant and critical in terms of the requirements of IAS 1 (revised).

<u>Expected credit loss allowances on loans and advances</u>
The Directors have assessed the recoverability of loans receivable by reference to the cashflow projections of the Company including planned inflows, outflows and available financing facilities with a focus on updates made to respond to the expected impacts of past events, current conditions and forecasts of economic conditions. The Directors have also considered the financial position and performance of the other related parties within the Group.

2.2 Functional and presentation currency

Items included in the condensed interim financial statements are measured using the currency of the primary economic environment in which the entity operates (the functional currency). The condensed interim financial statements are presented in Euro which is the Company's functional and presentation currency.

3. Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Board of Directors. The Board of Directors is responsible for allocating resources and assessing the performance of the operating segments for decision-making purposes. The Board of Directors considers the Company to comprise one operating segment, being the raising of financial resources from the capital market to finance the operations and capital projects of the holding company. The Company's principal source of income comprises interest income arising on the loan advanced to the holding company.

4. Summary of material accounting policies

The material accounting policies applied in the preparation of the condensed interim financial information are the same as those applied in the financial statements for the period from incorporation to 31 December 2025.

5. Loans and other receivables

	As at 30 June 2026	As at 31 December 2025
	€	€
Non-current		
Loans to parent company	**34,073,050**	**34,044,106**
Current		
Accrued interest receivable on loan	**322,890**	**1,084,520**

The Company had advanced funds to its parent company, MM Star Holdco Limited, a company incorporated with limited liability in England and Wales (registered number 14171754) whose registered office is at 2, Babmaes Street, SW1Y 6HD London, United Kingdom.

As noted in the loan agreement dated 27 May 2025, the parent company is utilizing these proceeds partially towards repayment of existing debt owed by MM Star Bidco Limited (a subsidiary company of MM Star Holdco Limited) to Clydesdale Bank plc with the remainder being used to partially repay existing shareholder advances taken out by MM Star Holdco Limited.

The Facility attracts interest at 75 basis points above the Bond Coupon of 5.35% per annum (being 6.10% per annum), calculated on the Principal Amount Outstanding.

For accounting purposes, the loan is measured at amortized cost using the effective interest method in accordance with IFRS 9. Accordingly, interest income is recognized using an effective interest rate of 6.41%, which reflects the impact of the arrangement fee and other directly attributable transaction costs.

The Borrower may make multiple drawdowns under the Facility and may repay or prepay Advances in whole or in part at any time. Notwithstanding this, the Lender may demand repayment of all or part of the Principal Amount Outstanding within five Business Days to enable repayment of the Bond. The Facility terminates on the date which coincides with the maturity date of the Bond. An arrangement fee of 1.5% for the Facility is payable on the first drawdown date.

6. Debt securities in issue

	As at 30 June 2026	**As at 31 December 2025 €**
Non-current		
Original face value of bonds issued	**35,000,000**	**35,000,000**
Capitalised bond issuance cost	**(728,765)**	**(728,765)**
Accrued interest	**105,040**	**60,988**
Carrying value of bonds in issue	**34,376,275**	**34,332,223**
Current		
Accrued interest	**34,145**	**964,466**
Total accrued and unpaid interest	**139,185**	**1,025,454**

By virtue of a prospectus dated 27 May 2025 (the "Prospectus"), the Company issued up to €35,000,000 5.35% secured callable bonds due 2029–2031, with a nominal value of €100 per bond, issued at par and redeemable at their nominal value on 27 June 2031. The Bonds bear interest at a fixed rate of 5.35% per annum, with interest commencing on 27 June 2025. The aggregate net proceeds of the Bond Issue, estimated at approximately €34.5 million, were on-lent to the parent company for the purpose of refinancing the acquisition of Yotel Edinburgh and related shareholder funding.

For accounting purposes, the Bonds are measured at amortized cost using the effective interest method in accordance with IFRS 9. Accordingly, finance costs are recognized using an effective interest rate of 5.77%, which reflects the impact of directly attributable transaction costs incurred in connection with the issue of the Bonds.

The bonds are measured at the amount of the net proceeds adjusted for the amortisation of the difference between the net proceeds and the redemption value of such bonds, using the effective interest rate.

7. Related parties

Related party transactions are entered into on a commercial basis with entities which are related by way of common shareholders who can exercise significant influence over the Company's operations.

The immediate and ultimate parent company of MM Star Malta Finance P.L.C. is MM Star Holdco Limited. Consolidated financial statements are prepared by the MM Star Holdco Limited registered at 2, Babmaes Street, SW1Y 6HD London, United Kingdom.

8. Financial risk management

The Company's financial risk management objectives and policies are consistent with those disclosed in the financial statements for the period from 27 February 2025, the incorporation date, to 31 December 2025.