RIZZO FARRUGIA
YOUR INVESTMENT CONSULTANTS

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The Board of Directors
Premier Capital p.l.c.
Nineteen Twenty-Three,
Valletta Road,
Marsa MRS 3000, Malta

24 June 2025

Dear Sirs,

Premier Capital plc – Financial Analysis Summary Update 2025 (the **"Update FAS"**)

In accordance with your instructions and in line with the requirements of the Malta Financial Services Authority Listing Policies, we have compiled the Update FAS set out on the following pages, and which is being forwarded to you together with this letter.

The purpose of the Update FAS is that of summarising key financial data appertaining to Premier Capital plc (the "**Company**" or "**Premier Capital**"). The data is derived from various sources or is based on our own computations as follows:

(a) historic financial data for the three years ended 31 December 2022 to 2024 extracted from the Company's audited statutory financial statements for the three years in question;
(b) the forecast data for the financial year ending 31 December 2025 has been extracted from the forecast financial information provided by the management of the Company;
(c) our commentary on the results of the Company and on the respective financial positions has been based on the explanations provided by the Company;
(d) the ratios quoted in the Update FAS have been computed by us, applying the definitions as set out and defined within the Update FAS; and
(e) relevant financial data in respect of competitors as analysed in Part D has been extracted from public sources such as the web sites of the companies concerned, or financial statements filed with the Registrar of Companies.

The Update FAS is meant to assist potential investors by summarising the more important financial data of the Company. The Update FAS does not contain all data that is relevant to potential investors and is meant to complement, and not replace, financial and/or investment advice. The Update FAS does not constitute an endorsement by our firm of the securities of the Company and should not be interpreted as a recommendation to invest. We shall not accept any liability for any loss or damage arising out of the use of the Update FAS and no representation or warranty is provided in respect of the reliability of the information contained in this report. As with all investments, potential investors are encouraged to seek professional advice before investing.

Yours sincerely,

Christopher Mallia
Corporate Advisory Executive

FINANCIAL ANALYSIS SUMMARY

Update 2025

Prepared by Rizzo, Farrugia & Co (Stockbrokers) Ltd, in compliance with the Listing Policies issued by the Malta Financial Services Authority, dated 5 March 2013, as revised on 13 August 2021.

24 June 2025

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Important Information

Purpose of the Document

Premier Capital plc (the "**Company**" or "**Premier Capital**") issued €65 million 3.75% Unsecured Bonds 2026 pursuant to a prospectus dated 21 October 2016.

The prospectus included a Financial Analysis Summary ("**FAS**") in line with the requirements of the Listing Policies dated 5 March 2013 and last revised on 13 August 2021. The purpose of this report is to provide an update to the FAS (the "**Update FAS**") on the performance and on the financial position of the Company.

Sources of Information

The information that is presented has been collated from a number of sources, including the Company's website (www.premiercapital.com.mt), the audited Financial Statements for the years ended 31 December 2022, 2023 and 2024 and forecasts for financial year ending 31 December 2025 thereof.

Forecasts that are included in this document have been prepared and approved for publication by the directors of the Company, who undertake full responsibility for the assumptions on which these forecasts are based.

Wherever used, FYXXXX refers to financial year covering the period 1st January to 31st December. The financial information is being presented in thousands of euros, unless otherwise stated, and has been rounded to the nearest thousand.

Previous FAS Issued

The Company has published the following FAS which are available on its website:

FAS dated 21 October 2016 (appended to the prospectus)
FAS dated 21 June 2017
FAS dated 26 June 2018
FAS dated 20 June 2019
FAS dated 26 August 2020
FAS dated 28 June 2021
FAS dated 28 June 2022
FAS dated 19 June 2023
FAS dated 04 June 2024

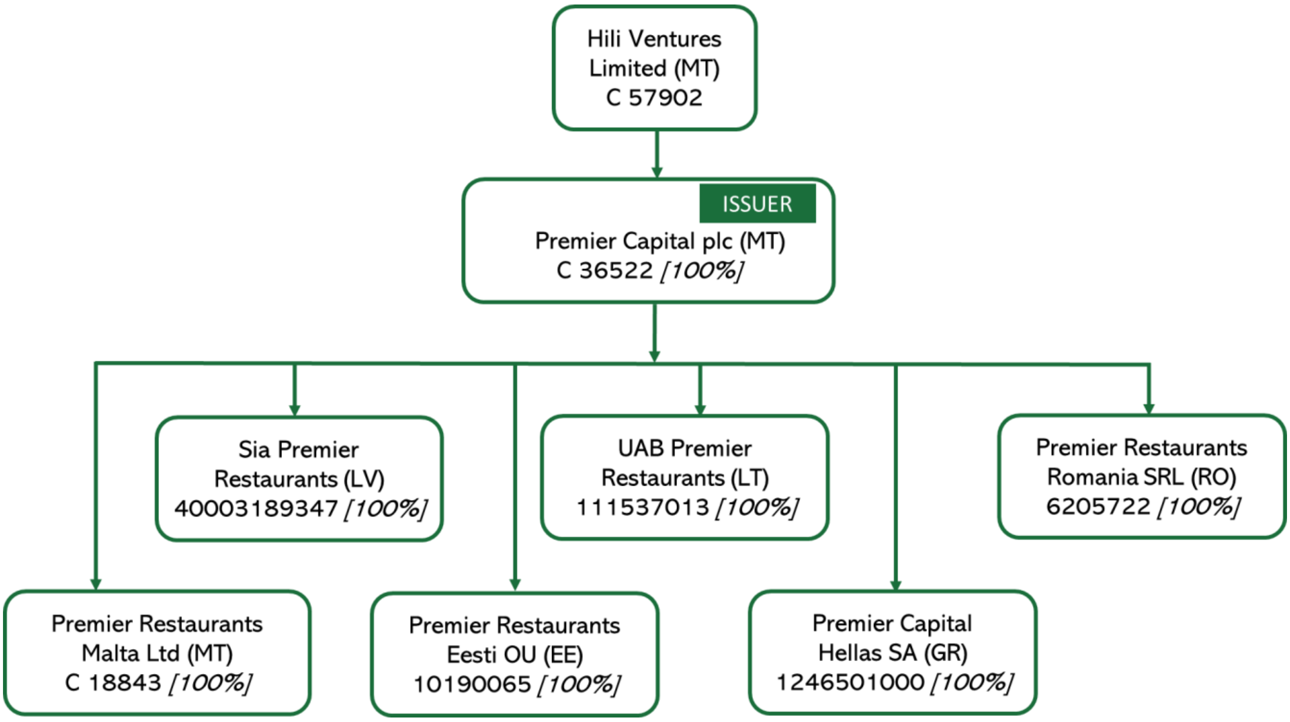
1. INTRODUCTION

Premier Capital p.l.c. (the "**Issuer**") was incorporated on 30 June 2005 as a private limited liability company and on 26 February 2010, it was converted to a public limited liability company.

The Issuer is a holding company which has no trading or operating activities of its own, and acts as an investment company and service provider to its subsidiary undertakings. The Issuer's operating and financial performance is therefore directly related to the operating and financial performance of its subsidiary companies. Specifically, the Issuer and its subsidiaries (the "**Group**") are engaged in the operations of McDonald's stores in Estonia, Greece, Latvia, Lithuania, Malta and Romania.

2. GROUP STRUCTURE

The Issuer is owned by Hili Ventures Ltd, except for one ordinary share which is held by Carmelo *sive* Melo Hili.



3. Directors and Senior Management

Directors of the Issuer

The directors of the Company are:

Mr Carmelo *sive* Melo Hili	Chairman & Chief Executive Officer
Mr Valentin-Alexandru Truta	Executive Director
Mr Peter Hili	Executive Director *(appointed with effect from 24 April 2025)*
Mr Dorian Desira	Non-Executive Director
Ms Karen Pace	Non-Executive Director
Mr Massimiliano Eugenio Lupica	Independent, Non-Executive Director
Ms Claudine Cassar	Independent, Non-Executive Director

The Company Secretary is Mr Adrian Mercieca.

Senior Management of the Issuer

The senior management of the Issuer are the following:

Mr Carmelo *sive* Melo Hili	Chairman & CEO
Mr Peter Hili	Chief Commercial Officer & Managing Director, Premier Restaurants Malta
Ms Simona Mancinelli	Chief Operations Officer
Mr Geoffrey Camilleri	Chief Financial Officer
Mr Tassos Mervakitis	Chief Development Officer

Senior Management of the Group

The senior management of the Group are the following:

Mr Carmelo *sive* Melo Hili	Chairman & CEO
Mr Peter Hili	Chief Commercial Officer & Managing Director, Premier Restaurants Malta
Mr Petre Tintoi	Managing Director, Premier Restaurants Baltics
Mr Vladimir Janevski	Managing Director, Premier Capital Hellas
Mr Valentin Truta	Managing Director, Premier Restaurants Romania
Ms Simona Mancinelli	Chief Operations Officer
Mr Geoffrey Camilleri	Chief Financial Officer
Mr Tassos Mervakitis	Chief Development Officer

4. Major Assets and Key Developments

4.1 Major Assets

The assets of the Group are predominantly made up of:

- Property, plant and equipment comprising land and buildings (mostly making up the owned restaurants), plant and equipment as well as motor vehicles;
- Right of use assets primarily comprising leases over the Group's leased restaurants;
- Cash and cash equivalents underlying the Group's strong cash generation capabilities.

The table below summarises the value of the Group's major assets for each of FY2022, FY2023 and FY2024. The trend indicates growth in the Group's assets mainly reflecting the expanding restaurant footprint.

Assets	FY2022 *€'000*	FY2023 *€'000*	FY2024 *€'000*
Property, plant and equipment	124,758	140,139	159,415
Right of use assets	119,697	139,813	149,864
Cash and cash equivalents	43,974	49,930	41,589
Other assets[1]	81,608	95,262	98,146
Total assets	**370,037**	**425,144**	**449,014**

4.2 Key Developments

Investment in Restaurants

During FY2024 the Group invested a further €39.7 million (FY2023: €33.6 million) in new store openings as well as the refurbishment of restaurants already in operation. In the case of existing stores, the embellishments were focused on interior refurbishments and digital experience improvements, together with energy-efficient equipment upgrades with the aim of achieving a better environmental performance and improve renewable energy generation.

Country	Number of Restaurants			
	FY2022 (A)	FY2023 (A)	FY2024 (A)	FY2025 (F)
Romania	96	102	106	115
Greece	28	32	35	34
Lithuania	17	17	18	19
Latvia	13	14	14	14
Malta	9	9	9	10
Estonia	11	11	11	11
Total assets	**174**	**185**	**193**	**203**

[1] *Other assets comprise: (i) Goodwill; (ii) Intangible assets; (iii) Financial assets; (iv) Loans and receivables; (v) Deferred tax assets; (vi) Prepayments; (vii) Inventories; (viii) Trade and other receivables; and (ix) Current tax assets.*

In line with the Group's strategy, during FY2024 it continued to increase the number of restaurants with eleven new restaurants inaugurated during the year. Seven of these restaurants were opened in Romania, three in Greece and one in Lithuania. In Romania three stores were closed at the end of their lease term, resulting in a total net increase of eight restaurants for the year, totalling 193 (FY2023: 185) locations across the Group's network.

The Group plans to continue expanding the number of stores it operates. In this respect, the Group is planning 11 new store openings in FY2025, with the majority planned to be opened in Romania with 9 new store openings. The other two new restaurants will be located in Lithuania and Malta. The Group also plans to close one store in Greece which has consistently underperformed. As a result, the Group is envisaging a net increase of ten stores in FY2025, taking it to 203 (FY2024: 193) restaurants.

FOOD INFLATION

Given that the Group's business is within the quick service restaurant industry, food cost is a crucial factor in the business' performance. In 2023 food inflation (annual rate of change) in the European Union peaked at over 19% in the first quarter before subsiding to around 5.7% by the end of that same year. 2024 kicked off with inflation at the similar levels but continued to trend downwards closing the year at 2.1%. In 2025, food inflation is set to rise again and is expected to heighten and reach 3% in the short- term as a result of cost pressures in agricultural commodity prices and labour costs.[23]

LABOUR

Human resources is another key factor in the Group's operating model. Labour market trends in Europe impact the Group's performance and outlook and in each of the Group's six markets, management is experiencing tight or tightening labour conditions which may cause upward wage pressures in turn. This trend is likely to persist in 2025, impacting the Group's wage bill.[3]

[2] *Eurostat, HICP – monthly data (annual rate of change): food, https://ec.europa.eu/eurostat/databrowser/view/prc_hicp_manr__custom_17068124/default/table?lang=en [Accessed on 05 June 2025]*

[3] *European Commission, 2025, European Economic Forecast – Spring 2025, https://economy-finance.ec.europa.eu/document/download/e9de23c8-b161-40d0-9ad7-e04a25500023_en?filename=ip318_en.pdf#page=130 [Accessed 05 June 2025]*

5. Market Overview

The quick service restaurant (QSR) market features prominently in today's fast paced world where busy lifestyles necessitate quick dining solutions. The QSR segment, which is valued in excess of €140 billion, comprises a number of international franchises as well as country specific home-grown brands.

The industry is a dynamic one which continuously adapts to demographic changes, consumer preferences, technological advancements, including the use of digital sales channels, as well as evolving economic conditions. The food types offered vary across different jurisdictions although burgers remain a very popular choice amongst consumers.

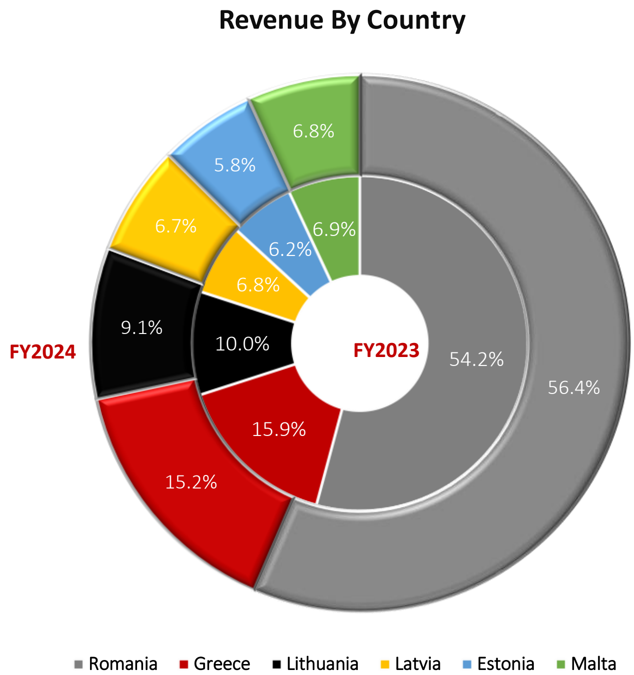
Competition in the European QSR market is intense and is expected to remain strong in the future. This trend is evident in the markets where the Group operates. However, representing one of the world's leading QSR brands has enabled the Group to maintain market leadership in Romania, the Baltics and Malta. Whilst in Greece, McDonald's ranks second after *Gregory's*.

6. FINANCIAL STATEMENT ANALYSIS – HISTORIC & FORECASTS

The following sections provide an overview of the historic financial information of the Company over the past three financial periods ending 31 December 2024 and an outlook for the current financial year ending 31 December 2025.

6.1 SEGMENTAL ANALYSIS

The chart below depicts the revenue split by country whilst the table overleaf illustrates a number of key performance indicators split by geographical markets in which the Group operates.



FY2024 was another positive year as the Group registered growth in business activity across all six jurisdictions in which it operates, despite the intense competitive landscape paired with inflationary cost pressures. The Romania operation remained the largest contributor accounting for 56.4% of revenue and 61.7% of pre-tax profits. Moreover, the Romanian market marks the highest revenue CAGR between 2022 and 2024, totalling 16.6%, reflecting the growth potential of this jurisdiction. Meanwhile, the highest profit margins are generated by the Group's operations in the Baltics ranging from 11.7% in Estonia to 12.8% in Lithuania and 13.5% in Latvia. Romania and Malta generate pre-tax profit margins above 10% whilst the Greek business has persistently returned lower, single digit pre-tax profit margins due to a combination of a general slowdown in business activity as well as elevated operational costs in this jurisdiction.

	FY2022 (A) €'000	FY2023 (A) €'000	FY2024 (A) €'000	FY2025 (F) €'000	CAGR FY22-24	CAGR FY22-25
Romania						
Revenue *(€ '000)*	296,830	349,608	403,421	444,581	16.6%	14.4%
Profit before tax *(€ '000)*	35,203	31,383	43,119	41,250	10.7%	5.4%
Average number of restaurants	96	102	106	115		
Average revenue per restaurant *(€ '000)*	3,092	3,428	3,806	3,866	10.9%	7.7%
Growth in average revenue per restaurant	22.9%	10.9%	11.0%	1.6%		
Pre-tax profit margin	11.9%	9.0%	10.7%	9.3%	-5.1%	-7.9%
Greece						
Revenue *(€ '000)*	81,498	102,392	108,800	111,116	15.5%	10.9%
Profit / (loss) before tax *(€ '000)*	3,615	4,286	2,222	-1,102	-21.6%	-167.3%
Average number of restaurants	28	32	35	34		
Average revenue per restaurant *(€ '000)*	2,911	3,200	3,109	3,268	3.3%	2.9%
Growth in average revenue per restaurant	40.3%	9.9%	-2.8%	5.1%		
Pre-tax profit margin	4.4%	4.2%	2.0%	-1.0%	-32.1%	-160.7%
Lithuania						
Revenue *(€ '000)*	51,502	64,554	64,937	71,715	12.3%	11.7%
Profit before tax *(€ '000)*	6,410	10,855	8,319	8,697	13.9%	10.7%
Average number of restaurants	17	17	18	19		
Average revenue per restaurant *(€ '000)*	3,030	3,797	3,608	3,774	9.1%	7.6%
Growth in average revenue per restaurant	27.2%	25.3%	-5.0%	4.6%		
Pre-tax profit margin	12.4%	16.8%	12.8%	12.1%	1.5%	-0.9%
Latvia						
Revenue *(€ '000)*	37,440	44,067	47,530	51,028	12.7%	10.9%
Profit before tax *(€ '000)*	3,530	5,155	6,415	6,252	34.8%	21.0%
Average number of restaurants	13	14	14	14		
Average revenue per restaurant *(€ '000)*	2,880	3,148	3,395	3,645	8.6%	8.2%
Growth in average revenue per restaurant	30.6%	9.3%	7.9%	7.4%		
Pre-tax profit margin	9.4%	11.7%	13.5%	12.3%	19.6%	9.1%
Estonia						
Revenue *(€ '000)*	31,870	40,156	41,623	43,991	14.3%	11.3%
Profit before tax *(€ '000)*	2,602	3,671	4,869	4,465	36.8%	19.7%
Average number of restaurants	11	11	11	11		
Average revenue per restaurant *(€ '000)*	2,897	3,651	3,784	3,999	14.3%	11.3%
Growth in average revenue per restaurant	9.4%	26.0%	3.7%	5.7%		
Pre-tax profit margin	8.2%	9.1%	11.7%	10.1%	19.7%	7.5%
Malta						
Revenue *(€ '000)*	34,465	44,788	48,356	52,976	18.5%	15.4%
Profit before tax *(€ '000)*	2,360	4,529	4,911	4,685	44.3%	25.7%
Average number of restaurants	9	9	9	10		
Average revenue per restaurant *(€ '000)*	3,829	4,976	5,373	5,298	18.5%	11.4%
Growth in average revenue per restaurant	30.5%	30.0%	8.0%	-1.4%		
Pre-tax profit margin	6.8%	10.1%	10.2%	8.8%	21.8%	8.9%

In FY2025, the Group is forecasting further growth in revenue across all six markets. In absolute terms, the largest increase in revenue is expected from Romania, due to its ambitious network expansion in the region with nine new store openings planned. Revenues in Lithuania and Malta are also expected to be bolstered through new development, with one restaurant being added in each of these markets this year. In contrast, the Group is expecting lower pre-tax profits in most jurisdictions coupled with a weakening in pre-tax profit margin in all its markets. The primary impacts are derived from cost pressures, predominantly from food (beef prices remain at historically high levels due to supply constraints) and labour (wage pressures evident in all jurisdictions in which the Group operates). Moreover, Greece is expected to remain weak in terms of growth and profitability, with an expected €1.1 million loss before tax due to cost inflation pressures.

6.2 Income Statement - Consolidated Analysis

	FY2022 (A)	*FY2023 (A)*	*FY2024 (A)*	*FY2025 (F)*
	€'000	*€'000*	*€'000*	*€'000*
Revenue	**533,605**	**645,565**	**714,667**	**775,407**
Net Operating Expenses	(455,983)	(556,471)	(611,544)	(672,883)
EBITDA	**77,622**	**89,094**	**103,123**	**102,523**
Depreciation & Amortisation	(26,241)	(30,267)	(33,373)	(36,830)
Operating Profit	**51,381**	**58,827**	**69,750**	**65,694**
Net finance costs	(6,901)	(8,182)	(7,800)	(10,324)
Profit before tax	**44,480**	**50,646**	**61,950**	**55,370**
Tax expense	(3,694)	(9,881)	(12,105)	(13,022)
Profit after tax	**40,787**	**40,765**	**49,845**	**42,348**

FY2024 Review

In FY2024 the Group registered a 10.7% increase in total revenue reaching €714.7 million as it recorded revenue growth in all six jurisdictions as indicated in section 6.1. The growth was achieved on the back of increased guest counts totalling more than 90 million (FY2023: 85 million) due to organic growth and new store openings as explained in section 4.2.

	FY2022 (A)	*FY2023 (A)*	*FY2024 (A)*	*FY2025 (F)*	CAGR FY22-24	CAGR FY22-25
	€'000	*€'000*	*€'000*	*€'000*		
Revenue *(€ '000)*	533,605	645,565	714,667	775,407	15.7%	13.3%
Total number of restaurants	174	185	193	203		
Total revenue per restaurant *(€ '000)*	3,067	3,490	3,703	3,820	9.9%	7.6%
Growth in total revenue per restaurant	25.6%	13.8%	6.1%	3.2%		

Moreover, as indicated in the table below, during the year under review the Group registered another increase in total revenue per restaurant albeit at a slower pace than in previous years.

In line with the increased business activity, net operating expenses rose by 9.9%. The major cost increases related to salaries, raw materials and consumables as well as royalties (paid to McDonald's Corporation).

Furthermore, the Group's marketing expense increased by 10.6% to continue to strengthen "each subsidiary's market position, driving loyalty and maintaining the brand's image and trust." [4]

Given the higher increase in revenue when compared to its costs, the Group registered a 15.7% increase in EBITDA to €103.1 million. After accounting for depreciation and amortisation, which increased by 10.3% to €33.4 million on the back of continued investment in existing restaurants and the launch of new ones, the Group registered an operating profit of €69.8 million representing an 18.6% increase over the corresponding figure in FY2023.

Meanwhile, net finance costs contracted by 4.7% to €7.8 million. The higher level of investment income (particularly in the fourth quarter of the year), offset the increase in finance costs, which emanated from the rise in the interest element of lease payments.

Overall, the Group registered a 22.3% increase in profit before tax to just below €62 million. After accounting for tax of €12.1 million (FY2023: €9.9 million), the profit after tax amounted to €49.8 million, up 22.3% when compared to FY2023.

FORECAST - FY2025

As indicated in section 6.1, the Group is expecting further growth in its revenue line, with income increasing across all six jurisdictions derived from both organic growth as well as new restaurants in Romania, Lithuania and Malta. This will only be marginally offset by the closure of one restaurant in Greece. Net operating expenses are expected to increase at a faster pace due to increases in food and labour cost as explained in sections 4.2 and 6.1 above.

EBITDA in FY2025 is expected to contract marginally by €0.6 million to €102.5 million. After accounting for a higher depreciation and amortisation charge, due to the Group's rapid network expansion and investment strategy, the drop in operating profit is higher at 5.8%, projected at €65.7 million.

Increases in net finance costs are also anticipated. Lower levels of investment income forecast from the Group's investment portfolio in view of a more challenging macro environment prevailing this year and increased finance costs will impact this. The latter reflects new bank borrowings which will be drawn down in the current financial year as well as a higher interest element on leases from new restaurants which will be inaugurated in FY2025.

As a result, profit before tax is expected to contract by 10.6% to €55.4 million. After accounting for a tax charge of €13 million (FY2024: €12.1 million), the net profit for FY2025 is expected to reach €42.3 million representing a 15% decline from the net profit registered in the previous financial year.

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[4] *Premier Capital plc (2024). Directors' Report. In Report and financial statements for the year ended 31 December 2024. https://cdn.borzamalta.com.mt/ESEFAPP//PCP_20241231_CON_AFR_635400HEVTYHONROBR24_20250423173018325/premiercapital-2024-12-31-InlineViewer.xhtml*

Variances FY2024

Revenue, cost base and EBITDA for FY2024 were largely in line with the forecasts published in last year's FAS.

	FY2024 (F) *€'000*	*FY2024 (A)* *€'000*	*Variance*
Revenue	**714,645**	**714,667**	**0.0%**
Net Operating Expenses	(610,948)	(611,544)	0.1%
EBITDA	**103,697**	**103,123**	**-0.6%**
Depreciation & Amortisation	(36,884)	(33,373)	-9.5%
Operating Profit	**66,813**	**69,750**	**4.4%**
Net finance costs	(10,288)	(7,800)	-24.2%
Profit before tax	**56,525**	**61,950**	**9.6%**
Tax expense	(12,468)	(12,105)	-2.9%
Profit after tax	**44,057**	**49,845**	**13.1%**

A 9.5% variation in 'Depreciation and amortisation' due to the re-timing of new restaurants openings and the related capital expenditure affected the original depreciation schedule, resulting in a higher-than-expected operating profit. The above table also indicates a favourable 24.2% swing in net finance costs on the back of timing differences in relation to drawdowns of new loans in Romania and Greece. This was also positively impacted by a lower-than-anticipated rate of interest on these loans and higher than expected returns from the Group's investment portfolio towards the second half of the year. Consequently, both the profit before tax and profit after tax figures were higher than expected.

6.3 STATEMENT OF CASH FLOWS

	FY2022 (A)	FY2023 (A)	FY2024 (A)	FY2025 (F)
	€'000	€'000	€'000	€'000
Net cash generated from / (used in) operating activities	82,067	88,036	94,097	87,698
Net cash generated from / (used in) investing activities	(23,539)	(40,799)	(38,221)	(39,097)
Free Cash Flow	**58,528**	**47,237**	**55,877**	**48,601**
Net cash generated from / (used in) financing activities	(42,841)	(43,250)	(64,044)	(65,292)
Net movements in cash and cash equivalents	**15,686**	**3,987**	**(8,167)**	**(16,691)**
Cash and cash equivalents at beginning of year	28,377	43,974	47,930	39,746
Exchange differences on translation of foreign operations	(90)	(32)	(16)	-
Cash and cash equivalents at end of year	**43,974**	**47,930**	**39,746**	**23,055**

FY2024 REVIEW

The positive operational performance achieved in FY2024 is also reflected in the cash flows from operating activities, which amounted to €94.1 million in the year under review and representing a 6.9% increase when compared to the €88.0 million registered in FY2023.

The cash flows related to investment activities dropped to €38.2 million reflecting a lower level of advances to the parent company and lower purchases of financial assets. These offset the increase in property, plant and equipment purchases to just below €39 million (FY2023: €33.6 million), underlining the Group's commitment to continue investing in its existing and new restaurants.

The cash used in financing activities increased materially in FY2024 on the back of a higher dividend distribution of €55 million (FY2023: €40 million), lower net drawdowns of new bank borrowings amounting to €9.8 million (FY2023: €13.8 million) and, to a lesser extent, increased payments in connection with lease liabilities of €12.0 million (FY2023: €11.7 million) from the Group's expanding restaurant network.

As a result, at the end of FY2024, cash and cash equivalent balances amounted to €39.7 million compared to €47.9 million at the end of FY2023.

FORECAST - FY2025

The contraction in cash flows from operations forecast largely reflects adverse working capital movements and, to a lesser extent, the anticipated decline in profitability which should only be partially offset by a lower level of cash outflows related to tax payments. Furthermore, the Group is expected to register another year of significant investment with net cash outflows from investing activities reaching just over €39 million, due to the continued expansion of the Group's restaurant network.

Similarly, net cash used in financing activities is also expected to remain elevated as the Group is expected to further lower its net drawdowns of bank borrowings and should incur higher lease liability payments in view of the new restaurants planned in the current financial year. This will only be partially offset by the planned reduction in dividend payments to €50 million (FY2024: €55 million).

6.4 STATEMENT OF FINANCIAL POSITION

	FY2022 (A) €'000	FY2023 (A) €'000	FY2024 (A) €'000	FY2025 (F) €'000
Assets				
Non-Current Assets				
Goodwill	24,933	24,887	24,888	24,888
Intangible assets	5,761	5,222	4,640	5,258
Property, plant and equipment	124,758	140,139	159,415	178,472
Right of use assets	119,697	139,813	149,864	162,917
Other financial assets	371	167	116	126
Financial assets at FVTOCI	15,673	17,910	19,299	19,057
Loans & receivables	11,346	18,346	18,346	7,000
Deferred tax assets	1,778	2,292	2,922	4,059
Prepayments	2,304	2,339	2,580	2,528
Total Non-Current Assets	**306,621**	**351,115**	**382,070**	**404,305**
Current Assets				
Inventories	9,709	10,061	10,717	10,524
Loans & receivables	43	70	70	11,431
Trade and other receivables	9,501	11,873	11,928	15,602
Current tax assets	188	2,095	2,640	2,471
Cash and cash equivalents	43,974	49,930	41,589	24,822
Total Current Assets	**63,416**	**74,029**	**66,945**	**64,849**
Total Assets	**370,037**	**425,144**	**449,014**	**469,154**
Equity & Liabilities				
Capital & Reserves				
Share capital	33,675	33,675	33,675	33,675
Exchange translation reserves	(4,333)	(4,605)	(4,432)	(4,471)
Fair value reserve	(352)	379	(150)	(150)
Other reserves	10,819	10,826	10,322	10,322
Retained earnings	60,964	62,723	58,579	50,762
Total Equity	**100,773**	**102,997**	**97,993**	**90,137**
Non-Current Liabilities				
Bank borrowings	10,788	22,101	24,518	33,600
Debt securities in issue	64,633	64,727	64,820	-
Lease liabilities	117,750	136,721	147,285	-
Provisions	200	1,081	1,309	160,566
Deferred tax liabilities	905	1,836	429	1,289
Total Non-Current Liabilities	**194,276**	**226,467**	**238,360**	**195,640**
Current Liabilities				
Trade and other payables	59,259	73,225	82,839	85,572
Other financial liabilities	1,254	483	259	80
Bank borrowings	3,357	7,667	14,855	12,069
Debt securities in issue	-	-	-	64,914

Lease liabilities	9,601	11,144	12,476	14,055
Current tax liabilities	1,517	3,162	2,232	6,687
Total Current Liabilities	**74,988**	**95,681**	**112,661**	**183,377**
Total Liabilities	**269,263**	**322,148**	**351,021**	**379,017**
Total Equity & Liabilities	**370,037**	**425,144**	**449,014**	**469,154**

FY2024 Review

The Group's statement of financial position had a similar composition to prior years. In FY2024, the Group registered a 5.6% increase in total assets, largely due to the expansion in property plant and equipment to €159.4 million (FY2023: €140.1 million) and right of use assets reaching €149.9 million (FY2023: €139.8 million) in line with the Group's network expansion strategy. On the other hand, cash and cash equivalents contracted by 16.7% to €41.6 million as the Group partly financed its investments from internal cash resources, raised its dividend distribution and incurred higher lease payments as it added more restaurants.

A steeper 9% increase was recorded in total liabilities, largely reflecting the higher level of borrowings and lease liabilities. As depicted in the below table, the Group drew down €9.5 million in net new borrowings. Moreover, given that cash and cash equivalents contracted on a net basis, the increase was higher at €17.8 million, as the level of net debt amounted to €62.9 million.

	FY2022 (A)	*FY2023 (A)*	*FY2024 (A)*	*FY2025 (F)*
	€'000	*€'000*	*€'000*	*€'000*
Loans and borrowings (current)	4,611	8,150	15,114	77,063
Loans and borrowings (non-current)	75,421	86,828	89,338	33,600
Total Borrowings	**80,032**	**94,978**	**104,452**	**110,663**
Cash and cash equivalents	43,974	49,930	41,589	24,822
Net Debt	**36,058**	**45,049**	**62,863**	**85,841**

Lease liabilities (current and non-current) increased by 8% to €159.8 million, largely reflecting the new leases.

As a result, the equity base of the Group contracted by 5% to just below €98.0 million.

Forecast - FY2025

No major changes are anticipated in terms of the composition of the Group's statement of financial position. However, the Group's asset base is forecast to expand by a further 4.5% to €469.2 million largely reflecting the continued investment in the Group's restaurant network. This should be partially offset by the projected contraction in the Group's cash balance to €24.8 million as the Issuer intends to increase its utilisation of its own cash resources to finance planned investments as well as retain an elevated distribution to shareholders.

On the other hand, total liabilities are expected to register a steeper increase of 8% to just over €379 million due to the higher amount of lease liabilities as well as the net additional bank borrowings to be drawn down during the current financial year. Moreover, the Group's bond will also be reclassified from non-current liabilities to current liabilities at the end of this current financial year 2025, since its maturity date will be in less than 12 months. Management noted that at the date of this report, no decision has been taken on the refinancing of this bond or otherwise.

Overall, the Group is expected to report a 4.5% contraction in its equity base.

6.5 Ratio Analysis

The below are key ratios applicable to the Group:

	FY2022 (A)	*FY2023 (A)*	*FY2024 (A)*	*FY2025 (F)*
Net Profit Margin *(Net Profit / Revenue)*	7.64%	6.31%	6.97%	5.46%
EBITDA Margin *(EBITDA / Revenue)*	14.55%	13.80%	14.43%	13.22%
Return on Assets *(Profit before Tax / Average Assets)*	11.86%	10.25%	11.40%	9.22%
Return on Equity *(Profit for the Period / Average Equity)*	48.13%	40.01%	49.60%	45.02%
Return on Capital Employed *(Profit for the Period / Average Capital Employed)*	24.04%	21.52%	24.90%	21.00%
Net Debt / EBITDA	0.46x	0.51x	0.61x	0.84x
Gearing Ratio (1) [5] *(Net Borrowings / Equity + Net Borrowings)*	26.35%	30.43%	39.08%	48.78%
Gearing Ratio (2) *(Total Borrowings / Equity + Borrowings)*	44.26%	47.97%	51.60%	55.11%
Current Ratio[5] *(Current Assets / Current Liabilities)*	0.85x	0.77x	0.59x	0.35x
Cash Ratio *(Cash & Equivalents / Current Liabilities)*	0.59x	0.52x	0.37x	0.14x
Interest Cover Ratio *(EBITDA / Net Finance Cost)*	11.25x	10.89x	13.22x	9.93x

[5] *Excludes the Group's investment portfolio which is classified as non-current assets as per international financial reporting standards. The portfolio is valued at just over €19 million and could be easily converted into cash if required given that most of the investments comprise securities listed on international stock exchanges.*

FY2024 Review

Given the improved operational performance of the Group, both the net profit margin and the EBITDA margin improved in FY2024. Likewise, the ratios reflecting the return on assets, equity and capital employed also trended higher.

From a gearing perspective, the Group's leverage increased in view of the net new borrowings, as explained in section 6.4. Nonetheless, the Group's leverage is still at a very sustainable level, with its interest cover ratio continuing to strengthen, reaching 13.2 times – a considerably strong position.

Meanwhile, the Group retained a negative working capital position, whereby current liabilities exceed current assets. In fact, both the current and cash ratios are below one. While in other industries this is generally considered a weakness, Premier Capital's business model is highly cash generative and therefore it is considered to be a strength. In fact, the Group's highly cash generative business with cash immediately collected from customers whilst using a credit system with suppliers, Premier Capital has a cash flow advantage. The Group deems a negative working capital position as beneficial and consistent with the nature of its business and of the sector it operates in, from a cashflow management perspective. Moreover, the Group owns a portfolio of investments worth over €19 million which primarily comprises of listed securities in international markets which could be easily converted into cash if required.

Forecast - FY2025

In view of the slightly weaker performance as described earlier in this report, both the margin and return ratios are expected to decline in the current financial year. Nonetheless, the same ratios are still at very healthy levels.

Similarly, the Group's leverage is expected to increase given the anticipated decline in EBITDA, the expected increase in borrowings as well as the planned utilisation of the Group's own cash resources. Notwithstanding this, the Group's level of leverage is expected to remain at very sustainable levels, given its highly cash generative business model. This is also evident from the interest coverage ratio which is anticipated to drop just below 10 times – providing a high level of comfort.

The Group is expected to retain a negative working capital position as this is the most efficient way to manage its balance sheet within the context of its highly cash generative business. This deficiency is expected to widen during the current financial year, in view of the expected reduction in the Group's cash balances, given the €65 million bond will be reclassified to current liabilities ahead of its redemption in 2026.

Premier Capital plc's listed debt securities comprise:

Bond:	€65 million 3.75% Unsecured Bonds 2026
ISIN:	MT0000511213
Redemption Date:	23 November 2026 at par
Prospectus Date:	21 October 2016

Furthermore, Premier Capital plc is a subsidiary of Hili Ventures Limited. A number of other subsidiaries have other equity and debt listed securities as detailed hereunder.

DEBT INSTRUMENTS

Issuing Entity	Bond	ISIN	Redemption Date	Prospectus Date
Hili Properties plc	€37 million 4.50% Unsecured Bonds 2025	MT0000941204	16 October 2025 at par	18 September 2015
Hili Finance plc	€50 million 4.00% Unsecured Bonds 2027	MT0001891226	11 March 2027 at par	27 January 2022
Hili Finance plc	€40 million 3.85% Unsecured Bonds 2028	MT0001891200	24 July 2028 at par	04 July 2018
Hili Finance plc	€80 million 5.00% Unsecured Bonds 2029	MT0001891234	17 July 2029 at par	03 June 2024
Hili Finance plc	€80 million 3.80% Unsecured Bonds 2029	MT0001891218	27 August 2029 at par	18 July 2019

EQUITY LISTINGS

Issuing Entity	ISIN	Number of shares in Issue	Hili Ventures Limited Shareholding[6]
Harvest Technology plc	MT0002370105	22,780,636	62.98%
Hili Properties plc	MT0000940107	400,892,700	88.66%

[6] *Data correct as at 26 May 2025*

The table below compares the Company and its bond issue to other listed debt on the local market having similar maturities. The comparative set includes local groups whose assets, strategy and level of operations vary significantly from those of the Company and are therefore not directly comparable. Nevertheless, the table below provides a sample of some comparatives of bonds with similar maturity:

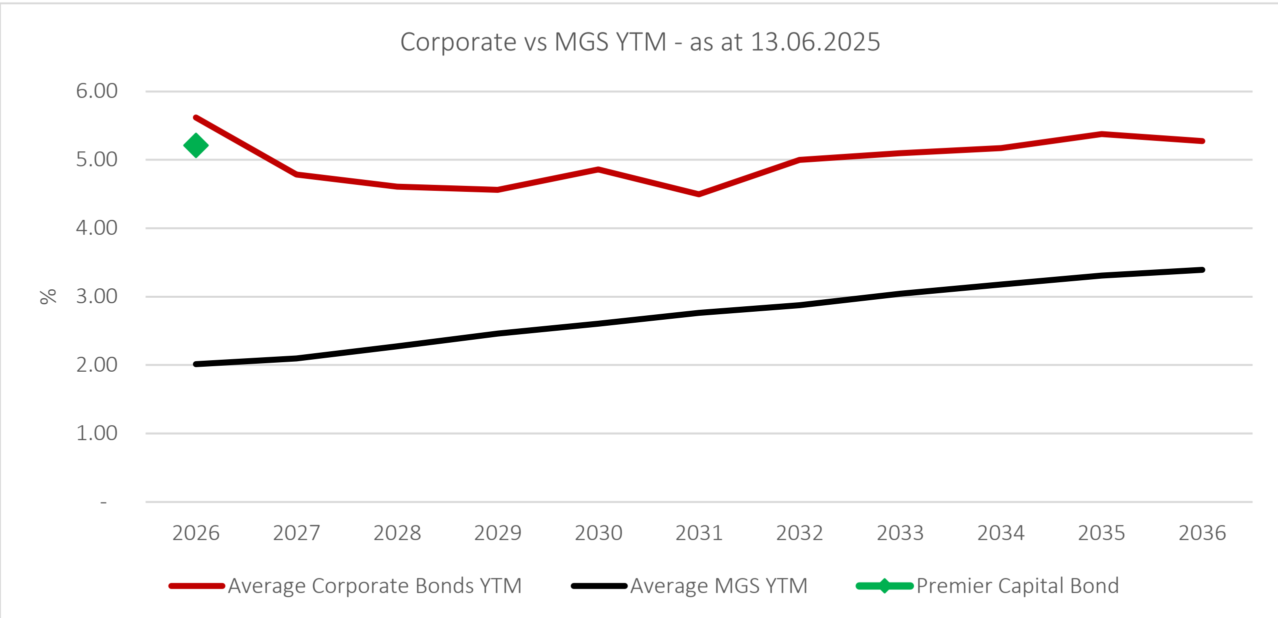
Bond Details	Outstanding Amount (€)	Gearing Ratio*	Net Debt to EBITDA (times)	Interest Cover** (times)	YTM (as at 13.06.2025)
4.50% MedservRegis plc 2026	21,982,400	34.6%	1.3	9.4	4.49%
4.00% Int. Hotel Invest. plc 2026	55,000,000	41.7%	8.6	1.8	4.51%
3.90% Plaza Centres plc 2026	4,900,000	15.4%	2.3	101.4	3.89%
3.25% AX Group plc 2026	15,000,000	41.6%	8.2	2.8	4.46%
3.75% Premier Capital plc 2026	**65,000,000**	**39.0%**	**0.6**	**83.1**	**5.21%**

Source: Malta Stock Exchange, audited accounts of listed companies and/or guarantors (as applicable), Rizzo, Farrugia & Co (Stockbrokers) Ltd

**Gearing ratio is calculated as: net debt / (net debt + equity)*

***Interest cover is calculated as EBITDA / net finance cost excluding interest expense on lease liabilities*

The chart below shows the average yield to maturity of the Premier Capital plc bond maturing in 2026 compared to other corporate bonds listed on the Malta Stock Exchange and benchmarked against the Malta Government Stock yield curve as of 13 June 2025.



The Company's 2026 bond is currently yielding 5.21% representing a 41-basis points discount to the equivalent average corporate bonds' yield to maturity for 2026 maturities and at a 320-basis points premium over the average MGS yield to maturity for 2026 maturities.

Income Statement Explanatory Definitions

Revenue	Total revenue generated by the company from its business activity during the financial year.
EBITDA	Earnings before interest, tax, depreciation and amortization, reflecting the company's earnings purely from operations.
Normalisation	Normalisation is the process of removing non-recurring expenses or revenue from a financial metric like EBITDA, EBIT or earnings. Once earnings have been normalised, the resulting number represents the future earnings capacity that a buyer would expect from the business.
EBIT	Earnings before interest and tax.
Depreciation and Amortization	An accounting charge to compensate for the reduction in the value of assets and the eventual cost to replace the asset when fully depreciated.
Finance Income	Interest earned on cash bank balances and from the intra-group companies on loans advanced.
Finance Costs	Interest accrued on debt obligations.
Net Profit	The profit generated in one financial year.

Cash Flow Statement Explanatory Definitions

Cash Flow from Operating Activities	The cash used or generated from the company's business activities.
Cash Flow from Investing Activities	The cash used or generated from the company's investments in new entities and acquisitions, or from the disposal of fixed assets.
Free Cash Flow (FCF)	FCF represents the amount of cash remaining from operations after deducting capital expenditure requirements.
Cash Flow from Financing Activities	The cash used or generated from financing activities including new borrowings, interest payments, repayment of borrowings and dividend payments.

Statement of Financial Position Explanatory Definitions

Assets	What the company owns which can be further classified in Current and Non-Current Assets.
Non-Current Assets	Assets, full value of which will not be realised within the forthcoming accounting year.
Current Assets	Assets which are realisable within one year from the statement of financial position date.
Liabilities	What the company owes, which can be further classified in Current and Non-Current Liabilities.
Current Liabilities	Obligations which are due within one financial year.
Non-Current Liabilities	Obligations which are due after more than one financial year.
Equity	Equity is calculated as assets less liabilities, representing the capital owned by the shareholders, retained earnings, and any reserves.
Free Cash Flow (FCF)	FCF represent the amount of cash remaining from operations after deducting capital expenditure requirements.

Profitability Ratios

EBITDA Margin	EBITDA as a percentage of total revenue.
Operating Profit Margin	Operating profit margin is operating profit achieved during the financial year expressed as a percentage of total revenue.
Net Profit Margin	Net profit margin is profit after tax achieved during the financial year expressed as a percentage of total revenue.
Return on Equity	Return on equity (ROE) measures the rate of return on the shareholders' equity of the owners of issued share capital, computed by dividing profit after tax by shareholders' equity.
Return on Capital Employed	Return on capital employed (ROCE) indicates the efficiency and profitability of a company's capital investments, estimated by dividing profit after tax by capital employed.
Return on Assets	Return on assets (ROA) measures the rate of return on the assets of the company. This is computed by dividing profit after tax by total assets.

Liquidity Ratios

Current Ratio	The current ratio is a financial ratio that measures whether a company has enough resources to pay its debts over the next 12 months. It compares a company's current assets to its current liabilities.
Cash Ratio	Cash ratio is the ratio of cash and cash equivalents of a company to its current liabilities. It measures the ability of a business to repay its current liabilities by only using its cash and cash equivalents and nothing else.

Solvency Ratios

Interest Coverage Ratio	This is calculated by dividing a company's EBITDA of one period by the company's net finance costs of the same period.
Gearing Ratio	The gearing ratio indicates the relative proportion of shareholders' equity and debt used to finance a company's assets and is calculated by dividing a company's net debt by net debt plus shareholders' equity.
Net Debt to EBITDA	This is the measurement of leverage calculated by dividing a company's interest-bearing borrowings net of any cash or cash equivalents by its EBITDA.

Other Definitions

Yield to Maturity	YTM is the rate of return expected on a bond which is held till maturity. It is essentially the internal rate of return on a bond and it equates the present value of bond future cash flows to its current market price.

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