

TPS EASTERN AFRICA PLC 2025 SUMMARY FINANCIAL RESULTS

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

	2025 KSh's'000	2024 KSh's'000
Revenue from contracts with customers	10,116,746	10,185,868
Other income	320,099	259,820
Inventory expensed	(1,412,282)	(1,471,564)
Employee benefits expense	(2,950,149)	(2,921,753)
Other operating expenses	(3,736,017)	(3,641,899)
Impairment loss – financial assets	(63,865)	35,836
Profit before depreciation, finance income/(costs), results of associates and income tax expense	2,274,532	2,446,308
Depreciation on right of use assets	(85,920)	(86,878)
Depreciation on property and equipment	(627,836)	(582,845)
Finance income – interest income	42,975	47,704
Finance costs – interest expense	(393,819)	(493,931)
Share of (loss)/profit of associates accounted for using the equity accounting method	(36,654)	19,665
Profit before foreign exchange gain and income tax	1,173,278	1,350,023
Net foreign exchange gain*	38,841	654,527
Profit before income tax	1,212,119	2,004,550
Income tax expense	(424,965)	(687,257)
Profit for the year	787,154	1,317,293
Other comprehensive income		
Items that will not be reclassified to profit or loss		
Remeasurement of employment benefits	-	(10,705)
Deferred tax on remeasurement of post-employment	-	3,212
Revaluation on land and buildings	1,549,189	-
Deferred tax on revaluation of land and buildings	(464,757)	-
	1,084,432	(7,493)
Items that are or may be reclassified subsequently to profit or loss		
Exchange differences on translation of foreign operations	82,589	(549,366)
Total other comprehensive income for the year	1,167,021	(556,859)
Total comprehensive income for the year	1,954,175	760,434
Profit attributable to:		
Equity holders of the Company	781,957	1,281,840
Non-controlling interest	5,197	35,453
	787,154	1,317,293
Total comprehensive income attributable to:		
Equity holders of the Company	1,983,678	889,315
Non-controlling interest	(29,503)	(128,881)
Total comprehensive income for the year	1,954,175	760,434
Earnings per share		
Basic and diluted (KSh's per share)	2.77	4.54

* Net foreign exchange gain represents the non-cash unrealised exchange gains arising from the translation of the foreign currency denominated assets and liabilities.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER

	2025 KSh's'000	2024 KSh's'000
Non-current assets		
Property and equipment	15,200,838	13,196,885
Intangible assets	1,271,952	1,271,952
Right of use assets	1,008,127	1,056,998
Investment in associates	825,294	861,948
Deferred income tax asset	11,868	12,295
	18,318,079	16,400,078
Current assets		
Inventories	583,369	560,289
Trade and other receivables	1,238,011	1,454,269
Current income tax	167,387	168,373
Financial asset – fixed deposits	1,152,052	911,570
Cash and cash equivalents	778,621	695,867
	3,919,440	3,790,368
Total assets	22,237,519	20,190,446
Capital and reserves attributable to the Company's equity holders		
Share capital	282,651	282,651
Share premium	6,001,741	6,001,741
Revaluation reserve	3,288,120	2,211,352
Translation reserve	(659,031)	(729,353)
Proposed dividends	98,928	98,928
Retained earnings	3,434,234	2,696,574
	12,446,643	10,561,893
Non-controlling interest	922,389	974,093
Total equity	13,369,032	11,535,986
Non-current liabilities		
Borrowings	1,843,307	2,501,485
Deferred income tax liability	2,650,020	2,070,413
Lease liabilities	1,247,257	1,181,205
Retirement benefit obligations	133,396	117,289
	5,873,980	5,870,392
Current liabilities		
Trade and other payables	2,128,015	2,111,916
Borrowings	678,603	487,913
Lease liabilities	187,889	184,239
	2,994,507	2,784,068
Total current liabilities	2,994,507	2,784,068
Total equity and liabilities	22,237,519	20,190,446

SUMMARY DIRECTORS' REMUNERATION REPORT

During the year 2025 TPS Eastern Africa PLC paid emoluments to Non- Executive directors amounting to KShs 11.45 million (2024: KShs 8.50 million). Emoluments to Executive Directors in the year 2025 was KShs 105.34 million (2024: KShs 124.35 million).

The consolidated financial statements are extracts from the books of accounts of the Group as audited by KPMG Kenya and received unmodified opinions. These were approved by the Board of Directors on 28th April 2026 and signed on its behalf by:

Francis Okomo-Okelo
Chairman

Ashish Sharma
Managing Director

A full copy of the financial statements including explanatory notes are available from our website www.serenahotels.com

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	Share capital KSh's'000	Share premium KSh's'000	Revaluation reserve KSh's'000	Translation reserve KSh's'000	Retained earnings KSh's'000	Proposed dividends KSh's'000	Non-controlling interest KSh's'000	Total KSh's'000
Year ended 31 December 2025								
At start of year	282,651	6,001,741	2,211,352	(729,353)	2,696,574	98,928	974,093	11,535,986
Comprehensive income for the year								
Profit for the period	-	-	-	-	781,957	-	5,197	787,154
Other comprehensive income:								
Currency translation differences	-	-	-	70,322	-	-	12,267	82,589
Revaluation of land and buildings	-	-	1,616,285	-	-	-	(67,096)	1,549,189
Deferred income tax on revaluation of land and buildings	-	-	(484,886)	-	-	-	20,129	(464,757)
Total other comprehensive income	-	-	1,131,399	70,322	-	-	(34,700)	1,167,021
Total profit of the year	-	-	1,131,399	70,322	781,957	-	(29,503)	1,954,175
Transfer of excess depreciation to retained earnings	-	-	(78,044)	-	78,044	-	-	-
Deferred income tax on excess depreciation	-	-	23,413	-	(23,413)	-	-	-
Net transfer of excess depreciation	-	-	(54,631)	-	54,631	-	-	-
Transactions with owners								
Dividends:								
– 2024 approved dividends	-	-	-	-	-	(98,928)	-	(98,928)
– 2025 interim approved dividends	-	-	-	-	-	-	(22,201)	(22,201)
– 2025 proposed dividends	-	-	-	-	(98,928)	98,928	-	-
	-	-	-	-	(98,928)	-	(22,201)	(121,129)
At end of year	282,651	6,001,741	3,288,120	(659,031)	3,434,234	98,928	922,389	13,369,032
Year ended 31 December 2024								
At start of year	282,651	6,001,741	2,266,195	(344,321)	1,466,312	-	1,102,974	10,775,552
Comprehensive income for the year								
Profit for the year	-	-	-	-	1,281,840	-	35,453	1,317,293
Other comprehensive income:								
Currency translation differences	-	-	-	(385,032)	-	-	(164,334)	(549,366)
Remeasurement of post-employment benefits	-	-	(10,705)	-	-	-	-	(10,705)
Deferred tax on remeasurement of post-employment benefits	-	-	3,212	-	-	-	-	3,212
Total other comprehensive income	-	-	(7,493)	(385,032)	-	-	(164,334)	(556,859)
Total comprehensive income for the year	-	-	(7,493)	(385,032)	1,281,840	-	(128,881)	760,434
Transfer of excess depreciation to retained earnings	-	-	(67,643)	-	67,643	-	-	-
Deferred income tax on transfer of excess depreciation to retained earnings	-	-	20,293	-	(20,293)	-	-	-
Net transfer of excess depreciation	-	-	(47,350)	-	47,350	-	-	-
Transactions with owners								
Dividends:								
– proposed for 2024	-	-	-	-	(98,928)	98,928	-	-
	-	-	-	-	(98,928)	98,928	-	-
At end of year	282,651	6,001,741	2,211,352	(729,353)	2,696,574	98,928	974,093	11,535,986

CONSOLIDATED STATEMENT OF CASH FLOWS

	Year ended 31 December	
	2025 KSh's'000	2024 KSh's'000
Operating activities		
Cash generated from operations	2,638,684	2,406,682
Interest received	42,975	47,704
Interest paid	(222,308)	(338,491)
Lease interest paid	(157,311)	(153,485)
Income tax paid	(313,731)	(207,406)
	1,988,309	1,755,004
Investing activities		
Purchase of property and equipment	(1,060,763)	(771,067)
Investment in associates	-	(211)
Proceeds from maturity of fixed deposits	2,375,015	8,264,148
Purchase of financial assets	(2,588,960)	(8,705,330)
Proceeds from disposal of property and equipment	8,931	5,338
	(1,265,777)	(1,207,122)
Financing activities		
Proceeds from long term borrowings	-	113,062
Payments of long-term borrowings	(481,465)	(687,999)
Dividends paid to members	(98,928)	(36,103)
Dividends paid to non-controlling interest	(22,201)	-
Principal lease payments	(41,379)	(40,996)
	(643,973)	(652,036)
Net increase/(decrease) in cash and cash equivalents	78,559	(104,154)
Movement in cash and cash equivalents		
At start of year	695,867	792,524
Increase/(decrease) during the year	78,559	(104,154)
Effect of currency translation differences	4,195	7,497
	778,621	695,867

INDEPENDENT AUDITOR'S REPORT ON THE SUMMARY FINANCIAL STATEMENTS TO THE MEMBERS OF TPS EASTERN AFRICA PLC

Opinion
The summary consolidated financial statements, which comprise the consolidated statement of financial position as at 31 December 2025, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and the summary directors' remuneration report (together "summary consolidated financial statements") are derived from the audited consolidated financial statements and the directors remuneration report of TPS Eastern Africa PLC for the year ended 31 December 2025. In our opinion, the accompanying summary consolidated financial statements are consistent, in all material respects, with the audited consolidated financial statements and directors' remuneration report as at and for the year ended 31 December 2025, in accordance with the Kenyan Companies Act, 2015 and the Capital Markets (Securities) (Public Offers, Listing and Disclosures) Regulations, 2002.

Summary Consolidated Financial Statements
The summary consolidated financial statements do not contain all the disclosures required by IFRS Accounting Standards as issued by International Accounting Standards Board (IFRS Accounting Standards) and the Kenyan Companies Act, 2015. Reading the summary consolidated financial statements and

our report thereon, therefore, is not a substitute for reading the audited consolidated financial statements, directors' remuneration report and our report thereon. The summary consolidated financial statements and the audited consolidated financial statements do not reflect the effects of events that occurred subsequent to the date of our report on the audited consolidated financial statements and directors' remuneration report.

The audited consolidated financial statements, directors' remuneration report and our report thereon
We expressed an unmodified audit opinion on the audited consolidated financial statements and directors' remuneration report in our report dated 28 April 2026. That report also includes the communication of key audit matters. Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements for the current period.

Directors' responsibility for the summary consolidated financial statements
The directors are responsible for the preparation of the summary consolidated financial statements in accordance with the Kenyan Companies Act, 2015 and the Capital Markets (Securities) (Public Offers, Listing and Disclosures) Regulations, 2002.

Auditor's responsibility
Our responsibility is to express an opinion on whether the summary consolidated financial statements are consistent, in all material respects, with the audited consolidated financial statements and directors' remuneration report based on our procedures, which were conducted in accordance with International Standard on Auditing (ISA) 810 (Revised), "Engagements to Report on Summary Financial Statements".

The engagement partner responsible for the audit resulting in this report of the independent auditor on the summary financial statements is FCPA Dr. Alexander Mbai Practising Certificate No. P/2172.

For and on behalf of

KPMG Kenya, Certified Public Accountants
P.O Box 40612-00100
Nairobi

Date: 29 May 2026



UNIQUE CODE: 6104226029

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Fifty-fourth Annual General Meeting of the Company will be held via electronic communication, on Friday 26th June 2026, at 11.00 a.m. to transact the following business:

ORDINARY BUSINESS

1. To confirm the minutes of the Fifty-third Annual General Meeting held on 26th June 2025.
2. To receive, consider and, if thought fit, adopt the accounts for the year ended 31st December 2025, together with the Directors' and Auditors' Reports thereon.
3. To approve payment of a final dividend for 2025 of KShs. 0.35 per share, subject to withholding tax, where applicable, to the Members on the Register at the close of business on 26th June 2026. Payment of the dividend to be made on or about 26th July 2026.
4. To elect Directors:
 - a. Mr. Guedi Ainache retires by rotation in accordance with Articles No. 112, 113 & 114 of the Company's Articles of Association and being eligible, offers himself for re-election.
 - b. Mr. Francis Okomo-Okello retires by rotation in accordance with Articles No. 112, 113 & 114 of the Company's Articles of Association. Special notices have been received by the Company pursuant to section 287 of the Companies Act 2015 and subject to section 131 of the Act that if thought fit, the following resolution be passed:

"That Mr. Francis Okomo-Okello (a Director retiring by rotation) who is over 70 years, be and is hereby re-elected as a Director of the Company".
 - c. Mr. Mahmood Pyarali Manji retires by rotation in accordance with Articles No. 112, 113 & 114 of the Company's Articles of Association. Special notices have been received by the Company pursuant to section 287 of the Companies Act 2015 and subject to section 131 of the Act that if thought fit, the following resolution be passed:

"That Mr. Mahmood Pyarali Manji (a Director retiring by rotation) who is over 70 years, be and is hereby re-elected as a Director of the Company".
5. To approve the Directors' remuneration for 2025.
6. To appoint KPMG Kenya as the Company's Auditors, in accordance with Section 721 (2) of the Companies Act 2015. KPMG Kenya have indicated their willingness to continue in office.
7. To approve the Auditors' remuneration for 2025 and to authorise the Directors to fix the Auditors' remuneration for 2026.
8. To appoint the Board Audit and Risk Committee members which comprises Mr. Mahmood Manji, Mr. Guedi Ainache, Mr. Alkarim Jiwa, Mr. Azizuddin Boolani and Mr. Jean Guyonnet-Duperat in accordance with section 769 (1) of the Companies Act 2015.
9. To transact any other Ordinary Business of an Annual General Meeting.

By Order of the Board.

Dominic K. Ng'ang'a

COMPANY SECRETARY

Dated at Nairobi this 28th April, 2026



SERENA HOTELS

SAFARI LODGES AND CAMPS
HOTELS • RESORTS