

SP FINANCE p.l.c

**No. 89, The Strand,
Sliema,
Malta.**

Co. Registration No. C-89462

Ref: SPF - 68

COMPANY ANNOUNCEMENT

The following is a Company Announcement issued by SP Finance p.l.c. a company registered under the laws of Malta with company registration number C-89462 (the "Company") pursuant to Capital Markets Rules issued by the Malta Financial Services Authority.

Approval and Publication of Interim Financial Statements 2025

Quote

At a meeting held on the 28th August 2025, the Board of Directors of SP Finance p.l.c., approved the Company's Interim Unaudited Financial Statements for the six-month financial period ended 30th June 2025.

A copy of the Interim Financial Statements is attached to this announcement. The report is also available for viewing on the Company's website:
<https://pebbleshotelmalta.com/investor-relations/>

Unquote



Dr. Andrea Micallef
Company Secretary
28th August 2025

SP FINANCE P.L.C.
CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE PERIOD ENDING 30TH JUNE 2025

Company Registration Number: C 89462

SP FINANCE P.L.C.

Condensed Consolidated Interim Financial Statements (unaudited) for the period ended 30 June 2025

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SP FINANCE P.L.C.

Condensed Consolidated Interim Financial Statements (unaudited) for the period ended 30 June 2025

INTERIM DIRECTORS' REPORT

The directors hereby present their interim report together with the condensed consolidated interim financial statements of SP Finance p.l.c. and its fully owned subsidiaries (the "Group") for the period from 1 January 2025 to 30 June 2025.

The interim directors' report is being published in terms of Capital Markets Rule 5.75.2 issued by the Malta Financial Services Authority and the Prevention of Financial Markets Abuse Act, Chapter 476 of the Laws of Malta.

Principal Activities

The Group's principal activities consist in the ownership and operation of the Pebbles Boutique Aparthotel in Sliema and the operation of the Pebbles Resort in St. Paul's Bay. As from 1 April 2023 the Group operates several catering and entertainment establishments comprising the MedAsia Fusion Lounge, the MedAsia Playa and the Noodle Box, all situated in Sliema, the MedAsia Golden Sands in Golden Bay and all the bar and restaurant venues located in the Pebbles Resort in St. Paul's Bay. A fully owned subsidiary, MedAsia Branding Ltd. – C89612 (formerly Pebbles St. Julians Limited) owns and exploits intellectual property rights.

In the beginning of January 2024, the Pebbles Boutique Aparthotel in Sliema closed for a 30-month conversion project which will transform it into a Class 3B Hotel with a total of 109 suites and ancillary facilities including a Class 4D Restaurant.

Review of Business

The Group's revenue during the period amounted to €4,368,191 compared to €4,085,121 in the corresponding period of 2024 (+7%) while the loss before tax in 2025 was €170,820 compared to a loss of €729,760 in 2024 (-77%).

The decrease in the Group's pre-tax loss by €558,940 compared to the corresponding period of 2024 is principally the result of the following factors:

- An increase in the Group's revenue by €283,070 mostly attributable to a strong performance in the Pebbles Resort / Bora Bora Ibiza Malta accommodation income, which offset a slight decrease in revenue generated by the catering arm of the business.
- A marked improvement in the gross profit margin which stood at 17.1% in 2024 and increased to 26.4% in 2025. This resulted in a 65% increase in Gross Profit which in 2025 stood at €1,153,713 compared to €699,467 in 2024.
- An increase in depreciation costs which in 2025 amounted to €843,294 compared to €724,495 in 2024 (+ 16%). This increase is primarily attributable to the reversal of impairment on Property, Plant and Equipment and Right-of-use Assets in the subsidiary Pebbles Resort Ltd in the 2024 Financial Statements, which resulted in a higher cost base which is being depreciated in the current interim financial period when compared to the previous year.
- A decrease in finance costs which in 2025 amounted to €292,310 compared to €475,661 in 2024 (- 39%). This decrease is mainly due to the capitalisation in the current interim financial period of finance costs which are related to the Pebbles Boutique Aparthotel conversion project.

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As in previous years, the Pebbles Resort / Bora Bora Ibiza Malta situated in St. Paul's Bay performed very well and exceeded the results of the same period last year and projections. Preliminary results relating to July and August 2025 as well as bookings for the rest of the year strongly indicate that this positive trend will continue for the rest of the year.

As already stated above, the marked improvement in the gross profit margin ensured that the increase in revenue translated also into a significant improvement in pre-tax results whereby the loss registered in 2024 of €729,760 decreased by 77% to €170,820.

Risks and uncertainties for the remaining six months of 2025

The temporary closure of the Pebbles Boutique Aparthotel in Sliema, which is expected to re-open in mid-2026, signifies that the Group currently operates only one hotel, the Pebbles Resort / Bora Bora Ibiza Malta in St. Paul's Bay and the Group's financial results are therefore closely dependent on the performance of this hotel.

In the first six months of 2025 this Hotel continued with the positive trend experienced since its re-opening at the end of the COVID pandemic of consistently improving its results year-on-year and regularly outperforming projections.

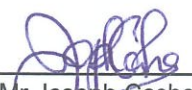
Management's constant focus to deliver a unique user experience, which is reflected in excellent customer reviews on the main travel booking websites, coupled with strong long-term business relationships with music events organizers augurs well for a strong performance for the whole of 2025, in line with the preliminary results for July and August as well as bookings for the rest of the year.

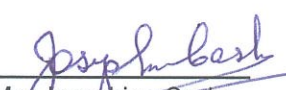
In this respect, it is expected that the Hotel's strong performance should be more than sufficient to offset the results in the catering arm of the business which, while still contributing to about half of the Group's revenue and pre-tax profits, is currently affected by strong competition in this sector and not experiencing the same growth trajectory as the accommodation arm of the business.

Dividends

The Directors do not propose the payment of an interim dividend.

Approved by the Board of Directors on 28 August 2025 and signed on its behalf by:


Mr Joseph Casha
Director


Mrs Josephine Casha
Director

SP FINANCE P.L.C.


Condensed Consolidated Interim Financial Statements (unaudited) for the period ended 30 June 2025


Directors' 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:

1. The condensed consolidated interim financial statements give a true and fair view of the assets, liabilities and financial position of the Group as at 30 June 2025 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 (IAS 34).
2. The interim directors' report includes a fair review of the information required in terms of Capital Markets Rules 5.81 to 5.84.

The condensed consolidated interim financial statements have not been audited or reviewed by the Company's auditors.


Mr Joseph Casha
Director


Mrs Josephine Casha
Director

28th August 2025

SP FINANCE P.L.C.

Condensed Consolidated Interim Financial Statements (unaudited) for the period ended 30 June 2025

CONDENSED CONSOLIDATED STATEMENT OF PROFIT AND LOSS AND OTHER COMPREHENSIVE INCOME FOR THE 6 MONTHS ENDING 30th JUNE 2025

	30 June 2025 €	30 June 2024 €
Revenue	4,368,191	4,085,121
Cost of sales	(3,214,478)	(3,385,654)
Gross profit	1,153,713	699,467
Administrative expenses	(222,300)	(239,666)
Other operating income	33,371	11,595
Profit before interest, tax and depreciation	964,784	471,396
Depreciation	(843,294)	(725,495)
Operating profit/(loss)	121,490	(254,099)
Finance costs	(292,310)	(475,661)
Loss before taxation	(170,820)	(729,760)
Tax credit	59,786	294,602
Loss for the period	(111,034)	(435,158)
Other comprehensive income	-	-
Total comprehensive income/(loss)	(111,034)	(435,158)

The notes on pages 8 to 10 are an integral part of these condensed consolidated interim financial statements.

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Condensed Consolidated Interim Financial Statements (unaudited) for the period ended 30 June 2025


CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

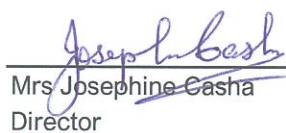
AS AT 30th JUNE 2025

	Notes	30 June 2025 €	31 December 2024 €
ASSETS			
Non-current assets		40,534,421	39,881,721
Current assets		5,097,637	4,896,514
Total assets		45,632,058	44,778,235
EQUITY		19,005,940	19,116,974
LIABILITIES			
Non-current liabilities	4	17,187,631	17,517,026
Current liabilities		9,438,487	8,144,235
Total liabilities		26,626,118	25,661,261
Total equity and liabilities		45,632,058	44,778,235

The notes on pages 8 to 10 are an integral part of these condensed consolidated interim financial statements.

The condensed consolidated interim financial statements on pages 4 to 10 were authorised for issue by the board of directors on 28 August 2025 and were signed on its behalf by:


Mr Joseph Casha
Director


Mrs Josephine Casha
Director

SP FINANCE P.L.C.

Condensed Consolidated Interim Financial Statements (unaudited) for the period ended 30 June 2025

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE 6 MONTHS ENDING 30th JUNE 2025

	Share capital €	Share premium €	Revaluation reserve €	Fair value gain reserve €	Other reserve €	Retained earnings/ (Accumulated losses) €	Total €
Balance as at 31st December 2023	250,000	17,750,000	14,799,920	2,938,013	(12,916,911)	(4,913,848)	17,907,174
Loss for the period	-	-	-	-	-	(435,158)	(435,158)
Balance as at 30th June 2024	250,000	17,750,000	14,799,920	2,938,013	(12,916,911)	(5,349,006)	17,472,016
Capitalisation of loans	-	-	-	-	147,001	-	147,001
Profit for the period	-	-	-	-	-	1,497,957	1,497,957
Balance as at 31st December 2024	250,000	17,750,000	14,799,920	2,938,013	(12,769,910)	(3,851,049)	19,116,974
Loss for the period	-	-	-	-	-	(111,034)	(111,034)
Balance as at 30th June 2025	250,000	17,750,000	14,799,920	2,938,013	(12,769,910)	(3,962,083)	19,005,940

The notes on pages 8 to 10 are an integral part of these condensed consolidated interim financial statements.

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Condensed Consolidated Interim Financial Statements (unaudited) for the period ended 30 June 2025

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE 6 MONTHS ENDING 30th JUNE 2025

	30 June 2025 €	30 June 2024 €
Cashflow from operating activities	2,445,005	992,718
Cashflow from investing activities	(1,252,139)	(238,224)
Cashflow from financing activities	(948,447)	(880,408)
Net movement in cash and cash equivalents	244,419	(125,914)
Cash and cash equivalents at beginning of period	(878,640)	(728,694)
Cash and cash equivalents at end of period	(634,221)	(854,608)

The notes on pages 8 to 10 are an integral part of these condensed consolidated interim financial statements.

SP FINANCE P.L.C.

Condensed Consolidated Interim Financial Statements (unaudited) for the period ended 30 June 2025

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

1. Corporate information

SP Finance p.l.c. (the Company) is a limited liability company which was registered in Malta on 19 November 2018.

The condensed consolidated interim financial statements include the financial statements of SP Finance p.l.c. and its subsidiaries (the Group), and cover the period 1 January 2025 to 30 June 2025.

2. Basis of preparation

These condensed consolidated interim financial statements for the six month period ending 30 June 2025 have been prepared in accordance with IAS 34, 'Interim financial reporting'. They have been prepared under the historical cost convention as modified by the fair valuation of the land and buildings class of property, plant and equipment and investment property. These financial statements have not been audited nor reviewed by the company's independent auditors.

The condensed consolidated interim financial statements do not include all the notes of the type normally included in the annual financial statements. Accordingly, this report should be read in conjunction with the annual financial statements for the period ending 31 December 2024, which have been prepared in accordance with IFRSs as adopted by the EU.

3. Significant accounting policies

The accounting policies applied in the preparation of these condensed consolidated interim financial statements are consistent with those applied in the annual financial statements for the period ending 31 December 2024.

The Company has not adopted any other standard, interpretation or amendment that has been issued but is not yet effective. The changes resulting from these standards, interpretations and amendments are not expected to have a material effect on these financial statements. The Company will adopt the changes in standards on their effective date.

SP FINANCE P.L.C.

Condensed Consolidated Interim Financial Statements (unaudited) for the period ended 30 June 2025

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

4. Non-current liabilities

	30 June 2025 €	31 December 2024 €
Borrowings:		
Bank borrowings	-	-
Third party borrowings	156,926	173,901
Bonds (note i)	11,878,936	11,863,145
	12,035,862	12,037,046
Lease liability long term	2,873,127	3,201,338
Deferred tax liability	2,278,642	2,278,642
	17,187,631	17,517,026

- i) The debts securities are disclosed at the value of the proceeds less the net book amount of the transaction costs as follows:

	30 June 2025 €	31 December 2024 €
Face value of bonds		
Bonds	12,000,000	12,000,000
Issue costs	(315,822)	(315,822)
Accumulated amortisation	194,758	178,965
	(121,064)	(136,857)
Amortised cost	11,878,936	11,863,143

By virtue of the Prospectus dated 8 April 2019, SP Finance p.l.c issued for subscription by the general public 120,000 secured bonds having a nominal value of €100 each for an aggregate principal amount of €12,000,000. These bonds have been issued at par.

The bonds are subject to a fixed Interest rate of 4% per annum payable on the 3 May of each year up to redemption date. All bonds, unless previously purchased and cancelled, will be redeemed on 3 May 2029.

The bonds are subject to the terms and conditions in the prospectus and are listed on the Malta Stock Exchange. The quoted market price as at 30th June 2025 for the 4% secured Bonds was €100.01 (31st December 2024: €99.75).

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NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

5. Related party transactions

During the course of the period the Group entered into transactions with related parties. These transactions have been carried at arm's length. The related party transactions in question were:

	30 June 2025	30 June 2024
	€	€
Other operating income		
<u>Commonly controlled entities</u>		
Service fees	12,132	-
 Other operating expenses		
<u>Commonly controlled entities</u>		
Direct costs	331,531	594,082
 Non-current assets		
<u>Commonly controlled entities</u>		
Construction works	600,000	-