

MALTA PROPERTIES COMPANY P.L.C.

Condensed Consolidated
Interim Financial Statements

For the period 1 January 2025 to 30 June 2025

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	Pages
Directors' Report pursuant to Capital Markets Rule 5.75.2	1 - 3
Condensed Consolidated Interim Financial Statements:	
Condensed Consolidated Interim Statement of Financial Position	4 - 5
Condensed Consolidated Interim Statement of Comprehensive Income	6
Condensed Consolidated Interim Statement of Changes in Equity	7
Condensed Consolidated Interim Statement of Cash Flows	8
Notes to the Condensed Consolidated Interim Financial Statements	9 - 11
Statement pursuant to Capital Markets Rule 5.75.3	12
Independent Auditor's Report on Review of Condensed Consolidated Interim Financial Information	13 - 14

Directors' Report pursuant to Capital Markets Rule 5.75.2

This Half-Yearly Report is being published in terms of Chapter 5 of the Capital Markets Rules of the Listing Authority – Malta Financial Services Authority and the Prevention of Financial Markets Abuse Act, 2005. The half-yearly report comprises the reviewed (not audited) condensed consolidated interim financial statements for the six months ended 30 June 2025 prepared in accordance with International Financial Reporting Standards adopted for use in the EU for interim financial statements (International Accounting Standard 34, 'Interim Financial Reporting'). The condensed consolidated interim financial statements have been reviewed in accordance with the requirements of ISRE 2410, 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity'. The comparative statement of financial position has been extracted from the audited financial statements for the year ended 31 December 2024.

Principal activities

The main activities of the Group are property development and the holding of immovable property for rental to others. As the holding company of the Malta Properties Company (MPC) p.l.c. Group, MPC p.l.c is ultimately dependent upon the operations and performance of its subsidiaries and their respective operations. The parent company may, inter alia, directly or through subsidiary companies, acquire by any title whatsoever, and take on lease or sub-lease and dispose of, grant and/or lease and hold property of any kind, whether movable or immovable for the purposes of its business, and construct, develop and enter into arrangements with contractors and other service providers in connection with its properties.

Review of financial performance

The Group's rental income for the period amounted to €2,256,747 (2024: €2,801,327), a decrease of 19% over that of the previous period. The decrease in rental income is mainly attributable to the fact that several of the Group's property leases expired towards the end of 2024 and therefore occupancy was impacted by the time necessary to undertake renovations.

The Group's operating profit during this period amounted to €1,588,021 (2024: €2,165,653). Operating profit decreased because of the decrease in revenue as reported above. Administrative expenses decreased slightly from the previous period and amounted to €688,547 (2024: €696,364). Finance costs also remained in line at €650,364 compared to €644,604 in the prior period while finance income decreased to €61,477 (2024: €135,303) given that the deposit amounts decreased as internal funds are being used to finance the current renovations.

Profit before tax for the period amounted to €1,015,032 (2024: €1,656,352), reflecting mainly the lower rental income from the Group's properties. There were no fair value movements in both periods. Tax for the period increased because a higher amount of deferred tax was recognised due to higher additions compared to the previous period. Profit after tax stood at €500,944 (2024: €1,154,031).

During the period ended 30 June 2025, the value of the Group's property portfolio increased by almost €1.8 million and reached €91,915,649 (31 December 2024: €90,142,450). This increase mainly relates to various renovations: The Exchange at Spencer Hill, Marsa, Marsa Central Building in Fra Diego Street and the Swatar property. As of 30 June 2025, the Group's cash and cash equivalents (including deposits) amounted to €4,661,547 (31 December 2024: €7,988,775). The decrease in cash is mainly because of the renovations at the afore-mentioned properties.

Directors' Report pursuant to Capital Markets Rule 5.75.2 - continued

Related party transactions

During the period under review, dividends paid to the immediate parent company amounted to €851,008 (2024: €851,008).

Commentary on performance

Malta Properties Company delivered a solid performance in the first half of 2025, despite a reduction in rental income compared to the previous period. The reduction in income was foreseen and driven by the expiry of leases at several properties over the second half of 2024. Renovation works were undertaken in many of these properties during the first half of 2025 in parallel to a focused commercial effort to secure new tenants. We are delighted that our efforts were successful, and we have now secured tenants for most of these vacated properties. These include our Swatar property, which was vacated by HSBC in October 2024, and a new tenant has recently occupied the entire building. We have also secured a new tenant for half of the ex GO headquarters in Marsa who will be moving into the building over Q3 of 2025. The remaining vacant parts of our Spencer Hill property in Marsa (including a rooftop extension currently under construction) is also under contract for occupancy by a government agency and we expect the building to be fully occupied by the end of 2025.

Looking ahead, we expect revenues to increase over the coming months in line with tenants moving into the above-mentioned properties. As we stand now, all our portfolio is under lease or signed to be leased, except for part of the ex GO Headquarters in Marsa (and two smaller development properties, in Rabat and Naxxar).

Directors

The Directors of the Company who held office during the period were:

Mr. Nasser Al Awadhi (Chairman)
Mr. Deepak S. Padmanabhan
Dr. Cory Greenland
Mr. Saqib Saeed
Ms. Huda Buhumaid

In terms of Article 96.1 of the Articles of Association, the term of appointment of the Directors still in office expires at the end of the forthcoming Annual General Meeting.

Mr. Deepak Padmanabhan and Dr. Cory Greenland offered themselves for election at the last Annual General Meeting for the two seats on the Board of Directors and were elected to represent the Company's shareholders.

Directors' Report pursuant to Capital Markets Rule 5.75.2 - continued

Dividends

A net dividend in respect of the year ended 31 December 2024 of €0.014 per share after taxation (2023: €0.014 per share), amounting to €1,418,347, was declared during the AGM on 28 May 2025 and paid during the period ended 30 June 2025.

The Board of Directors has resolved to determine the extent of any dividend distribution for 2025 on the basis of the full year results. Accordingly, no dividends are declared in respect of 2025 upon the issue of the results for the six-month period ended 30 June 2025.

Approved by the Board of Directors on 6 August 2025 and signed on its behalf by

Cory Greenland
Director

Deepak Padmanabhan
Director

Condensed consolidated interim statement of financial position

	As at 30.06.2025 Unaudited €	As at 31.12.2024 Audited €
ASSETS		
Non-current assets		
Intangible assets	2,443	2,443
Property, plant and equipment	820,194	809,438
Investment property	91,915,649	90,142,450
Other assets	-	4,860
Total non-current assets	92,738,286	90,959,191
Current assets		
Trade and other receivables	607,394	392,925
Current tax assets	4,713	97,892
Deposits	1,042,932	6,277,449
Cash and cash equivalents	3,618,615	1,711,326
Total current assets	5,273,654	8,479,592
Total assets	98,011,940	99,438,783

Condensed consolidated interim statement of financial position - continued

	As at 30.06.2025 Unaudited €	As at 31.12.2024 Audited €
EQUITY AND LIABILITIES		
Capital and reserves		
Share capital	32,419,356	32,419,356
Other reserve	256,796	256,796
Retained earnings	23,922,453	24,839,853
Total equity	56,598,605	57,516,005
LIABILITIES		
Non-current liabilities		
Borrowings	28,918,971	29,354,760
Deferred tax liability	8,668,419	8,501,060
Trade and other payables	183,279	217,351
Total non-current liabilities	37,770,669	38,073,171
Current liabilities		
Borrowings	907,937	893,598
Trade and other payables	2,396,763	2,485,815
Current tax liability	337,966	470,194
Total current liabilities	3,642,666	3,849,607
Total liabilities	41,413,335	41,922,778
Total equity and liabilities	98,011,940	99,438,783

The notes on pages 9 to 14 are an integral part of these condensed consolidated interim financial statements.

The condensed consolidated interim financial statements on pages 4 to 14 were authorised for issue by the Board on 6 August 2025 and were signed on its behalf by:

Cory Greenland
Director

Deepak Padmanabhan
Director

Condensed consolidated interim statement of comprehensive income

	Six-months ended 30.06.2025 Unaudited €	Six-months ended 30.06.2024 Unaudited €
Rental income	2,256,747	2,801,327
Other income	35,719	60,690
Administrative expenses	(688,547)	(696,364)
Operating profit	1,603,919	2,165,653
Finance income	61,477	135,303
Finance costs	(650,364)	(644,604)
Profit before tax	1,015,032	1,656,352
Tax expense	(514,088)	(502,321)
Profit for the period	500,944	1,154,031
- total comprehensive income	500,944	1,154,031
Earnings per share	0.005	0.011

The notes on pages 9 to 14 are an integral part of these condensed consolidated interim financial statements.

Condensed consolidated interim statement of changes in equity

Unaudited	Share capital €	Other Reserve €	Retained earnings €	Total €
Balance at 1 January 2024	32,419,356	253,829	23,715,510	56,388,695
Comprehensive income				
Profit for the period	-	-	1,154,031	1,154,031
Total comprehensive income for the period	-	-	1,154,031	1,154,031
Transactions with owners				
Dividends	-	-	(1,418,342)	(1,418,342)
Balance at 30 June 2024	32,419,356	253,829	23,451,199	56,124,384
Balance at 1 January 2025	32,419,356	256,796	24,839,853	57,516,005
Comprehensive income				
Profit for the period	-	-	500,944	500,944
Total comprehensive income for the period	-	-	500,944	500,944
Transactions with owners				
Dividends	-	-	(1,418,344)	(1,418,344)
Balance at 30 June 2025	32,419,356	256,796	23,922,453	56,598,605

The notes on pages 9 to 14 are an integral part of these condensed consolidated interim financial statements.

Condensed consolidated interim statement of cash flows

	Six-months ended 30.06.2025 Unaudited €	Six-months ended 30.06.2024 Unaudited €
Cash flows from operating activities		
Cash generated from operations	1,836,578	2,886,508
Interest paid	(1,076,207)	(95,453)
Interest received	69,911	111,700
Income tax paid	(435,421)	(412,406)
Net cash generated from operating activities	394,861	2,490,349
Cash flows from investing activities		
Additions to investment property	(1,858,510)	(994,927)
Purchase of property, plant and equipment	(19,465)	(1,720)
Restricted deposits	5,254,713	-
Net cash used in investing activities	3,376,738	(996,647)
Cash flows from financing activities		
Dividends paid	(1,418,344)	(1,418,342)
Repayment of bank loan	(445,966)	(476,252)
Net cash used in financing activities	(1,864,310)	(1,894,594)
Net movement in cash and cash equivalents	1,907,289	(400,892)
Cash and cash equivalents at beginning of period	1,711,326	3,225,975
Cash and cash equivalents at end of period	3,618,615	2,825,083

The notes on pages 9 to 14 are an integral part of these condensed consolidated interim financial statements.

Notes to the condensed consolidated interim financial statements

Basis of preparation

These condensed consolidated interim financial statements have been prepared in accordance with International Accounting Standard 34 – Interim Financial Reporting, have been extracted from the Group's unaudited accounts for the six months ended 30 June 2025 and have been reviewed in terms of ISRE 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity". The half-yearly results are being published in terms of Chapter 5 of the Capital Markets Rules of the Malta Financial Services Authority.

The interim financial information should be read in conjunction with the annual financial statements for the year ended 31 December 2024, which have been prepared in accordance with International Financial Reporting Standards as adopted by the EU.

Accounting policies

The accounting policies used in the preparation of the condensed consolidated interim financial statements are consistent with those of the annual financial statements of Malta Properties Company p.l.c. for the year ended 31 December 2024, as described in those financial statements.

Standards, interpretations and amendments to published standards effective during the reporting period

During the financial period under review, the Group and Company adopted new standards, amendments and interpretations to existing standards that are mandatory for the Group and the Company's accounting period beginning on 1 January 2025. Adoption of new standards, amendments and interpretations to existing standards that are mandatory for accounting period beginning on 1 January 2025 did not result in changes to the Group and Company's and its subsidiaries' accounting policies and did not require retrospective adjustments.

Investment property

Investment property comprises commercial property 44% (2024: 63%) of which was leased out to a related party.

Movements in investment property for the period were as follows:

	2025 €	2024 €
Period ended 30 June		
Opening carrying amount	90,142,450	87,335,634
Additions	1,773,199	613,886
Closing carrying amount	91,915,649	87,949,520

Notes to the condensed consolidated interim financial statements - continued

Investment property - continued

The carrying amount of investment property as at the end of the period was as follows:

	As at 30.06.2025 €	As at 31.12.2024 €
Cost	80,327,380	78,554,181
Net cumulative fair value gains	11,588,269	11,588,269
Carrying amount	91,915,649	90,142,450

Fair values of financial instruments not carried at fair value

At 30 June 2025 and 31 December 2024, the carrying amounts of cash at bank, deposits, receivables, payables, accrued expenses and short-term borrowings reflected in the financial statements are reasonable estimates of fair value in view of the nature of these instruments or the relatively short period of time between the origination of the instruments and their expected realisation.

The fair value of the Group's non-current floating interest rate bank borrowings at the end of the reporting period is not significantly different from the carrying amounts. The current market interest rates utilised for discounting purposes, which were almost equivalent to the respective instruments' contractual interest rates, are deemed observable and accordingly these fair value estimates have been categorised as Level 2.

Information on the fair value of the bonds issued to the public is disclosed in the Bonds note below. The fair value estimate in this respect is deemed Level 1 as it constitutes a quoted price in active market.

Borrowings

Total bank loan repayments during the six-month period amounted to €445,966 (2024: €476,252).

Bonds

Malta Properties Company plc issued 25,000,000 bonds with a face value of €100 each which were admitted on the Official List of the Malta Stock Exchange on 7 July 2022. The bonds have a coupon interest of 4.0% which is payable annually in arrears. Interest is paid on the 30 June of each year, provided that if any such day is not a Business Day, such interest payment date is carried over to the next day that is a Business Day. For the period under review, the company paid the bond interest on 30 June 2025. The quoted market price as at 30 June 2025 for the bonds was €99.99 which in the opinion of the directors fairly represents the fair value of these financial liabilities.

Segment information

The Group primarily operates in one segment that comprises the provision of rental services to customers, which activities are substantially subject to the same risks and returns. Accordingly, the presentation of segment information as required by IFRS 8, Operating segments, within this half-yearly report is not deemed applicable.

Notes to the condensed consolidated interim financial statements - continued

Commitments

Commitments which have been authorised and contracted for relating to the development of investment property not provided for in the interim financial statements amounted to €556,374 as at 30 June 2025 (2024: €238,596).

Dividends

A dividend in respect of the year ended 31 December 2024 of €0.014 (2023: €0.014) per share, amounting to €1,418,344 (2023: €1,418,342), was proposed by the Board of Directors during the period. The 2024 dividend was approved for payment at the Company's AGM and was paid on 30 May 2025.

Related party

(a) Parent and ultimate controlling party

The Company's immediate parent company is Emirates International Telecommunications (Malta) Limited which is ultimately controlled by Dubai Holding LLC, with registered office situated at Um Suqeim 3, PO Box 66000, Dubai, UAE. Dubai Holding LLC is owned by The Government of Dubai. As Vice-President and Prime Minister of the UAE and Ruler of Dubai, H.H. Sheikh Mohammad Bin Rashid Al Maktoum is the head of the Government of Dubai.

On 11 July 2025, the Company's immediate parent entered into a share purchase agreement with BMIT Technologies p.l.c., a public company registered under the laws of Malta, to sell and deliver 49,642,139 ordinary shares in the issued share capital of the Company. The conclusion of the transaction is dependent on a number of conditions precedent being satisfied.

(b) Related party transactions

Consistent with the disclosures in the audited financial statements for the year ended 31 December 2024, the Group has a related party relationship with its ultimate parent and entities ultimately controlled by it (see above); key management personnel (group companies' directors) together with close members of their family and entities controlled by them.

The principal related party transactions during the six-month period under review comprise:

	Six months ended 30.06.2025 €	Six months ended 30.06.2024 €
Related entities		
Dividends paid to immediate parent	851,008	851,008
Services provided to other related parties	1,002,968	1,589,528
Services received from other related parties	2,774	2,907

Statement pursuant to Capital Markets Rule 5.75.3

I confirm that to the best of my knowledge:

- the condensed consolidated interim financial information gives a true and fair view of the financial position of the Group as at 30 June 2025, and of its financial performance and its cash flows 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');
- the Interim Directors' Report includes a fair review of the information required in terms of Capital Markets Rules 5.81 to 5.84.

Cory Greenland
Director

6 August 2025

Independent review report of condensed interim consolidated financial statements to the Board of Directors of Malta Properties Company p.l.c.

Introduction

We have reviewed the accompanying condensed consolidated interim financial statements of Malta Properties Company p.l.c. and its subsidiaries (together the “Group”), which comprise the condensed consolidated interim statement of financial position as at 30 June 2025, and the related condensed consolidated interim statement of comprehensive income, condensed consolidated interim statement of changes in equity and condensed consolidated interim statement of cash flows for the six month period then ended and other explanatory notes. We have read the other information contained in the financial report and considered whether it contains any apparent misstatement or material inconsistencies with the information in the condensed set of interim consolidated financial statements.

Directors’ responsibilities

The condensed consolidated interim financial statements is the responsibility of, and has been approved by the directors and is released for publication in compliance with the requirement of Rule 5.74 of the Capital Market Rules. As disclosed in page 9, the condensed consolidated interim financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the EU applicable to interim financial reporting (IAS 34 *Interim Financial Reporting*).

Our responsibility

Our responsibility is to express to the Group a conclusion on the interim condensed set of consolidated financial information based on our review.

Scope of Review

We conducted our review in accordance with International Standard on Review Engagements 2410, *‘Review of Interim Financial Information Performed by the Independent Auditor of the Entity’*. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

As with the statutory audit of the Group prepared in accordance with articles 179, 179A and 179B of the Companies Act (Cap.386), the scope of our review does not address the future viability of the Group or the efficiency or effectiveness with which the directors have conducted or will conduct the affairs of the Group. Decisions taken, or to be taken, by the management of the Group may impact the financial position of the Group as may events occurring after the date of our review, including, but not limited to, events of force majeure.

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Independent review report of condensed interim consolidated financial statements

to the Board of Directors of Malta Properties Company p.l.c.

Scope of Review (continued)

As such, our review of the Group's historical condensed interim financial statements is not intended to facilitate or enable, nor is it suitable for, reliance by any person, in the creation of any projections or predictions, with respect to the future financial health and viability of the Group, and cannot therefore be utilised or relied upon for the purpose of decisions regarding investment in, or otherwise dealing with (including but not limited to the extension of credit), the Group. Any decision-making in this respect should be formulated on the basis of a separate analysis, specifically intended to evaluate the prospects of the Group and to identify any facts or circumstances that may be materially relevant thereto.

For the avoidance of doubt, any conclusions concerning the adequacy of the capital structure of the Group, including the formulation of a view as to the manner in which financial risk is distributed between shareholders and/or creditors cannot be reached on the basis of the interim consolidated financial statements alone and must necessarily be based on a broader analysis supported by additional information.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying condensed interim consolidated financial information does not present fairly, in all material respects, in accordance with the recognition and measurement principles of International Financial Reporting Standards as adopted by the EU and the presentation and disclosure requirements of IAS 34 *Interim Financial Reporting*.

This review report was drawn up on 6 August 2025 and signed by:

Antoine Carabott as Director
in the name and on behalf of
Deloitte Audit Limited
Registered auditor
Central Business District, Malta