INTERNATIONAL HOTEL INVESTMENTS P.L.C.

COMPANY ANNOUNCEMENT

The following is a Company Announcement issued by International Hotel Investments p.l.c. (C26136) (**IHI**) pursuant to the Capital Markets Rules as issued by the Malta Financial Services Authority.

Class 1 Material Related Party Transaction
Acquisition of Shares in Mediterranean Investments Holding p.l.c.

IHI announces that it has entered into a share purchase agreement dated 13th April 2026 (**Agreement**) to acquire from Kuwaiti National Investment Holding Ltd (a company incorporated under the laws of the Abu Dhabi Global Market, with commercial registration number 9388) (**KNIH**), a 25% shareholding in Mediterranean Investments Holding p.l.c. (C 37513) (**MIH**).

Pursuant to the Agreement, KNIH will also simultaneously sell the other half of its current stake in MIH to CPHCL Company Limited (a company incorporated under the laws of Malta, with company registration number C257) (**CPHCL**), the majority shareholder of IHI. CPHCL currently holds the remaining 50% in MIH and, will thereby increase its shareholding to 75%.

Concurrently, IHI has also agreed to acquire from National Real Estate Company K.P.S.C. (a company incorporated under the laws of the State of Kuwait, with commercial registration number 19628) (**NREC**) one ordinary share in each of Palm City Limited (C 34113) (**PCL**) and Palm Waterfront Ltd (C 57155) (**PWL**), both being subsidiaries of MIH.

Completion of the transaction is anticipated to take place on 30 June 2026.

Upon completion of the Transaction, IHI will hold 12,000,500 ordinary "B" shares in MIH, representing a direct 25% interest in MIH, a principal real estate investment and development vehicle operating in Libya.

Related Party
CPHCL is a related party of IHI by virtue of being the majority shareholder of IHI. CPHCL currently holds 50% of the issued share capital of MIH and is a co-purchaser under the Agreement of a further 12,000,500 ordinary "B" shares in MIH, representing 25% of MIH's issued share capital, for a consideration of €37,000,000. Upon completion of the transaction, CPHCL will, together with its existing holding of 24,001,000 ordinary "A" shares in MIH, hold in aggregate 75% of the issued share capital of MIH. The transaction accordingly constitutes a material related party transaction for the purposes of the Capital Markets Rules.

Description of the Business
MIH is a public limited liability company registered in Malta, with bonds listed and admitted to trading on the Malta Stock Exchange, whose principal activity is the direct or indirect acquisition, development and operation of real estate projects in Libya. MIH is the parent company of PCL, the owner of the Palm City Residences, an oceanfront gated residential complex located in Janzour, Libya.

Consideration
The aggregate consideration payable on completion of the transaction by IHI and CPHCL for the shares held by KNIH is €74,000,000, comprising: (i) €37,000,000 payable by CPHCL for the MIH shares being acquired by CPHCL; and (ii) €37,000,000 payable by IHI for the MIH shares being acquired by IHI. A further consideration of €1.00 per share is payable on completion by IHI to NREC for each of the PCL share and the PWL share.

An advance payment of €7,400,000 (**Advance Payment**), representing 10% of the aggregate consideration for the MIH shares is payable by IHI and CPHCL, with IHI and CPHCL each bearing 50% of the Advance Payment. The Advance Payment will be applied towards the consideration payable upon completion of the transaction.

That portion of the consideration attributable to the MIH shares being acquired by IHI (being €37,000,000) will be funded by debt financing from APS Bank p.l.c. The debt financing is intended to be repaid principally through dividends to be received by IHI from MIH pursuant to a new annual dividend policy agreed among IHI and CPHCL as shareholders of MIH after completion.

Gross Assets and Profits
As of 30 June 2025, the gross assets of MIH and its subsidiaries, taken together, amounted to approximately €324.5 million. The profits after tax attributable to those assets for the financial year ended 31 December 2024 amounted to approximately €13.5 million.

Audit Committee Approval
Pursuant to the Capital Markets Rules, the transaction has been reviewed, assessed and approved by the independent members of the Audit Committee of IHI, who, after having carefully considered their obligations in terms of the Capital Markets Rules, concluded that the Transaction (a) constitutes a material related party transaction; and (b) is fair and reasonable from the perspective of IHI and of its shareholders who are not a related party, including minority shareholders.

The Board of Directors of IHI has approved the Transaction.

Stephen Bajada
Company Secretary

13 April 2026

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