FINANCIAL ANALYSIS SUMMARY

28 JUNE 2024

ISSUER

MEDITERRANEAN INVESTMENTS HOLDING P.L.C.

(C 37513)

GUARANTOR

CPHCL COMPANY LIMITED

(C 257)

Prepared by:







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The Board of Directors

Mediterranean Investments Holding p.l.c.

22, Europa Centre

Floriana FRN 1400

Malta

28 June 2024

Dear Board Members,

Financial Analysis Summary

In accordance with your instructions, and in line with the requirements of the MFSA Listing Policies, we have compiled the Financial Analysis Summary (the "Analysis") set out on the following pages and which is being forwarded to you together with this letter.

The purpose of this Analysis is that of summarising key financial information appertaining to Mediterranean Investments Holding p.l.c. (the "Issuer", "Group", or "MIH"). The data is derived from various sources or is based on our own computations as follows:

- (a) Historical information for the most recent three financial years ended 31 December 2021, 31 December 2022, and 31 December 2023 has been extracted from the respective audited consolidated annual financial statements.
- (b) The forecast information for the financial year ending 31 December 2024 has been provided by the Issuer.
- (c) Our commentary on the financial performance, cash flows, and financial position of the Group is based on explanations provided by MIH.
- (d) The ratios quoted in this Analysis have been computed by applying the definitions set out in Part 4 Explanatory Definitions of this report.
- (e) Relevant financial data in respect of the companies included in Part 3 Comparative Analysis of this Analysis has been extracted from public sources such as websites of the companies concerned, financial statements filed with the Malta Business Registry, as well as other sources providing financial information.





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This Analysis is meant to assist existing and potential investors in the Issuer's securities by summarising the more important financial information of the Group. This Analysis does not contain all data that is relevant to investors. This Analysis does not constitute an endorsement by our firm of any securities of the Issuer and should not be interpreted as a recommendation to invest or not invest in any of the Issuer's securities. We will not accept any liability for any loss or damage arising out of the use of this Analysis. As with all investments, existing and potential investors are encouraged to seek professional advice before investing in the Issuer's securities.

Yours faithfully,

Evan Mohnani

Head Corporate Broking

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ACRONYMS

AHCT Alinmaa Holding Company for Tourism & Real Estate Investments – a company

registered under the laws of Libya and having its registered office at Al-Hamamat St.,

Al Madina Alsiahya, Tripoli, Libya.

AUCC Arab Union Contracting Company – a company registered under the laws of Libya and

having its registered office at Level 21, General Department, Tripoli Tower, Tower 1,

Tripoli, Libya.

BOT Build-operate-transfer.

CPHCL Company Limited – a company registered under the laws of Malta with

company registration number C 257 and having its registered office at 22, Europa

Centre, John Lopez Street, Floriana FRN 1400, Malta.

GDP Gross Domestic Product

IHI International Hotel Investments p.l.c. – a company registered under the laws of Malta

with company registration number C 26136 and having its registered office at 22,

Europa Centre, John Lopez Street, Floriana FRN 1400, Malta.

IMF International Monetary Fund

KNIH Kuwaiti National Investments Holding Ltd – a company registered under the laws of

Abu Dhabi with company registration number 9388 and having its registered office at Unit 6, 5th Floor, Al Khatem Tower, Adgm Square, Al Maryah Island, Abu Dhabi, United

Arab Emirates.

MSS Management and support services.

MTJSC Medina Tower Joint Stock Company for Real Estate and Development – a joint stock

investment company registered under the commercial laws of Libya in accordance with Law No. 5 (1997) as amended by Law No. 7 (2004) and Law No. 9 L (2010), having its registered office at Tripoli Tower, Suite 107, Tower 2, Level 10, Tripoli, Libya, and

bearing privatisation and investment board number 343.

NGO Non-governmental organisation.

PCL Palm City Ltd – a company registered under the laws of Malta with company

registration number C 34113 and having its registered office at 22, Europa Centre,

John Lopez Street, Floriana FRN 1400, Malta.

PWL Palm Waterfront Ltd – a company registered under the laws of Malta with company

registration number C 57155 and having its registered office at 22, Europa Centre,

John Lopez Street, Floriana FRN 1400, Malta.

RevPAU Revenue per available unit per month.



PART 1 – INFORMATION ABOUT THE ISSUER AND THE GUARANTOR

1. **KEY ACTIVITIES OF THE ISSUER**

Mediterranean Investments Holding p.l.c. is engaged in the acquisition, development, and operation of real estate projects outside Malta, particularly in North Africa, including and without limitation, residential gated villages, BOT projects, office and commercial buildings, retail outlets, shopping malls, residential edifices, conference centres, and other governmental projects.

MIH operates the Palm City Residences located in Janzour, Libya, through a BOT agreement with CPHCL (the "Guarantor"). The Issuer also intends to develop the Palm Waterfront project pursuant to a BOT agreement with CPHCL (see Section 6.2 of this Analysis for further details) and owns 25% of the share capital of MTJSC which is a company incorporated to pursue the Medina Tower project (further details are available in Section 6.3 of this Analysis).

2. **DIRECTORS OF THE ISSUER**

MIH is managed by a Board comprising seven directors who are entrusted with the overall direction and management of the Group. The Board of Directors is composed of the following individuals:

Alfred Pisani **Executive Director and Chairman**

Ahmad B. A. A. A. Wahedi Non-Executive Director and Deputy Chairman

Alfred Camilleri Non-Executive Director

Joseph Pisani Non-Executive Director

Khadija Oubala Non-Executive Director

Mario P. Galea Independent, Non-Executive Director

Ahmed Yousri A. Noureldin Helmy Independent, Non-Executive Director

The Issuer does not have any employees of its own and is reliant on the resources made available to it by CPHCL pursuant to an MSS agreement.

Through the MSS agreement, Reuben Xuereb provides his services as Chief Executive Officer, Rachel Stilon as Chief Financial Officer, and Krystle Ellul as Company Secretary. Furthermore, the MSS agreement ensures that at the top executive and central administrative level, the Issuer has continued and guaranteed access to the top executive staff and support personnel of CPHCL, specifically but not limitedly and exclusively, support on financial matters, corporate finance, insurance matters, internal control function, in-house legal services, as well as corporate governance.



3. KEY ACTIVITIES OF THE GUARANTOR

CPHCL is the parent company of the Corinthia Group and is principally engaged, directly or through subsidiaries and associated entities, in investments that are predominantly focused on the ownership, development, and operation of an international portfolio of mixed-use real estate mainly comprising luxury hotels, residences, offices, retail and commercial areas, as well as project management, event catering, and other industrial operations.

A more detailed description of the operational activities of the Guarantor, together with an analysis of its most recent financial performance and the forecasts for the financial year ending 31 December 2024, are included in an updated Financial Analysis Summary available at https://cphcl.com/analysis-summaries/.

4. DIRECTORS OF THE GUARANTOR

CPHCL is managed by a Board comprising six directors who are entrusted with the overall direction and management of the Guarantor. The Board of Directors is composed of the following individuals:

Alfred Pisani Executive Director and Chairman

Joseph Pisani Executive Director

Victor Pisani Executive Director

Abdulrahman A. M. Dibiba Non-Executive Director

Mohamed Monder Al Moktar Alghnimi Non-Executive Director

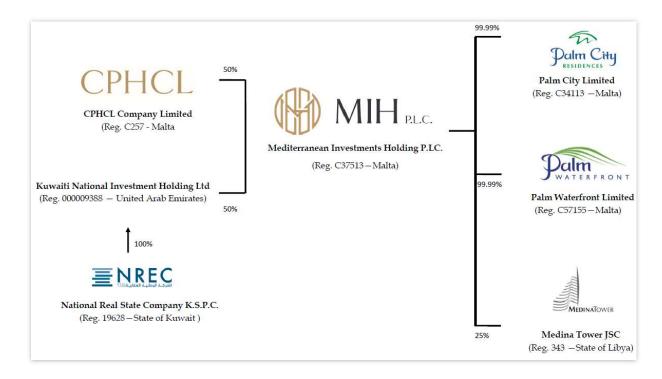
Khaled Amr Algonsel Non-Executive Director

The average number of employees engaged by the Guarantor during FY2023 stood at 3,270 persons (FY2022: 2,774 employees).



5. ORGANISATIONAL STRUCTURE

The diagram below illustrates the organisational structure of MIH:



CPHCL and KNIH each own 50% of the share capital of the Issuer. In terms of the Memorandum and Articles of Association of MIH, the two shareholders are entitled to appoint three Directors each, and jointly have the right to appoint the seventh Director as an independent and non-executive individual.

6. MAJOR ASSETS

The table below provides a summary of the Group's major assets. The most valuable property is Palm City Residences which accounted for 88.18% of MIH's asset base as at the end of FY2023.

Major Assets				
as at 31 December		2021	2022	2023
		€′000	€′000	€′000
Palm City Residences	(BOT agreement expiring in 2071)	272,568	272,568	272,568
Palm Waterfront	(BOT agreement expiring in 2093)	8,944	8,976	9,016
Medina Tower*	(25% shareholding in MTJSC)	8,023	8,084	7,845
		289,535	289,628	289,429

^{*} MIH's investment in Medina Tower is denominated in Libyan Dinars (LYD) and did not change between FY2021 and FY2023. The differences in the value of this investment relates primarily to unrealised foreign exchange differences emanating from changes in the respective EUR/LYD exchange rate as at the end of each financial year.



MIH's equity investment in Medina Tower is denominated in Libyan Dinars. At the start of 2021, the value of this investment was adversely impacted by the devaluation of the Libyan Dinar which resulted in a difference on exchange loss of €6.9 million when translated into euro (which is the reporting currency of MIH). This loss was partly offset by the recognition of an uplift in the fair value of Medina Tower amounting to €2.7 million arising from a revaluation of the land.

6.1 PALM CITY RESIDENCES

PCL is a wholly owned subsidiary of the Issuer and operates the Palm City Residences. The gated village comprises 413 units ranging from one-bedroom apartments to four-bedroom semi-detached villas. In aggregate, the site has a shorefront of circa 1.3 km and a footprint measuring circa 171,000 sqm out of which the built-up area is approximately 141,000 sqm. Palm City Residences offers a host of amenities and leisure facilities including a piazza, a supermarket, a variety of retail shops, a laundry, a health clinic, and several catering outlets and cafeterias. The complex also features numerous indoor and outdoor sports facilities, including a fully equipped gym, a squash court, tennis courts, an indoor pool, water sports facilities, and an outdoor swimming pool.

CPHCL holds legal title to the land on which the Palm City Residences is constructed by virtue of a 99-year lease agreement dated 5 July 2006. Pursuant to a BOT agreement entered into by and between CPHCL and PCL, the latter was engaged by CPHCL to undertake the construction and operations of the complex. Under the BOT agreement, PCL will operate the residences at its own risk and for its own benefit until 2071. Upon expiry of this agreement, PCL will be required to transfer the operations back to CPHCL for the remaining useful life of the lease until 2105. Notwithstanding, PCL and CPHCL have applied to the competent authority in Libya, i.e. the Libyan Investment Board, for approval of the assignment of the 99-year lease, which expires on 4 July 2105, from CPHCL to PCL. Both parties have agreed that once approval is granted, the BOT agreement will be terminated.

The table overleaf provides an analysis of the key performance indicators of Palm City Residences for FY2021, FY2022, and FY2023, as well as the forecasts for the current financial year ending 31 December 2024. During the historical period, revenues grew steadily each year, from €23.98 million in FY2021 to €27.44 million in FY2023, representing a compound annual growth rate of just under 7%. This growth was largely driven by the income from the lease of the residential units which continued to contribute the lion's share of Palm City Residences' revenues.

The average rental rate per residential unit per month also increased each year, from €8,365 in FY2021 to €8,907 in FY2022 (+6.48%), and then to €9,309 in FY2023 (+4.51%), which translated into a corresponding increase in the RevPAU to €5,149 in FY2023 from €4,321 in FY2021. These trends confirm once again the strong competitive advantage that Palm City Residences has over other similar residential compounds in Libya. The complex's strengths are its location, excellent operating standards, and high security measures as although Palm City Residences is in proximity to Tripoli, on the other hand it is secluded and detached from the country's capital city. Indeed, despite some indirect competition from smaller scale entrepreneurs, including security companies who offer inhouse accommodation to their clients as part of a security service package, the Group believes that



no other similar compound offers the same level of lifestyle, top-quality service, security, and extent of facilities, both leisure and commercial, to its residents as those enjoyed at Palm City Residences. For this reason, Palm City Residences continues to enjoy a dominant market position, and although the complex has been operating at below maximum capacity for a number of years as a result of the sociopolitical conflict in Libya, it has remained operational at all times and in pristine condition.

Palm City Residences				
Key Performance Indicators				
for the financial year 31 December	2021	2022	2023	2024
	Actual	Actual	Actual	Forecast
Average occupancy (%) *	51.70	51.60	55.40	63.40
Revenue per available unit per month (RevPAU) (€)	4,321	4,597	5,149	5,973
Average rental rate per residential unit per month (\mathfrak{E}) **	8,365	8,907	9,309	9,421
Revenue (€'000):				
Income from residential leases	21,416	22,782	25,519	29,601
Income from commercial leases	969	992	995	1,012
Income from food & beverage operations	469	435	459	615
Other income	1,124	787	468	506
Total	23,978	24,996	27,441	31,734
Occupancy mix (%):				
NGOs	23.00	26.00	24.00	21.00
Energy companies	21.00	23.00	29.00	32.00
Embassies	19.00	20.00	21.00	26.00
Government-related entities	17.00	17.00	15.00	12.00
Other	20.00	14.00	11.00	9.00
Lease contract term (%):				
Short term (<1 year)	23.00	19.00	18.00	17.00
Medium term (1 year)	47.00	26.00	28.00	26.00
Long term (2 to 5 years)	30.00	55.00	54.00	57.00

^{*} Measures the level of occupancy of all available units and is calculated by dividing the number of leased units by the total number of available units.

The average occupancy within Palm City Residences stood at 52.90% between FY2021 and FY2023. The units have historically been leased to NGOs, energy (oil and gas) companies, embassies, as well as government-related entities which, in aggregate, represented an average of 85% of all leased units between FY2021 and FY2023.

Accommodation contracts for the long-term (from 2 years to 5 years) increased considerably to above 50% in both FY2022 (55%) and FY2023 (54%) compared to 30% in FY2021. In contrast, short and medium-term leases (lasting up to twelve months) trended lower to an average of 18.50% and 27% in FY2022 and FY2023 respectively compared to 23% and 47% respectively in FY2021. Effectively this



^{**} Measures the average price at which each unit is leased per month. It is calculated by dividing the income received from residential leases by the total number of available units, multiplied by the average occupancy level.

means that in FY2022 and FY2023, over 80% of the lease agreements were for a period of 1 year and over, reflecting the increasingly positive medium to long-term outlook of tenants on their continued stay at Palm City Residences.

6.2 PALM WATERFRONT

PWL is a wholly owned subsidiary of MIH and is responsible for the future development and operation of the Palm Waterfront project pursuant to a BOT agreement entered into with CPHCL in December 2013. The Palm Waterfront site is located in Shuhada Sidi Abuljalil, Janzour, Libya, adjacent to the Palm City Residences.

The site has a footprint of circa 64,000 sqm and the planned development will include a 150 room 4-star hotel, 332 residential units for lease or sale, 3,400 sqm of office space, 4,000 sqm of commercial and entertainment facilities, as well as a 117-berth yacht marina with facilities. The execution of this project is currently on hold.

6.3 MEDINA TOWER

In 2010, MTJSC was set up for the purpose of owning and developing the Medina Tower project. The shareholders of MTJSC are MIH, IHI, AUCC, and AHCT — with each shareholder having a 25% equity stake in MTJSC. The parcel of land over which this project will be developed measures approximately 13,000 sqm and is situated in Tripoli's main high street. The architectural concept of the project stems from a 4-storey podium that will include a mix of residential, retail, commercial and conference space. A curved tower rises from the sixth level and peaks at the fortieth level which will include a double height restaurant. The development is expected to create circa 199,000 sqm of total gross floor area.

The project designs of the Medina Tower are complete, and all development approvals have been obtained from relevant authorities. As to the financing of the project, the equity contribution for the first phase of this project is already fully paid up and will comprise 40% of the capital requirements of the said project. The remaining 60% of funding will be derived from a Libyan financial institution in terms of a sanction letter that has been approved and signed, but that now needs to be reactivated. The execution of this project is currently on hold.



7. SECURITIES IN ISSUE

7.1 INFORMATION RELATING TO THE ISSUER'S BONDS

MIH issued various listed and unlisted debt securities since incorporation in 2005. Currently, the Group has one unlisted bond, and two bonds which are listed and traded on the Regulated Main Market (Official List) of the Malta Stock Exchange. During FY2023, MIH successfully issued a €20 million fiveyear bond at a coupon rate of 5.85%, replacing the €20 million 5.50% bond which matured on 31 July 2023.

Security ISIN	Security	Symbol Code	Amount Outstanding	Market Price*
n/a	6.00% Mediterranean Investments Holding p.l.c. Unsecured 2023-2025**	n/a	€ 11,000,000	n/a
MT0000371303	5.25% Mediterranean Investments Holding p.l.c. Unsecured & Guaranteed 2027	MI27A	€ 30,000,000	100.00%
MT0000371311	5.85% Mediterranean Investments Holding p.l.c. Unsecured & Guaranteed 2028	MI28A	€ 20,000,000	102.40%
			€ 61,000,000	

^{*} As at 15 May 2024.

7.2 **INFORMATION RELATING TO RELATED PARTIES' BONDS**

The table below provides a list of the bonds issued by the Guarantor and its subsidiary company IHI. These bonds are all listed and traded on the Regulated Main Market (Official List) of the Malta Stock Exchange:

Security ISIN	Security	Symbol Code	Amount Outstanding	Market Price*
CPHCL Finance p.l.c.				
MT0000101262	4.25% CPHCL Finance p.l.c. Unsecured 2026	CF26A	€ 40,000,000	100.00%
			€ 40,000,000	
International Hotel I	nvestments p.l.c.			
MT0000111295	5.75% International Hotel Investments p.l.c. Unsecured 2025	IH25A	€ 45,000,000	100.00%
MT0000111303	4.00% International Hotel Investments p.l.c. Secured 2026	IH26A	€ 55,000,000	100.00%
MT0000111311	4.00% International Hotel Investments p.l.c. Unsecured 2026	IH26B	€ 60,000,000	96.81%
MT0000111337	3.65% International Hotel Investments p.l.c. Unsecured 2031	IH31A	€ 80,000,000	93.50%
MT0000111345	6.00% International Hotel Investments p.l.c. Unsecured 2033	IH33A	€ 60,000,000	104.80%
			€ 300,000,000	

^{*} As at 15 May 2024.



8. COUNTRY UPDATE¹

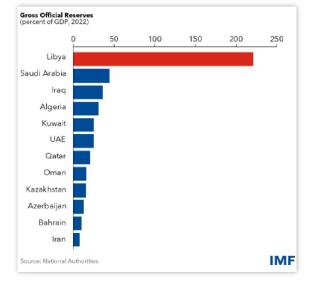
Libya has been mired in conflict and political uncertainty since the fall of the Ghaddafi regime in 2011. Until recently, the country's fragmentation hampered policymaking and the collection of key economic data. However, the country has made significant efforts to move forward and overcome the economic challenges brought about by political conflict. Indeed, as Libya paves the way for its economic recovery, it has made improvements in data collection, sharing, and transparency that have enabled the IMF to resume its surveillance after a decade-long hiatus.

In its first economic health check in a decade, the IMF identified key strengths and opportunities that are expected to support Libya's recovery. The Central Bank of Libya has maintained a large stock of international reserves, supported by a fixed exchange rate, capital controls, and various temporary arrangements. This played an important role in helping the country overcome the exceptional swings

in oil production and revenues that occurred postrevolution.

With vast oil and gas reserves, Libya has one of the highest GDP per capita levels in Africa. Hydrocarbon production is expected to continue to be a critical part of Libya's economic future, making up around 95% of exports and government revenue. However, the key challenge for the country will be to diversify away from oil and gas while fostering a stronger and more inclusive private sector.

It is widely recognised that Libya needs an economic strategy that stipulates a way forward for itself. This



would be an opportunity for the Libyan people to rally behind a plan that optimises the use of the country's energy resources with a view of diversifying the economy and break away from the Ghaddafiera policies that fostered corruption. However, the success of any reforms will depend on creating a stable political and security environment as well as strong institutions.

The resilience and determination demonstrated by the Libyan people since 2011 serve as beacon of hope for a better future. Despite facing significant challenges, Libya has a high potential for economic reconstruction and diversification, backed by considerable financial resources. This potential resides on four pillars: (i) achieving a sustainable political agreement for Libya's future, (ii) devising a shared vision for economic and social advancement, (iii) creating a modern public financial management system for equitable wealth distribution and transparent fiscal policies, and (iv) developing a comprehensive social policy that facilitates public administration reform and differentiates between social transfers and public wages. These elements will set the foundation for Libya's prosperous future.

¹ **Sources:** IMF, 'After a Decade-Long Hiatus, IMF Surveillance Resumes in Libya', available at https://www.imf.org/en/News/Articles/2023/06/12/cf-after-a-decade-long-hiatus-imf-surveillance-resumes-in-libya.



PART 2 – PERFORMANCE REVIEW

9. FINANCIAL ANALYSIS

The historical information is extracted from the audited consolidated annual financial statements of MIH for the financial years ended 31 December 2021, 31 December 2022, and 31 December 2023.

The forecast information has been provided by the Group and is based on future events and assumptions which MIH believes to be reasonable. Accordingly, the actual outcome may be adversely affected by unforeseen circumstances and the variation between forecasts with actual results may be material especially in view of the prevailing socio-political situation in Libya which is unstable and uncertain.

The estimates presented in this Analysis assume that the carrying values of the Group's investment properties will not be revalued upwards or impaired, and therefore no adjustments have been made to possible uplifts or impairments in the value of assets which can materially affect the values in the consolidated Income Statement and the consolidated Statement of Financial Position.

Mediterranean Investments Holding p.l.c.				
Income Statement				
for the financial year 31 December	2021	2022	2023	2024
	Actual	Actual	Actual	Forecast
	€′000	€′000	€'000	€′000
Revenue	23,978	24,996	27,441	31,734
Net operating expenses	(4,296)	(4,784)	(5,236)	(7,405)
Administrative & marketing expenses	(2,834)	(2,413)	(2,449)	(3,120)
EBITDA	16,848	17,799	19,756	21,209
Other income	2,083	-		-
Depreciation	(73)	(301)	(344)	(445)
Operating profit	18,858	17,498	19,412	20,764
Share of results of equity accounted investment	2,712	(51)	(25)	-
Net finance costs	(8,371)	(4,695)	(3,647)	(3,522)
Profit before tax	13,199	12,752	15,740	17,242
Taxation	(2,525)	(2,001)	(3,167)	(3,676)
Profit for the year	10,674	10,751	12,573	13,566
Other comprehensive income				
Difference on exchange	(6,875)	112	(214)	-
Taxation	3,185	(39)	75	-
Total comprehensive income	6,984	10,824	12,434	13,566



Mediterranean Investments Holding p.l.c. Key Financial Ratios	FY2021 Actual	FY2022 Actual	FY2022 Actual	FY2023 Forecast
EBITDA margin (%) (EBITDA/revenue)	70.26	71.21	71.99	66.83
Operating profit margin (%) (Operating profit/revenue)	78.65	70.00	70.74	65.43
Net profit margin (%) (Profit after tax/revenue)	44.52	43.01	45.82	42.75
Return on equity (%) (Profit after tax/average equity)	5.76	5.54	6.20	6.47
Return on assets (%) (Profit after tax/average assets)	3.35	3.49	4.09	4.32
Return on invested capital (%) (Operating profit / average equity and net debt)	7.44	6.77	7.51	8.06
Interest cover (times) (EBITDA / net finance costs)	2.01	3.79	5.42	6.02

INCOME STATEMENT

Notwithstanding the unstable operating environment, MIH continued to register positive performance during the historical period under review. In **FY2021**, revenues and EBITDA dropped by around 6% to €23.98 million and €16.85 million respectively, largely reflecting the impact of the devaluation of the Libyan Dinar at the start of the year. In contrast, operating profit increased by 2.86% to €18.86 million on the back of an increase in other income which related to a one-off €1.53 million reversal of overestimated accrued interest on bank loan balances.

The Group's financial performance was boosted by a €2.71 million uplift in the fair value of the land earmarked for the development of the Medina Towers. On the other hand, net finance costs increased substantially to €8.37 million reflecting a one-time loss on exchange of €3.61 million arising upon the conversion of monetary assets and liabilities denominated in Libyan Dinars to the euro currency. For this reason, the interest cover dropped to 2.01 times from 3.97 times in FY2020.

Overall, the Group reported a 4.45% drop in pre-tax profit to €13.20 million. Furthermore, the profit for the year declined markedly to €10.67 million due to the non-recurrence of a one-time tax income which was accounted for in the 2020 financial year.

In **FY2022**, revenues increased by 4.25% to just under €25 million as the Group managed to command higher average rates for the lease of its units at Palm City Residences. Similarly, EBITDA grew by 5.64% to €17.80 million which, in turn, translated into a margin of 71.21% (FY2021: 70.26%).



In view of the one-time income of €1.53 million recorded in FY2021 in relation to accrued interest on bank loan balances which was not repeated in FY2022, operating profit dropped by 7.21% to €17.50 million. As a result, the operating profit margin eased to 70% from 78.65% in the previous comparable period whilst the return on invested capital dropped to 6.77% from 7.44% in FY2021.

MIH reported a marginal charge of €0.05 million from its investment in Medina Tower in FY2022 compared to the gain of €2.71 million recorded in the prior financial year. Conversely, net finance costs contracted to €4.70 million reflecting the non-recurrence of the material loss on exchange which was accounted for FY2021, as well as the continued reduction in the overall indebtedness of the Group. Accordingly, the interest cover rebounded to 3.79 times.

After accounting for a tax charge of €2 million, MIH reported a net profit of €10.75 million which translated into a return on equity of 5.54% (FY2021: 5.76%) and a return on assets of 3.49% (FY2021: 3.35%). The net profit margin for the year stood at 43.01% compared to 44.52% in FY2021.

In **FY2023**, revenues increased by a further 9.78% to €27.44 million as occupancy within Palm City Residences improved to an average of 55.40% from 51.60% in FY2022. Moreover, the occupancy rate reached almost 58% by December 2023 – the highest level since May 2019. Meanwhile, the year-on-year increase in RevPAU and average rental rate filtered into a near 11% increase in EBITDA and operating profit to €19.76 million and €19.41 million respectively.

In view of the growth in EBITDA and the drop in net finance costs to €3.65 million, the interest cover increased sharply to 5.42 times. Overall, the Group reported a profit for the year of €12.57 million which translated into a margin of 45.82% and a return on equity and on assets of 6.20% and 4.09% respectively.

For **FY2024**, MIH is now expecting revenues to grow by 15.64% to €31.73 million compared to the previous projection of €40.38 million devised at the time of the issuance of the 5.85% unsecured bonds 2028 in Q2 2023. The principal reasons for the downward revision in income are the estimated lower average occupancy rate which is now expected to be 63.40% compared to the earlier estimate of 77.70%, and a corresponding lower RevPAU of €5,973 compared to the previous estimate of €7,616. As such, the Group is anticipating a more benign year-on-year growth in FY2024 as the uncertainty surrounding the country's socio-political situation is delaying the indicated growth that was being envisaged from the level of enquiries received in FY2023.

Against this background, the Group revised lower all its profit targets and margins for FY2024. EBITDA is now expected to amount to €21.21 million which would translate into a margin of 66.83% (FY2023: 71.99%). On the other hand, the forecasted operating profit of €20.76 million and net profit of €13.57 million are anticipated to translate into year-on-year improvements in the return on invested capital (to 8.06% compared to 7.51% in FY2023) and the returns on equity and on assets (to 6.47% and 4.32% respectively). Similarly, the interest cover is anticipated to rise to just over 6 times, on the back of both the forecasted increase in EBITDA as well as the further drop in net finance costs to €3.52 million.



Mediterranean Investments Holding p.l.c.				
Statement of Cash Flows				
for the financial year 31 December	2021	2022	2023	2024
	Actual	Actual	Actual	Forecast
	€′000	€′000	€'000	€′000
Net cash from operating activities	13,649	18,126	18,463	19,201
Net cash from / (used in) investing activities	(85)	(183)	(1,132)	221
Free cash flow	13,564	17,943	17,331	19,422
Net cash used in financing activities	(23,923)	(21,731)	(16,394)	(9,405
Net movement in cash and cash equivalents	(10,359)	(3,788)	937	10,017
Cash and cash equivalents at beginning of year	25,632	10,882	6,888	7,470
Effect of foreign exchange rate changes	(4,391)	(206)	(355)	-
Cash and cash equivalents at end of year	10,882	6,888	7,470	17,487

STATEMENT OF CASH FLOWS

Net cash from operating activities dropped by 30.09% in **FY2021** to €13.65 million reflecting adverse net changes in working capital. Furthermore, in view of the substantial amount of cash used for the repayment of borrowings, the Issuer ended the year with a cash balance of €10.88 million (after taking into account movements in foreign exchange) compared to €25.63 million as at the end of 2020.

In **FY2022**, the amount of net cash flows generated from operating activities increased by €4.48 million to €18.13 million, largely on the back of positive net changes in working capital particularly those relating to trade and other receivables. The Issuer used these cash flows to support its financing activities as it paid €2 million in dividends and €4.23 million in interest. Furthermore, MIH reduced its borrowings by €15.23 million. Overall, the Group's balance of cash and cash equivalents contracted by almost €4 million year-on-year (when including changes in foreign exchange) to €6.89 million.

In **FY2023**, the Group recorded a positive movement of €0.94 million in cash and cash equivalents as the amount of €18.46 million in net cash generated from operating activities outweighed the amount of net cash flows used in investing (€1.13 million) and financing (€16.39 million) activities. The latter included the payment of a dividend (€7 million) and interests (€3.77 million), as well as the repayment of shareholders' loans amounting to €5.20 million.

The Group's cash balance is expected to increase notably during **FY2024** to €17.49 million compared to €7.47 million as at the end of FY2023. Besides the consistent generation of positive net cash flows from operating activities, MIH is anticipating a year-on-year drop in net cash used in financing activities to €9.41 million which also includes an estimated dividend payment of €6 million.



Mediterranean Investments Holding p.l.c.				
Statement of Financial Position				
as at 31 December	2021	2022	2023	2024
	Actual	Actual	Actual	Forecast
	€′000	€'000	€′000	€′000
ASSETS				
Non-current assets				
Intangible assets	2	2	2	2
Investment property	272,568	272,568	272,568	272,725
Property, plant and equipment	9,540	10,426	10,167	10,352
Investments accounted for using the equity method	8,023 290,133	8,084 291,080	7,845 290,582	7,845 290,924
	290,133	231,000	290,362	230,324
Current assets				
Inventories	1,196	1,521	1,600	1,626
Trade and other receivables	7,710	5,921	8,460	9,096
Taxation	1,020	556	-	-
Financial assets	-	-	980	-
Cash and cash equivalents	10,886	6,892	7,470	17,487
	20,812	14,890	18,510	28,209
Total assets	310,945	305,970	309,092	319,133
EQUITY				
Share capital	48,002	48,002	48,002	48,002
Retained earnings	140,649	151,472	157,906	165,472
	188,651	199,474	205,908	213,474
LIABILITIES				
Non-current liabilities				
Bonds	30,741	40,535	60,245	49,419
Shareholders' loan	5,203	5,203	, -	· -
Other non-current liabilities	4,822	3,541	4,850	5,129
Deferred tax liability	21,636	21,479	21,143	21,143
	62,402	70,758	86,238	75,691
Current liabilities				
Current liabilities Bonds	39,930	19,910	_	11,000
Bank borrowings	35,530	15,510	_	-
Shareholders' loan	5,000	-	_	_
Trade and other payables	11,958	12,514	14,092	15,655
Dividend payable	3,000	1,000	,002	-
Other current liabilities	-	2,310	2,854	3,313
	59,892	35,738	16,946	29,968
Total liabilities	122,294	106,496	103,184	105,659
Total equity and liabilities	310,945	305,970	309,092	319,133
Total debt	80,878	65,652	60,245	60,419
Net debt	69,992	58,760	52,775	42,932
Invested capital (total equity plus net debt)	258,643	258,234	258,683	256,406



Mediterranean Investments Holding p.l.c. Key Financial Ratios	FY2021 Actual	FY2022 Actual	FY2023 Actual	FY2024 Forecast
·	7,00001	, totaai	Autua	1010000
Net debt-to-EBITDA (times) (Net debt / EBITDA)	4.15	3.30	2.67	2.02
Net debt-to-equity (times) (Net debt / total equity)	0.37	0.29	0.26	0.20
Net gearing (%) (Net debt / net debt and total equity)	27.06	22.75	20.40	16.74
Debt-to-assets (times) (Total debt / total assets)	0.26	0.21	0.19	0.19
Leverage (times) (Total assets/total equity)	1.65	1.53	1.50	1.49
Current ratio (times) (Current assets / current liabilities)	0.35	0.42	1.09	0.94

STATEMENT OF FINANCIAL POSITION

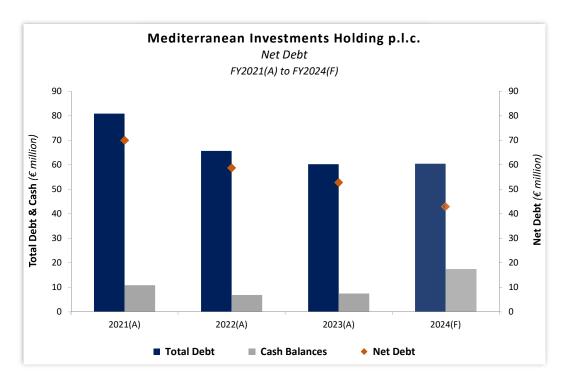
During the historical period under review, the Group's equity base expanded from €188.65 million as at the end of FY2021 to €205.91 million as at the end of FY2023. Although the value of total assets remained relatively stable, the amount of total liabilities contracted by €19.11 million between the end of FY2021 (€122.29 million) and FY2023 (€103.18 million) largely due to the sustained reduction in total debt to €60.25 million as at 31 December 2023 compared to €80.88 million as at the end of FY2021. As a result, the credit profile of the Group continued to strengthen during this period, as MIH's net gearing position eased to 20.40% as at 31 December 2023 compared to 27.06% as at the end of 2021. Similarly, the Issuer's net debt-to-equity ratio and net debt-to-EBITDA multiple improved to 0.26 times (31 December 2021: 0.37 times) and 2.67 times (FY2021: 4.15 times) respectively, indicating that MIH has a prudent capital structure supporting its business and operations.

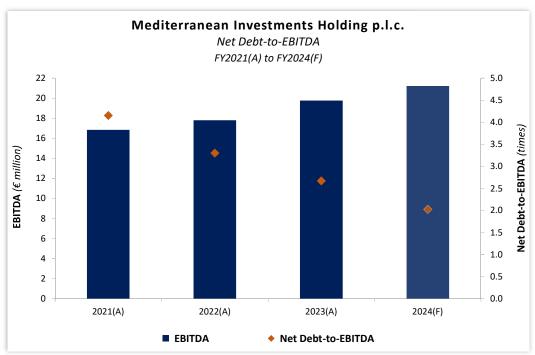
In terms of its liquidity position, the Issuer's current ratio improved from 0.35 times as at 31 December 2021 to 1.09 times as at the end of FY2023. In FY2021, the Group's €40 million 5% bond was reclassified as current liability, of which €30 million were refinanced through the issuance of new bonds (the 5.25% unsecured bonds 2027) whilst the remaining €10 million were redeemed upon maturity. Similarly, the Issuer's €20 million 5.5% bond was reclassified as a current liability in FY2022 albeit it was refinanced through the issuance of the 5.85% unsecured bonds 2028 in Q2 2023.

The Group's asset base is anticipated to grow by 3.25% in FY2024 to €319.13 million largely due to the forecasted strong increase in cash balances. Nonetheless, this is not expected to contribute to an improvement to MIH's current ratio (which is projected to drop to 0.94 times) in view of the reclassification of the €11 million 6% unsecured notes 2023-2025 to a current liability. In this regard, although MIH is expecting total debt to remain virtually unchanged year-on-year at €60.42 million, in view of the anticipated increase in cash balances and the growth in EBITDA, the net debt-to-EBITDA



multiple is forecasted to continue to trend lower to just above 2 times. Furthermore, the net debt-to-equity ratio and the net gearing ratio are also anticipated to continue strengthening to 0.20 times and 16.74% respectively as besides the reduction in net debt to €42.93 million, the Group's equity base is forecasted to expand by a further 3.67% to €213.47 million on the back of higher levels of retained earnings.







10. VARIANCE ANALYSIS

The following is an analysis of the major variances between the forecast financial information for the year ended 31 December 2023 included in the Analysis dated 1 June 2023 and the audited consolidated annual financial statements for the year ended 31 December 2023.

Mediterranean Investments Holding p.l.c.			
Income Statement			
for the financial year 31 December	2023	2023	
	Actual	Forecast	
	€′000	€′000	
Revenue	27,441	32,795	(1)
Net operating expenses	(5,236)	(6,847)	/21
Administrative & marketing expenses	(2,449)	(3,679)	(2)
EBITDA	19,756	22,269	(3)
Depreciation	(344)	(663)	
Operating profit	19,412	21,606	(4)
Share of results of equity accounted investment	(25)	-	
Net finance costs	(3,647)	(3,527)	
Profit before tax	15,740	18,079	
Taxation	(3,167)	(3,257)	
Profit for the year	12,573	14,822	(5)
Other comprehensive income			
Difference on exchange	(214)	-	
Taxation	75	-	
Total comprehensive income	12,434	14,822	

The Group reported a profit for the year of €12.57 million compared to the estimated figure of €14.82 million (5) as revenues missed forecasts by 16.33% (1) amid a weaker than anticipated performance by Palm City Residences due to the following reasons:

- (i) Average occupancy stood at 55.40% compared to the earlier forecast of 64.60%.
- (ii) RevPAU stood at €5,149 compared to the previous estimate of €6,162.
- (iii) Average rental rate per residential unit per month stood at €9,309 compared to the forecasted rate of €9,538.

The relative underperformance in income was however partly offset by a sharper drop in net operating costs (2) which, in aggregate, amounted to €7.69 million compared to the estimated figure of €10.53 million. Accordingly, the reported EBITDA (3) and operating profit (4) of the Group were lower by 11.28% and 10.15% respectively compared to budgeted figures.



Mediterranean Investments Holding p.l.c.			
Cash Flow Statement			
for the financial year 31 December	2023	2023	
•	Actual	Forecast	
	€′000	€′000	
Net cash from operating activities	18,463	18,703	
Net cash used in investing activities	(1,132)	(829)	
Free cash flow	17,331	17,874	
Net cash used in financing activities	(16,394)	(10,219)	(1)
Net movement in cash and cash equivalents	937	7,655	
Cash and cash equivalents at beginning of year	6,888	6,888	
Effect of foreign exchange rate changes	(355)	-	
Cash and cash equivalents at end of year	7,470	14,543	(2)

In terms of major variances in the movements of its cash flows, the Group ended the 2023 financial year with a much lower cash balance of €7.47 million compared to the forecasted figure of €14.54 million (2). This was mostly due to the significantly higher amount of net cash used in financing activities (1) which amounted to €16.39 million compared to the forecasted figure of €10.22 million as during FY2023, MIH distributed a cash dividend of €7 million of which only €1 million was included in the forecasted cash flows.

Meanwhile, the material variances between the actual and forecast Statement of Financial Position as at 31 December 2023 were as follows:

- (i) Total assets amounted to €309.09 million compared to the estimated figure of €315.20 million
 (2), principally in view of the lower cash balance as explained above (1).
- (ii) The Group's equity position stood at €205.91 million compared to the forecasted figure of €214.30 million (4) amid the relative lower level of retained earnings (3) in view of the weaker profitability as explained above.
- (iii) Total liabilities exceeded forecasts by €2.28 million (6) largely reflecting higher level of trade and other current and non-current liabilities (5).



Mediterranean Investments Holding p.l.c.			
Statement of Financial Position			
as at 31 December	2023	2023	
	Actual	Forecast	
	€′000	€′000	
ASSETS			
Non-current assets			
Intangible assets	2	2	
Investment property	272,568	272,693	
Property, plant and equipment	10,167	10,692	
Investments accounted for using the equity method	7,845	8,084	
	290,582	291,471	
Current assets			
Inventories	1,600	1,567	
Trade and other receivables	8,460	7,621	
Financial assets	980	-	
Cash and cash equivalents	7,470	14,543	(1)
	18,510	23,731	'-'
Total assets	309,092	315,202	(2)
EQUITY			
Share capital	48,002	48,002	
Retained earnings	157,906	166,295	(3)
	205,908	214,297	(4)
LIABILITIES			
Non-current liabilities			
Bonds	60,245	49,269	
Other non-current liabilities	4,850	4,070	(5)
Deferred tax liability	21,143	21,479	` ´
,	86,238	74,818	
		, ,	
Current liabilities			
Bonds	-	11,000	
Trade and other payables	14,092	12,241	(5)
Other current liabilities	2,854	2,846	
	16,946	26,087	
Total liabilities	103,184	100,905	(6)
Total equity and liabilities	309,092	315,202	
Total debt	60,245	60,269	
Net debt	52,775	45,726	
Invested capital (total equity plus net debt)	258,683	260,023	
]



PART 3 – COMPARATIVE ANALYSIS

The Table below provides a comparison between the Group and its bonds with other debt issuers and their respective debt securities listed on the Regulated Main Market (Official List) of the Malta Stock Exchange. Although there are significant variances between the activities of the Group and those of other debt issuers (including different industries, principal markets, competition, capital requirements etc.), and material differences between the risks associated with the Group's business/es and those of other debt issuers, the comparative analysis illustrated in the Table below serves as an indication of the relative financial strength and creditworthiness of the Group.

Comparative Analysis*	Amount Issued	Yield-to- Maturity / Worst	Interest Cover	Net Debt-to- EBITDA	Net Gearing	Debt-to- Assets
	(€′000)	(%)	(times)	(times)	(%)	(times)
5.00% Hal Mann Vella Group p.l.c. Secured 2024	30,000	3.81	2.21	9.47	51.49	0.43
4.25% Best Deal Properties Holding p.l.c. Secured & Guaranteed 2024	1,267	4.17	57.57	9.38	69.21	0.64
5.75% International Hotel Investments p.l.c. Unsecured 2025	45,000	5.75	1.61	10.49	43.07	0.41
5.10% 6PM Holdings p.l.c. Unsecured 2025**	13,000	6.86	16.04	0.65	17.79	0.20
4.50% Hili Properties p.l.c. Unsecured & Guaranteed 2025	37,000	4.11	1.80	8.70	46.06	0.45
4.35% Hudson Malta p.l.c. Unsecured & Guaranteed 2026	12,000	4.63	5.64	6.37	77.20	0.60
4.25% CPHCL Finance p.l.c. Unsecured & Guaranteed 2026	40,000	4.25	1.45	11.49	43.52	0.41
4.00% International Hotel Investments p.l.c. Secured 2026	55,000	3.99	1.61	10.49	43.07	0.41
5.00% Dizz Finance p.l.c. Unsecured & Guaranteed 2026	8,000	4.99	2.27	8.24	80.39	0.57
3.75% Premier Capital p.l.c. Unsecured 2026	65,000	4.38	10.89	2.16	65.14	0.57
4.00% International Hotel Investments p.l.c. Unsecured 2026	60,000	5.34	1.61	10.49	43.07	0.41
3.25% AX Group p.l.c. Unsecured 2026	15,000	3.33	1.24	21.28	39.42	0.36
3.90% Gap Group p.l.c. Secured & Guaranteed 2024-2026	16,702	3.89	n/a	3.15	52.66	0.56
4.00% Hili Finance Company p.l.c. Unsecured & Guaranteed 2027	50,000	3.62	4.60	4.44	69.59	0.61
4.35% SD Finance p.l.c. Unsecured & Guaranteed 2027	65,000	4.26	4.68	1.74	22.08	0.26
4.00% Eden Finance p.l.c. Unsecured & Guaranteed 2027	40,000	4.04	5.43	4.21	26.73	0.24
5.25% Mediterranean Investments Holding p.l.c. Unsecured & Guaranteed 2027	30,000	5.24	5.42	2.67	20.40	0.19
4.00% Stivala Group Finance p.l.c. Secured & Guaranteed 2027	45,000	3.99	5.67	4.17	22.93	0.21
4.75% Best Deal Properties Holding p.l.c. Secured & Guaranteed 2025-2027	15,000	5.06	57.57	9.38	69.21	0.64
4.75% Gap Group p.l.c. Secured & Guaranteed 2025-2027	23,000	4.74	n/a	3.15	52.66	0.56
3.85% Hili Finance Company p.l.c. Unsecured & Guaranteed 2028	40,000	4.27	4.60	4.44	69.59	0.61
5.85% Mediterranean Investments Holding p.l.c. Unsecured & Guaranteed 2028	20,000	5.19	5.42	2.67	20.40	0.19
5.75% PLAN Group p.l.c. Secured & Guaranteed 2028	12,000	4.62	7.37	9.26	54.58	0.48
3.65% Stivala Group Finance p.l.c. Secured & Guaranteed 2029	15,000	3.78	5.67	4.17	22.93	0.21
3.80% Hili Finance Company p.l.c. Unsecured & Guaranteed 2029	80,000	4.87	4.60	4.44	69.59	0.61
3.75% AX Group p.l.c. Unsecured 2029	10,000	3.75	1.24	21.28	39.42	0.36
5.25% Best Deal Properties Holding p.l.c. Secured & Guaranteed 2024	15,000	4.98	57.57	9.38	69.21	0.64
6.25% GPH Malta Finance p.l.c. Unsecured & Guaranteed 2030	18,144	6.24	1.73	7.63	94.01	0.75
3.65% International Hotel Investments p.l.c. Unsecured 2031	80,000	4.69	1.61	10.49	43.07	0.41
3.50% AX Real Estate p.l.c. Unsecured 2032	40,000	5.10	2.04	12.44	49.30	0.45
5.00% Mariner Finance p.l.c. Unsecured 2032	36,930	4.85	4.89	6.08	50.77	0.50
5.85% AX Group p.l.c. Unsecured 2033	40,000	5.19	1.24	21.28	39.42	0.36
6.00% International Hotel Investments p.l.c. Unsecured 2033	60,000	5.34	1.61	10.49	43.07	0.41
4.50% The Ona p.l.c. Secured & Guaranteed 2028-2034	16,000	4.63	3.09	16.34	74.89	0.65
5.50% Juel Group p.l.c. Secured & Guaranteed 2035	32,000	5.20	3.35	11.26	55.24	0.51

*As at 15 May 2024

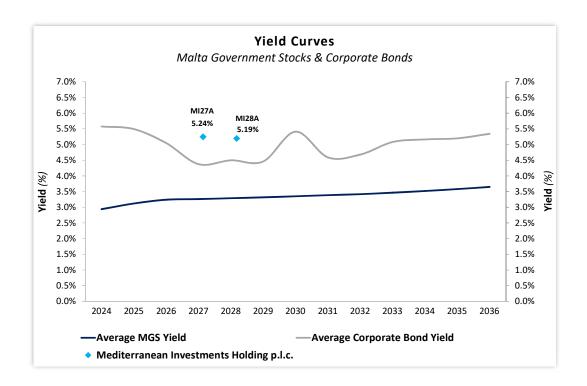
** The financial ratios pertain to Idox p.l.c..

Sources: Malta Stock Exchange

M.Z. Investment Services Limited

Most recent audited annual financial statements except for Juel Group p.l.c. (FY2024 forecast, as included in the Financial Analysis Summary dated 6 June 2023).





The closing market price as at 15 May 2024 for the **5.25% Mediterranean Investments Holding p.l.c. unsecured and guaranteed bonds 2027** (MI27A) was 100.00%. This translated into a yield-to-maturity ("**YTM**") of 5.24% which was 86 basis points above the average YTM of 4.38% of other local corporate bonds maturing in the same year. The premium over the corresponding average Malta Government Stock yield of equivalent maturity stood at 198 basis points.

The closing market price as at 15 May 2024 for the **5.85% Mediterranean Investments Holding p.l.c. unsecured and guaranteed bonds 2028** (MI28A) was 102.40%. This translated into a YTM of 5.19% which was 69 basis points above the average YTM of 4.50% of other local corporate bonds maturing in the same year. The premium over the corresponding average Malta Government Stock yield of equivalent maturity stood at 190 basis points.



PART 4 – EXPLANATORY DEFINITIONS

Income Statement	
Revenue	Total income generated from business activities.
EBITDA	Earnings before interest, tax, depreciation, and amortisation. It is a metric used for gauging operating performance excluding the impact of capital structure. EBITDA is usually interpreted as a loose proxy for operating cash flows.
Adjusted operating profit / (loss)	Profit (or loss) from core operations, excluding movements in the fair value of investment property, share of results of associates and joint ventures, net finance costs, and taxation.
Operating profit / (loss)	Profit (or loss) from operating activities, including movements in the fair value of investment property but excluding the share of results of associates and joint ventures, net finance costs, and taxation.
Share of results of associates and joint ventures	Share of profit (or loss) from entities in which the company does not have a majority shareholding.
Profit / (loss) after tax	Net profit (or loss) registered from all business activities.

Profitability Ratios	
EBITDA margin	EBITDA as a percentage of revenue.
Operating profit margin	Operating profit (or loss) as a percentage of total revenue.
Net profit margin	Profit (or loss) after tax as a percentage of total revenue.
Return on equity	Measures the rate of return on net assets and is computed by dividing the net profit (or loss) for the year by average equity.
Return on assets	Measures the rate of return on assets and is computed by dividing the net profit (or loss) for the year by average assets.
Return on invested capital	Measures the rate of return from operations and is computed by dividing operating profit (or loss) for the year by the average amount of equity and net debt.

Statement of Cash Flows	
Net cash from / (used in) operating activities	The amount of cash generated (or consumed) from the normal conduct of business.
Net cash from / (used in) investing activities	The amount of cash generated (or consumed) from activities related to the acquisition, disposal, and/or development of long-term assets and other investments.
Net cash from / (used in) financing activities	The amount of cash generated (or consumed) that have an impact on the capital structure, and thus result in changes to share capital and borrowings.
Free cash flow	Represents the amount of cash generated (or consumed) from operating activities after considering any amounts of capital expenditure.



Statement of Financial Position

Non-current assets

These represent long-term investments which full value will not be realised within the next twelve months. Such assets, which typically include property, plant, equipment, and investment property, are capitalised rather than expensed, meaning that the amortisation of the cost of the asset takes place over the number of years for which the asset will be in use. This is done instead of allocating the entire cost to the accounting year in which the asset was acquired.

Current assets

All assets which could be realisable within a twelve-month period from the date of the Statement of Financial Position. Such amounts may include development stock, accounts receivable, cash and bank balances.

Non-current liabilities

These represent long-term financial obligations which are not due within the next twelve months, and typically include long-term borrowings and debt securities.

Current liabilities

Liabilities which fall due within the next twelve months from the date of the Statement of Financial Position, and typically include accounts payable and short-

term debt.

Total equity

Current ratio

Represents the residual value of the business (assets minus liabilities) and typically includes the share capital, reserves, as well as retained earnings.

Financial Strength / Credit Ratios

Measures the extent of how many times a company can sustain its net finance costs Interest cover from EBITDA. Measures how many years it will take a company to pay off its net interest-bearing Net debt-to-EBITDA liabilities (including lease liabilities) from EBITDA, assuming that net debt and EBITDA are held constant. Net debt-to-equity Shows the proportion of net debt (including lease liabilities) to the amount of equity. Shows the proportion of equity and net debt used to finance a company's business Net gearing and is calculated by dividing net debt by the level of invested capital. Shows the degree to which a company's assets are funded by debt and is calculated Debt-to-assets by dividing all interest-bearing liabilities (including lease liabilities) by total assets. Leverage Shows how many times a company is using its equity to finance its assets. Measures the extent of how much a company can sustain its short-term liabilities

from its short-term assets.

