

Registre de Commerce et des Sociétés

Numéro RCS : B284284

Référence de dépôt : L260096205

Déposé et enregistré le 17/04/2026

FWQLKXX20260324T15425201_001

RCSL Nr. : B284284

Matricule : 2024 2409 001

eCDF entry date : 24/03/2026

ABRIDGED BALANCE SHEET**Financial year from** ⁰¹ 01/01/2025 **to** ⁰² 31/12/2025 (in ⁰³ EUR)

Aroundtown Finance S.à r.l.

37, Boulevard Joseph II

L-1840 Luxembourg

ASSETS

	Reference(s)	Current year	Previous year
A. Subscribed capital unpaid	1101 _____	101 _____	102 _____
I. Subscribed capital not called	1103 _____	103 _____	104 _____
II. Subscribed capital called but unpaid	1105 _____	105 _____	106 _____
B. Formation expenses	1107 _____	107 _____	108 _____
C. Fixed assets	1109 _____	109 <u>1.914.113.204,22</u>	110 <u>2.231.593.067,00</u>
I. Intangible assets	1111 _____	111 _____	112 _____
II. Tangible assets	1125 _____	125 _____	126 _____
III. Financial assets	1135 _____ <u>3</u>	135 <u>1.914.113.204,22</u>	136 <u>2.231.593.067,00</u>
D. Current assets	1151 _____	151 <u>129.883.614,89</u>	152 <u>70.824.065,16</u>
I. Stocks	1153 _____	153 _____	154 _____
II. Debtors	1163 _____ <u>4</u>	163 <u>33.049.909,75</u>	164 <u>70.784.714,36</u>
a) becoming due and payable within one year	1203 _____	203 <u>33.049.909,75</u>	204 <u>70.784.714,36</u>
b) becoming due and payable after more than one year	1205 _____	205 _____	206 _____
III. Investments	1189 _____	189 _____	190 _____
IV. Cash at bank and in hand	1197 _____	197 <u>96.833.705,14</u>	198 <u>39.350,80</u>
E. Prepayments	1199 _____ <u>5</u>	199 <u>15.024.351,70</u>	200 _____
TOTAL (ASSETS)		201 <u>2.059.021.170,81</u>	202 <u>2.302.417.132,16</u>

The notes in the annex form an integral part of the annual accounts

CAPITAL, RESERVES AND LIABILITIES

	Reference(s)	Current year	Previous year
A. Capital and reserves	1301 <u>6</u>	301 <u>148.991,15</u>	302 <u>181.066,53</u>
I. Subscribed capital	1303 _____	303 <u>12.000,00</u>	304 <u>12.000,00</u>
II. Share premium account	1305 _____	305 <u>150.000,00</u>	306 <u>150.000,00</u>
III. Revaluation reserve	1307 _____	307 _____	308 _____
IV. Reserves	1309 _____	309 <u>1.200,00</u>	310 _____
V. Profit or loss brought forward	1319 _____	319 <u>17.866,53</u>	320 _____
VI. Profit or loss for the financial year	1321 _____	321 <u>-32.075,38</u>	322 <u>19.066,53</u>
VII. Interim dividends	1323 _____	323 _____	324 _____
VIII. Capital investment subsidies	1325 _____	325 _____	326 _____
B. Provisions	1331 _____	331 _____	332 _____
C. Creditors	1435 <u>7</u>	435 <u>2.043.847.827,96</u>	436 <u>2.302.236.065,63</u>
a) becoming due and payable within one year	1453 _____	453 <u>129.734.623,74</u>	454 <u>70.642.998,63</u>
b) becoming due and payable after more than one year	1455 _____	455 <u>1.914.113.204,22</u>	456 <u>2.231.593.067,00</u>
D. Deferred income	1403 <u>8</u>	403 <u>15.024.351,70</u>	404 _____
TOTAL (CAPITAL, RESERVES AND LIABILITIES)		405 <u>2.059.021.170,81</u>	406 <u>2.302.417.132,16</u>

Registre de Commerce et des Sociétés

Numéro RCS : B284284

Référence de dépôt : L260096205

Déposé le 17/04/2026

FWQLKXX20260324T15425201_002

RCSL Nr. : B284284

Matricule : 2024 2409 001

eCDF entry date : 24/03/2026

ABRIDGED PROFIT AND LOSS ACCOUNT**Financial year from** ⁰¹ 01/01/2025 **to** ⁰² 31/12/2025 (in ⁰³ EUR)

Aroundtown Finance S.à r.l.

37, Boulevard Joseph II
L-1840 Luxembourg

	Reference(s)	Current year	Previous year
1. to 5. Gross profit or loss	1651 _____ <u>9</u>	651 _____ <u>-26.735,70</u>	652 _____ <u>17.786,66</u>
6. Staff costs	1605 _____ <u>10</u>	605 _____	606 _____
a) Wages and salaries	1607 _____	607 _____	608 _____
b) Social security costs	1609 _____	609 _____	610 _____
i) relating to pensions	1653 _____	653 _____	654 _____
ii) other social security costs	1655 _____	655 _____	656 _____
c) Other staff costs	1613 _____	613 _____	614 _____
7. Value adjustments	1657 _____	657 _____	658 _____
a) in respect of formation expenses and of tangible and intangible fixed assets	1659 _____	659 _____	660 _____
b) in respect of current assets	1661 _____	661 _____	662 _____
8. Other operating expenses	1621 _____	621 _____	622 _____

The notes in the annex form an integral part of the annual accounts

	Reference(s)	Current year	Previous year
9. Income from participating interests	1715	715	716
a) derived from affiliated undertakings	1717	717	718
b) other income from participating interests	1719	719	720
10. Income from other investments and loans forming part of the fixed assets	1721	721	722
a) derived from affiliated undertakings	1723	723	724
b) other income not included under a)	1725	725	726
11. Other interest receivable and similar income	1727	727	728
a) derived from affiliated undertakings	1729	729	730
b) other interest and similar income	1731	731	732
12. Share of profit or loss of undertakings accounted for under the equity method	1663	663	664
13. Value adjustments in respect of financial assets and of investments held as current assets	1665	665	666
14. Interest payable and similar expenses	1627	627	628
a) concerning affiliated undertakings	1629	629	630
b) other interest and similar expenses	1631	631	632
15. Tax on profit or loss	1635	635	636
16. Profit or loss after taxation	1667	667	668
17. Other taxes not shown under items 1 to 16	1637	637	638
18. Profit or loss for the financial year	1669	669	670

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Numéro RCS : B284284

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Déposé le 17/04/2026

Aroundtown Finance S.à r.l.

Abridged Annual accounts

as at 31 December 2025

With the report of the Reviseur d'Enreprises Agréé thereon

Registered office:

37, Boulevard Joseph II

L - 1840 Luxembourg

R.C.S. Luxembourg: B284284

Subscribed capital: 12.000,00



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To the Shareholders of
Aroundtown Finance S.à r.l.
37, Boulevard Joseph II
1840 Luxembourg
Luxembourg

REPORT OF THE REVISEUR D'ENTREPRISES AGREE

Opinion

We have audited the annual accounts of Aroundtown Finance S.à r.l. (the "Company"), which comprise the balance sheet as at 31 December 2025, and the profit and loss account for the year then ended, and notes to the annual accounts, including a summary of significant accounting policies.

In our opinion, the accompanying annual accounts give a true and fair view of the financial position of the Company as at 31 December 2025, and of the results of its operations for the year then ended in accordance with Luxembourg legal and regulatory requirements relating to the preparation and presentation of the annual accounts.

Basis for opinion

We conducted our audit in accordance with the Law of 23 July 2016 on the audit profession (the "Law of 23 July 2016") and with International Standards on Auditing ("ISAs") as adopted for Luxembourg by the Commission de Surveillance du Secteur Financier ("CSSF"). Our responsibilities under the Law of 23 July 2016 and ISAs as adopted for Luxembourg by the CSSF are further described in the « Responsibilities of "réviseur d'entreprises agréé" for the audit of the annual accounts » section of our report. We are also independent of the Company in accordance with the International Code of Ethics for Professional Accountants, including International Independence Standards, issued by the International Ethics Standards Board for Accountants ("IESBA Code") as adopted for Luxembourg by the CSSF together with the ethical requirements that are relevant to our audit of the annual accounts, and have fulfilled our other ethical responsibilities under those ethical requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of the Board of Managers for the annual accounts

The Board of Managers is responsible for the preparation and fair presentation of the annual accounts in accordance with Luxembourg legal and regulatory requirements relating to the preparation and presentation of the annual accounts, and for such internal control as the Board of Managers determines is necessary to enable the preparation of annual accounts that are free from material misstatement, whether due to fraud or error.

In preparing the annual accounts, the Board of Managers is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Managers either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.



Responsibilities of the “réviseur d’entreprises agréé” for the audit of the annual accounts

The objectives of our audit are to obtain reasonable assurance about whether the annual accounts as a whole are free from material misstatement, whether due to fraud or error, and to issue a report of the “réviseur d’entreprises agréé” that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Law of 23 July 2016 and with ISAs as adopted for Luxembourg by the CSSF will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these annual accounts.

As part of an audit in accordance with the Law of 23 July 2016 and with ISAs as adopted for Luxembourg by the CSSF, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the annual accounts, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company’s internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Managers.
- Conclude on the appropriateness of the Board of Managers' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company’s ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our report of the “réviseur d’entreprises agréé” to the related disclosures in the annual accounts or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our report of the “réviseur d’entreprises agréé”. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the annual accounts, including the disclosures, and whether the annual accounts represent the underlying transactions and events in a manner that achieves fair presentation.



We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

Luxembourg, 25 March 2026

KPMG Audit S.à r.l.
Cabinet de révision agréé

A handwritten signature in blue ink, appearing to read 'M. Azeem', with a stylized flourish at the end.

Muhammad Azeem

Aroundtown Finance S.à r.l.

Notes to the annual accounts for the financial year ended 31 December 2025

1. General information

Aroundtown Finance S.à r.l. (the 'Company') was incorporated on 1 March 2024 and organised under the laws of grand Duchy of Luxembourg as a Société à Responsabilité Limitée. The Company has been registered under RCS nr. B284284. The Company is incorporated for an unlimited period of time.

The registered office of the Company is established at 37, Boulevard Joseph II, L - 1840 Luxembourg, Grand Duchy of Luxembourg.

The Company's financial year starts on 1 January and ends on 31 December of each year, with the exception of the first financial period which began on 1 March 2024 (date of incorporation) and ended on 31 December 2024.

The purpose of the Company is to provide to any company in which it holds a direct or indirect participation or right of any kind or which form part of the same group of companies as the Company, any and all financial assistances including but not limited to providing loans, advances, guarantees, raising investments and loans from financial or other institutions.

The Company may grant loans to, as well as guarantees or security for the benefit of third parties to secure obligations of, companies in which it holds a direct or indirect participation or right of any kind or which form part of the same group of companies as the Company, or otherwise assist such companies.

The Company may raise funds through borrowing in any form or by issuing any kind of notes, securities or debt instruments, bonds and debentures and generally issue securities of any type (including any debt, equity and/or hybrid securities in accordance with Luxembourg law). Non-equity securities may also be issued to the public and/or may be listed, admitted to trading or otherwise registered on any stock exchange, trading platform or other negotiation facility. The Company may not publicly issue shares.

The Company may carry out any commercial, industrial or financial activities which it considers useful for the accomplishment of these purposes.

The descriptions above are to be construed broadly and their enumeration is not limited.

The Company's purpose shall include any transaction or agreement which is entered into by the Company, provided they are incidental or conducive to the attainment of the Company's purpose described above.

In general, the Company may take any controlling and supervisory measures and carry out any operation or transaction which it considers necessary or useful in the accomplishment and development of its purpose.

The Company has perpetual notes that are admitted to trading on the Euro MTF Market operated by the Luxembourg Stock Exchange.

The Company is included in the consolidated accounts of Aroundtown SA, the sole shareholder. The registered office of that company is located at 37, Boulevard Joseph II, 1840 Luxembourg, Grand Duchy of Luxembourg and the consolidated accounts are available at the same address or on the web site www.aroundtown.de.

2. Accounting policies

2.1 Basis of preparation

The annual accounts have been prepared on a going concern basis in accordance with Luxembourg legal and regulatory requirements under the historical cost convention, as well as with the generally accepted accounting principles in Luxembourg.

Accounting policies and valuation rules are, besides the ones laid down by the Law of 19 December 2002 as amended, determined and applied by the Board of Managers.

The preparation of the annual accounts requires the use of certain critical accounting estimates. It also requires the Board of Managers to exercise its judgment in the process of applying the accounting policies. Changes in assumptions may have a significant impact on the annual accounts in the period in which the assumption changed. The Board of Managers believes that the underlying assumptions are appropriate and that the annual accounts therefore fairly present the financial position and results.

The Company makes estimates and assumptions that affect the reported amounts of assets and liabilities in the next financial year. Estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Based on the criterion defined by Luxembourg law, the Company is authorized to prepare abridged annual accounts. Therefore, the balance sheet and profit and loss account and the notes to the annual accounts are prepared in an abridged form.

2.2 Significant accounting policies

The main valuation rules are applied by the Company as follows:

2.2.1 Foreign currency translation

The Company maintains its accounting records in euros (EUR) and the annual accounts are expressed in this currency. Transactions expressed in currencies other than EUR are translated into EUR at the exchange rate prevailing at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated at the exchange rate prevailing at the balance sheet date. Exchange differences arising on translation are recognised in the profit and loss account for the year. Unrealised exchange losses and unrealised exchange gains are recognised in the profit and loss account. Unrealised exchange gains are not available for distribution.

Non-monetary assets and liabilities denominated in foreign currencies are translated at the exchange rate prevailing at the date of the transaction and are not subsequently retranslated. Accordingly, no unrealised exchange differences are recognised in the profit and loss account in respect of such items. Realised exchange gains and losses are recognised in the profit and loss account at the time of realisation.

Revenues and expenses in foreign currencies are translated into EUR at the exchange rate prevailing at the date of the transaction. Exchange gains are presented under "Other interest receivable and similar income", and exchange losses under "Interest payable and similar expenses".

2.2.2 Financial assets

Shares in affiliated undertakings, participating interests, loans to undertakings, other loans, securities and non-derivative financial instruments held as financial assets are valued at purchase price including the expenses incidental thereto. In the case of durable depreciation in value according to the assessment of the Management, value adjustments are recorded in respect of financial assets, so that they are valued at the lower figure to be attributed to them at the balance sheet date. The aforementioned value adjustments are not continued if the reasons for which the value adjustments were made have ceased to apply.

2.2.3 Debtors

Debtors are carried at costs which corresponds to their nominal value. A value adjustment is recorded when the estimated realisable value is lower than the nominal value. These value adjustments are reversed if the reasons for which the value adjustments were made have ceased to apply.

Aroundtown Finance S.à r.l.

Notes to the annual accounts for the financial year ended 31 December 2025

2.2.4 Investments

Investments include transferable securities, as well as other investments in shares and other securities equivalent to shares and in bonds or any other forms of securitised debts.

Investments are valued at the lower of their market value or purchase price, including expenses incidental thereto and calculated on the basis of market value.

Investments are expressed in the currency in which the annual accounts are prepared.

A value adjustment is recorded where the market value is lower than the purchase price. These value adjustments are reversed if the reasons for which the value adjustments were made have ceased to apply.

The market value corresponds to:

- the latest available quoted price in an active market for securities;
- the fair value estimated in good faith by the Board of Managers based on market conditions existing at the balance sheet date and business assumptions

2.2.5 Cash at bank and in hand

Cash at bank and in hand represents available cash and is valued at its nominal value.

2.2.6 Prepayments

Prepayments include expenses paid during the financial year but related to a subsequent financial year.

Prepayments also include discounts for perpetual notes. These costs are capitalized and amortized over the period of the facility or recognized in the corresponding financial year, as applicable.

2.2.7 Provisions

Provisions are intended to cover losses or debts, the nature of which is clearly defined and which at the date of the balance sheet are either likely to be incurred or certain to be incurred but uncertain as to their amount or as to the date on which they will arise. Provisions may also be created to cover charges which have their origin in the financial year under review or in a previous financial year, the nature of which is clearly defined and which at the balance sheet date are either likely to be incurred but certain as to their amount or as to date on which they will arise.

2.2.8 Creditors

Debts are recorded at their reimbursement value.

When the amount repayable on account is greater than the amount received, the difference is recorded in the profit and loss account when the debt is issued.

Interest payable is accrued over the term of the debt instrument.

2.2.9 Deferred income

Deferred income includes income received during the financial year but related to a subsequent financial year.

Deferred income also includes premiums on loans. These amounts are recognized over the period of the facility or in the corresponding financial year, as applicable.

2.2.10 Gross profit or loss

The gross profit or loss is the combination of other external charges, net turnover and other operating income.

Revenues and expenses are recognised on an accrual basis and are recorded in the period to which they contractually relate.

2.2.11 Dividends

Dividends are recognised when the shareholder's right to receive payment of said dividend has been established.

2.2.12 Interest income and charges

Interest income and interest charges are accrued on a timely basis, by reference to the principal outstanding and at the nominal interest rate applicable.

Aroundtown Finance S.à r.l.

Notes to the annual accounts for the financial year ended 31 December 2025

3. Financial assets

The movements on financial assets over the year are as follows:

	Loans to affiliated undertakings	Total
Gross value as of 31/12/2024	2.200.686.453,17	2.200.686.453,17
Additions for the year	700.000.000,00	700.000.000,00
Disposals for the year	-940.021.078,45	-940.021.078,45
Gross value as of 31/12/2025	1.960.665.374,72	1.960.665.374,72
Cumulative foreign exchange impact as of 31/12/2024	30.906.613,83	30.906.613,83
Exchange loss for the year	-77.458.784,33	-77.458.784,33
Cumulative foreign exchange impact as of 31/12/2025	-46.552.170,50	-46.552.170,50
Accumulated value adjustments as of 31/12/2024	0,00	0,00
Allocations for the year	0,00	0,00
Reversals for the year	0,00	0,00
Accumulated value adjustments as of 31/12/2025	0,00	0,00
Net book value as of 31/12/2024	2.231.593.067,00	2.231.593.067,00
Net book value as of 31/12/2025	1.914.113.204,22	1.914.113.204,22

As at 31 December 2025, the Company had outstanding receivable amount from Aroundtown SA in the amount of EUR 1.914.113.204,22 (2024: EUR 2.231.593.067,00) representing loans granted from the proceeds of the perpetual notes issuance (Note 7). The interest of the loans and the maturity dates are following the payments of the perpetual notes.

4. Debtors

Debtors are composed of:

	31/12/2025	31/12/2024
Becoming due and payable within one year	33.049.909,75	70.784.714,36
Amounts owed by affiliated undertakings (1)	32.893.670,39	70.760.576,61
VAT receivable	156.239,36	24.137,75
Total	33.049.909,75	70.784.714,36

(1) As at 31 December 2025, Amounts owed by affiliated undertakings are composed of accrued interest on loans granted (Note 3) and recharge costs to Aroundtown SA amounted EUR 31.401.380,72 (2024: EUR 70.564.923,37) and EUR 1.492.289,67 (2024: 195.653,24), respectively. During the year, the Company recognized an interest income on loans granted to Aroundtown SA in a total amount of EUR 147.634.280,36 (2024: EUR 101.104.454,79) (Note 11).

5. Prepayments

Prepayments are composed of:

	31/12/2025	31/12/2024
Discount on Perpetual Notes	15.024.351,70	0,00
Total	15.024.351,70	0,00

Prepayments are composed of a gross discount amount of EUR 15,480,000 derived from the issuance of EUR 700.000.000,00 perpetual notes (Note 7). EUR 455.648,30 was amortized during the current year (Note 13).

Aroundtown Finance S.à r.l.

Notes to the annual accounts for the financial year ended 31 December 2025

6. Capital and reserves

During the year, the movements in shareholder's equity are as follows:

	Subscribed capital	Share premium account	Legal reserve	Profit or loss brought forward	Profit or loss of the year	Total
31/12/2024	12.000,00	150.000,00	0,00	0,00	19.066,53	181.066,53
Allocation of prior period's result	0,00	0,00	1.200,00	17.866,53	-19.066,53	0,00
Profit or loss of the year	0,00	0,00	0,00	0,00	-32.075,38	-32.075,38
31/12/2025	12.000,00	150.000,00	1.200,00	17.866,53	-32.075,38	148.991,15

Subscribed capital

As at 31 December 2025, the subscribed capital of the Company amounts to EUR 12.000,00 represented by 12.000 shares with a nominal value of EUR 1,00 each. The capital is fully paid-up.

Share premium account

As at 31 December 2025, the share premium account amounts to EUR 150.000,00 (2024: EUR 150.000,00).

Legal reserve

As at 31 December 2025, the legal reserve amounts to EUR 1.200,00. The Company is required to allocate a minimum of 5% of its annual net income to a legal reserve, until this reserve equals 10% of the subscribed capital. This reserve may not be distributed. The legal reserve is fully allocated.

Dividend distribution

During the year, the Company did not distribute any dividend (2024: nil)

Unrealised foreign exchange gains recognised in the profit and loss account are not distributable.

Aroundtown Finance S.à r.l.

Notes to the annual accounts for the financial year ended 31 December 2025

7. Creditors

The amounts due and payable for the debts by the Company are broken down as follows:

	31/12/2025	31/12/2024
Becoming due and payable within one year	129.734.623,74	70.642.998,63
Amounts owed to affiliated undertakings (1)	97.150.451,71	0,00
Perpetuals Notes - Accrued Interest	31.401.380,17	70.625.381,74
Tax payable	291.674,08	7.616,89
Trade creditors	891.117,78	10.000,00
Becoming due and payable after more than one year	1.914.113.204,22	2.231.593.067,00
Perpetuals Notes – Principal	1.914.113.204,22	2.231.593.067,00
Total	2.043.847.827,96	2.302.236.065,63

(1) Amounts owed to affiliated undertakings is composed with a short-term loan payable to Aroundtown SA This loan bears an interest rate of 1.9%.

The Company issued perpetual undated subordinated notes under various transactions, all guaranteed on a subordinated basis by Aroundtown SA, the sole shareholder.

Set out below are the outstanding nominal values as of December 31, 2025:

USD 493.735.000,00 (EUR 420.200.000,00), 7.875% p.a., first reset date: November 2029; (d)

GBP 153.179.000,00 (EUR 175.543.204,22), 8.625% p.a., first reset date: August 2029; (b) (d), note 16

EUR 618.370.000,00, 5.000% p.a., first reset date: July 2029;(d)

EUR 700.000.000,00, 5.250% p.a, first reset date: May 2031; (a)

Set out below are the outstanding nominal values as of December 31, 2024:

USD 493.735.000,00 (EUR 475.247.858,31), 7.875% p.a., first reset date: November 2029; (d)

GBP 344.750.000,00 (EUR 415.772.208,69), 8.625% p.a., first reset date: August 2029; (d)

EUR 618.370.000,00, 5.000% p.a., first reset date: July 2029; (d)

EUR 722.203.000,00, 7.125% p.a., first reset date: April 2030; (b) (c) (d)

All notes are undated and subordinated, with fixed rates until the respective reset dates, after which a new rate may apply based on market references and contractual terms. The notes are callable only under specific events or issuer-defined conditions and were admitted to trading on the Euro MTF Market of the Luxembourg Stock Exchange.

(a) On October 30, 2025, the Company issued perpetual notes in an aggregate principal amount of EUR 500,000,000. On November 7, 2025, the Company issued an additional EUR 200,000,000 in aggregate principal amount of the same series of perpetual notes (tap issuance).

(b) On October 31, 2025, following the issuance of EUR 700,000,000 perpetual notes with a 5.250% coupon that was made by the Company, Aroundtown SA announced the results of a tender offer it had launched on October 23, 2025, in respect of the 8.625% and 7.125% perpetual notes series. Aroundtown SA accepted tender offer in the aggregate amounts of GBP 191,571,000 and EUR 627,359,000. See also note 16.

(c) Following the tender offer carried out by Aroundtown SA, the Company exercised its option to fully redeem the remaining principal amount.

(d) Issued during 2024

* See also note 16 for issuance, tender offer and redemptions of perpetual notes after the reporting period.

As of 31 December 2025, accrued interest on perpetual notes totaled EUR 31.401.380,17 (2024: EUR 70.625.381,74).

Aroundtown Finance S.à r.l.

Notes to the annual accounts for the financial year ended 31 December 2025

8. Deferred income

Deferred income is composed of:

	31/12/2025	31/12/2024
Premium on Amounts owed by Affiliated undertakings	15.024.351,70	0,00
Total	15.024.351,70	0,00

Deferred income are composed of a gross premium of EUR 15.480.000,00 derived from loans granted to affiliated undertakings. Total amount from the proceeds of the perpetual notes issuance of EUR 700.000.000,00 perpetual notes (Note 7). EUR 455.648,30 was amortized during the current year (Note 13).

9. Gross profit or loss

Gross profit or loss is mainly composed of others external expenses (income), net.

10. Staff costs

The Company did not have any employees during the year ended 31 December 2025 (prior period: 0,00).

11. Income from other investments and loans forming part of the fixed assets

Derived from affiliated undertakings

The income from other investments and loans forming part of the fixed assets derived from affiliated undertakings is composed as follows:

	For the year ended 31/12/2025	For the period ended 31/12/2024
Interest receivable from affiliated undertakings	147.634.280,36	101.104.454,79
Total	147.634.280,36	101.104.454,79

During the year, the Company recognized an interest income on loans granted to Aroundtown SA (Note 3) for a total amount of EUR 147.634.280,36 (2024: EUR 101.104.454,79).

12. Other interest receivable and similar income

Derived from affiliated undertakings

The other interest receivable and similar income derived from affiliated undertakings is composed as follows:

	For the year ended 31/12/2025	For the period ended 31/12/2024
Amortization of premium on loan owed by affiliated undertakings (Note 8)	455.648,30	0,00
Total	455.648,30	0,00

Other interest and similar income

The other interest and similar income is composed as follows:

	For the year ended 31/12/2025	For the period ended 31/12/2024
Foreign currency exchange gains – Perpetual Notes (1)	80,178,891.18	0,00
Foreign currency exchange gains – Other (1)	682.73	0,00
Interest on bank accounts	522.386,67	2.296,39
Total	80,701,960.58	2.296,39

(1) In the current year, Foreign exchange gains and losses are presented on a gross basis within the captions “Other interest receivable and similar income” and “Interest payable and similar expenses”, respectively.

In the prior year 2024, foreign exchange gains and losses were presented on a net basis for an amount of EUR 28.964,16 within the caption “Interest payable and similar expenses”. For comparative purposes, on a gross basis the 2024 foreign exchange gains amounted to EUR 31,059,645.80 million and foreign exchange losses amounted to EUR 31,088,609.96 million.

13. Interest payable and similar expenses

Concerning affiliated undertakings

The interest payable and similar expenses concerning affiliated undertakings are composed as follows:

	For the year ended 31/12/2025	For the period ended 31/12/2024
Foreign currency exchange losses - affiliated undertakings (1)	-80,178,447.29	0,00
Interest expenses from affiliated undertakings	-522.638,20	0,00
Total	-80,701,085.49	0,00

Other interest and similar expenses

The other interest and similar expenses are composed as follows:

	For the year ended 31/12/2025	For the period ended 31/12/2024
Interest on perpetual notes	-147.634.280,33	-101.076.507,15
Foreign currency exchange losses - Other (1)	-1,295.80	-28.964,16
Amortization of discount on Perpetual notes (2)	-455.648,30	0,00
Total	- 148,091,224.43	-101.105.471,31

(1) In the current year, Foreign exchange gains and losses are presented on a gross basis within the captions “Other interest receivable and similar income” and “Interest payable and similar expenses”, respectively.

In the prior year 2024, foreign exchange gains and losses were presented on a net basis for an amount of EUR 28.964,16 within the caption “Interest payable and similar expenses”. For comparative purposes, on a gross basis the 2024 foreign exchange gains amounted to EUR 31,059,645.80 million and foreign exchange losses amounted to EUR 31,088,609.96 million.

(2) See note 5

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Notes to the annual accounts for the financial year ended 31 December 2025

14. Tax

The Company is subject to the tax regulation applicable in Luxembourg.

The total corporate tax rate for the Company is 21.73% (aggregated rate also including solidarity surtax and municipal business tax) (2024: 22.8%).

15. Related parties transactions

At the end of the financial year, the Company has no outstanding balances with related parties other than those disclosed in note 3 'Loans to affiliated undertakings', note 4 'Amounts owed by affiliated undertakings', note 7 'Amounts owed to affiliated undertakings', note 8 'Premium on Amounts owed by Affiliated undertakings', note 9 'Gross profit or loss', note 11 'Income from other investments and loans forming part of the fixed assets', note 12 'Other interest receivable and similar income' and note 13 'Concerning affiliated undertakings'.

16. Subsequent events

- (1) The Company issued a EUR 750,000,000 nominal value perpetual note with a 5.125% coupon. Following the issuance, Aroundtown SA announced the results of a tender offer for the 8.625% perpetual notes and accepted tender offer in the aggregate amount of GBP 136,784,000. In addition, and following to the tender offer, the Company exercised its option to fully redeem the remaining principal amount of its 8.625% perpetual notes series in an aggregate amount of GBP 16,395,000.
- (2) Subsequent to the balance sheet date, geopolitical developments in the Middle East due to Iran - Israel / US conflict have continued to evolve, contributing to increased regional and global economic uncertainty. Management has assessed the potential impact of these developments on the Company's financial position and operations, including the identification of any material uncertainties as part of the Company's going concern assessment, and has not identified any material direct impact as at the date of approval of these annual accounts. Management continues to monitor the situation closely and will reflect any material impacts in future reporting periods, should they arise.

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Notes to the annual accounts for the financial year ended 31 December 2025

The sole shareholder of the Company Aroundtown Finance S.à r.l. decided on 16/04/2026 to allocate the result for the financial year 2025 as follows:

	Total equity before allocation	Allocation	Total equity after allocation
	(EUR)	(EUR)	(EUR)
Result for the financial year 2025	-32,075.38	32,075.38	0.00
Subscribed Capital	12,000.00	0.00	12,000.00
Share premium and similar premiums	150,000.00	0.00	150,000.00
Legal reserve	1,200.00	0.00	1,200.00
Profit or loss brought forward	17,866.53	-32,075.38	-14,208.85
Total	148,991.15	0.00	148,991.15