



Parent Company Financial Statements

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Parent Company statement of financial position

| 31 December 2025 | Note | 2025 £m | 2024 £m |
|--|------|------------|------------|
| Fixed assets | | | |
| Investments | 3 | 3,294 | 3,251 |
| Current assets | | | |
| Debtors: due after more than one year | 4 | 49 | 42 |
| Debtors: due within one year | 4 | 448 | 168 |
| Current liabilities | | | |
| Creditors: amounts falling due within one year | 7 | (358) | (305) |
| Net current assets/(liabilities) | | 139 | (95) |
| Total assets less current liabilities | | 3,433 | 3,156 |
| Creditors: amounts falling due after one year | 7 | (843) | (1,185) |
| Net assets | | 2,590 | 1,971 |
| Capital and reserves | | | |
| Called up share capital | 9 | 33 | 34 |
| Share premium account | | 75 | 75 |
| Capital redemption reserve | | 13 | 12 |
| Share-based payment reserve | | 557 | 507 |
| Cash flow hedge reserves | 9 | 1 | 6 |
| Profit and loss account | | 1,911 | 1,337 |
| Total equity | | 2,590 | 1,971 |

The Parent Company Financial Statements were approved by the Board on 16 February 2026 and were signed on its behalf by Michael Glover.

Michael Glover
16 February 2026

The profit after tax amounts to £1,454m (2024: £571m).

Registered number 05134420

+ Notes on pages 244 to 248 form an integral part of these Financial Statements.

Parent Company statement of changes in equity

| | Called up share capital £m | Share premium account £m | Capital redemption reserve £m | Share-based payment reserve £m | Cash flow hedge reserves £m | Profit and loss account £m | Total equity £m |
|---|-------------------------------|-----------------------------|----------------------------------|-----------------------------------|--------------------------------|-------------------------------|--------------------|
| At 1 January 2024 | 36 | 75 | 10 | 475 | 1 | 1,600 | 2,197 |
| Profit for the year | - | - | - | - | - | 571 | 571 |
| Other comprehensive income | | | | | | | |
| Items that may be subsequently reclassified to profit or loss: | | | | | | | |
| Losses on cash flow hedges, including related tax charge of £2m | - | - | - | - | (40) | - | (40) |
| Costs of hedging | - | - | - | - | 1 | - | 1 |
| Hedging losses reclassified to financial expenses | - | - | - | - | 44 | - | 44 |
| Total other comprehensive income for the year | - | - | - | - | 5 | - | 5 |
| Total comprehensive income for the year | - | - | - | - | 5 | 571 | 576 |
| Repurchase of shares, including transaction costs | (2) | - | 2 | - | - | (631) | (631) |
| Equity-settled share-based payment cost | - | - | - | 32 | - | - | 32 |
| Equity dividends paid (note 10) | - | - | - | - | - | (203) | (203) |
| At 31 December 2024 | 34 | 75 | 12 | 507 | 6 | 1,337 | 1,971 |
| Profit for the year | - | - | - | - | - | 1,454 | 1,454 |
| Other comprehensive loss | | | | | | | |
| Items that may be subsequently reclassified to profit or loss: | | | | | | | |
| Gains on cash flow hedges, including related tax credit of £2m | - | - | - | - | 9 | - | 9 |
| Costs of hedging | - | - | - | - | 2 | - | 2 |
| Hedging gains reclassified to financial expenses | - | - | - | - | (16) | - | (16) |
| Total other comprehensive loss for the year | - | - | - | - | (5) | - | (5) |
| Total comprehensive income for the year | - | - | - | - | (5) | 1,454 | 1,449 |
| Repurchase of shares, including transaction costs | (1) | - | 1 | - | - | (678) | (678) |
| Equity-settled share-based payment cost | - | - | - | 50 | - | - | 50 |
| Equity dividends paid (note 10) | - | - | - | - | - | (202) | (202) |
| At 31 December 2025 | 33 | 75 | 13 | 557 | 1 | 1,911 | 2,590 |

+ Notes on pages 244 to 248 form an integral part of these Financial Statements.

Notes to the Parent Company Financial Statements

1. Accounting policies

General information

The Parent Company Financial Statements of InterContinental Hotels Group PLC (the 'Company') for the year ended 31 December 2025 were authorised for issue by the Board of Directors on 16 February 2026 and the Parent Company statement of financial position was signed on the Board's behalf by Michael Glover. The Company is a public limited company, limited by shares, incorporated and registered in England and Wales. The registered address is 1 Windsor Dials, Arthur Road, Windsor, Berkshire, SL4 1RS. The Company's ordinary shares are publicly traded on the London Stock Exchange and it is not under the control of any single shareholder. The Company's primary activity is acting as a holding company for the Group's investments.

The Parent Company Financial Statements are presented in sterling and all values are rounded to the nearest million pounds (£m) except when otherwise indicated.

No income statement is presented for the Company as permitted by Section 408 of the Companies Act 2006.

Going concern

The Directors have assessed, in the light of current and anticipated economic conditions, the Company's ability to continue as a going concern. Having considered the going concern status and liquidity of the Group (see page 183), the Directors confirm they have a reasonable expectation that the Company has sufficient resources to continue operating until at least 30 June 2027 and there are no material uncertainties that may cast doubt on the Company's going concern status. Accordingly, they continue to adopt the going concern basis in preparing the Parent Company Financial Statements.

Basis of preparation

The Parent Company Financial Statements have been prepared in accordance with the Companies Act 2006 as applicable to companies using FRS 101. FRS 101 sets out a reduced disclosure framework for a 'qualifying entity' as defined in the standard which addresses the financial reporting requirements and disclosure exemptions in the individual financial statements of qualifying entities that otherwise apply the recognition, measurement and disclosure requirements of UK-adopted IFRSs.

FRS 101 sets out amendments to adopted IFRSs that are necessary to achieve compliance with the Companies Act and related Regulations.

The following disclosures have not been provided as permitted by FRS 101:

- A cash flow statement and related notes as required by IAS 7 'Statement of Cash Flows';
- A comparative period reconciliation for share capital as required by IAS 1 'Presentation of Financial Statements';
- Disclosures in respect of transactions with wholly owned subsidiaries as required by IAS 24 'Related Party Disclosures';
- Disclosures in respect of capital management as required by paragraphs 134 to 136 of IAS 1 'Presentation of Financial Statements';
- The following paragraphs of IAS 1 'Presentation of Financial Statements' (removing the requirement to present):
 - 10(d) (statement of cash flows);
 - 16 (statement of compliance with all IFRS); and
 - 111 (cash flow statement information).
- The effects of new but not yet effective IFRSs as required by paragraphs 30 and 31 of IAS 8 'Accounting Policies, Changes in Accounting Estimates and Errors'; and
- Disclosures in respect of the compensation of key management personnel as required by paragraph 17 of IAS 24 'Related Party Disclosures'.

Where the Consolidated Financial Statements of the Company include the equivalent disclosures, the Company has also taken the exemptions under FRS 101 available in respect of the following disclosures:

- The requirements of paragraphs 45(b) and 46 to 52 of IFRS 2 'Share-based Payment' in respect of group-settled share-based payments; and
- The requirements of paragraphs 91 to 99 of IFRS 13 'Fair Value Measurement' and the disclosures required by IFRS 7 'Financial Instruments: Disclosures'.

The accounting policies set out herein have, unless otherwise stated, been applied consistently to all periods presented in these Financial Statements.

Critical accounting policies and the use of judgements, estimates and assumptions

There are no critical estimates or judgements which are considered to present significant risk of a material adjustment to the Parent Company Financial Statements in the next financial year.

Material accounting policies

Foreign currencies

Transactions in foreign currencies are translated to the Company's functional currency at the exchange rates ruling on the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies are retranslated to the functional currency at the relevant rates of exchange ruling on the last day of the period. Foreign exchange differences arising on translation are recognised in the income statement.

Non-derivative financial instruments

Non-derivative financial instruments comprise investments in equity securities, amounts due from and amounts due to Group undertakings and loans and other borrowings.

1. Accounting policies continued

Investments in equity securities

Investments in subsidiaries are carried at cost plus deemed capital contributions arising from share-based payment transactions less any provision for impairment. The carrying amount is reviewed at each reporting date, including a comparison to the market capitalisation of the Company on 31 December 2025 (£15.9bn) to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. An impairment loss is recognised if the carrying amount of an asset exceeds its estimated recoverable amount. Impairment losses are recognised in the income statement.

Amounts due from Group undertakings

Amounts due from Group undertakings are recognised initially at fair value and subsequently measured at amortised cost using the effective interest rate method less provision for expected credit losses. Allowances for expected credit losses are made based on the risk of non-payment, taking into account ageing, previous experience, economic conditions and forward-looking data. Such allowances are measured as either 12-month expected credit losses or lifetime expected credit losses, depending on changes in the credit quality of the counterparty.

Loans and other borrowings

Loans and other borrowings are initially recognised at the fair value of the consideration received less directly attributable transaction costs. They are subsequently measured at amortised cost. Finance charges, including transaction costs and any discount or premium on issue, are recognised in the income statement using the effective interest rate method.

Borrowings are classified as due after more than one year when there is a right, that has substance, at the reporting date to defer settlement for at least 12 months after the reporting date.

Derivative financial instruments and hedging

Derivatives are initially recognised and subsequently measured at fair value. The subsequent accounting treatment depends on whether the derivative is designated as a hedging instrument and, if so, the nature of the item being hedged.

Changes in the fair value of derivatives which have either not been designated as hedging instruments or relate to the ineffective portion of hedges are recognised immediately in the income statement.

Documentation outlining the measurement and effectiveness of any hedging arrangement is maintained throughout the life of the hedge relationship.

Interest arising from currency derivatives and interest rate swaps is recorded in either financial income or expenses over the term of the agreement, unless the accounting treatment for the hedging relationship requires the interest to be taken to reserves.

Financial instruments are designated as cash flow hedges when they hedge exposure to variability in cash flows that are attributable to either a highly probable forecast transaction or a particular risk associated with a recognised asset or liability.

Changes in the fair value are recorded in other comprehensive income and cash flow hedge reserves to the extent that the hedges are effective. When the hedged item is recognised, the cumulative gains and losses on the related hedging instrument are reclassified to the Parent Company income statement.

Financial guarantee contracts

Guarantees provided by the Company in respect of bonds issued and, when drawn, certain other borrowings incurred by other Group companies, are financial guarantee contracts initially measured at fair value. The carrying value of financial guarantee liabilities is immaterial for all periods presented.

Capital and reserves

Accounting policies relating to capital and reserves, which are also applicable to the Company, can be found on page 193 of the Group Financial Statements.

The share premium account represents the amount of proceeds received for shares in excess of their nominal value.

Share-based payments

The cost of equity-settled share-based payment transactions with employees is measured by reference to fair value at the date at which the right to the shares is granted. Fair value is determined by an external valuer using option pricing models.

The cost of equity-settled share-based payment transactions is recognised, together with a corresponding increase in equity, over the period in which any performance or service conditions are fulfilled, ending on the date on which the relevant employees become fully entitled to the award (vesting date).

Where the Company grants awards over its own shares to the employees of its subsidiaries, it recognises an increase in the cost of investment in its subsidiaries equivalent to the equity-settled share-based payment charge recognised in its Group Financial Statements with the corresponding credit being recognised directly in equity. Any consideration received from subsidiaries in relation to those awards does not represent an increase in the cost of investment.

Notes to the Parent Company Financial Statements continued

2. Directors' remuneration**Average number of Directors**

| | 2025 | 2024 |
|-------------------------|-----------|-----------|
| Non-Executive Directors | 8 | 9 |
| Executive Directors | 2 | 2 |
| | 10 | 11 |

Directors' remuneration

| | 2025 £m | 2024 £m |
|---|------------|------------|
| Base salaries, fees, annual performance payments and benefits | 5.9 | 5.4 |

+ More detailed information on the remuneration including pensions and share awards for each Director is shown in the Directors' Remuneration Report within the 'Single total figure of remuneration' tables for Executive Directors on page 148 and Non-Executive Directors on page 156. Shareholdings for each Director are shown within 'Shares and awards held by Executive Directors at 31 December 2025' for Executive Directors on page 153 and 'Non-Executive Directors' shareholdings' for Non-Executive Directors on page 156.

| | 2025 number | 2024 number |
|--|----------------|----------------|
| Directors in respect of whose qualifying services shares were received or receivable under long-term incentive schemes | 2 | 2 |

3. Investments

| | £m |
|---|--------------|
| Cost and net book value | |
| At 1 January 2024 | 3,227 |
| Share-based payments capital contribution | 24 |
| At 31 December 2024 | 3,251 |
| Share-based payments capital contribution | 43 |
| At 31 December 2025 | 3,294 |

The Company is the beneficial owner of all the equity share capital of InterContinental Hotels Limited, a company registered in England and Wales.

+ A full list of subsidiary and other related undertakings is given in note 32 to the Group Financial Statements.

4. Debtors

| | 2025 £m | 2024 £m |
|--------------------------------------|------------|------------|
| Due after more than one year | | |
| Derivative financial assets (note 6) | 5 | – |
| Deferred tax (note 5) | 44 | 42 |
| | 49 | 42 |
| Due within one year | | |
| Amounts due from Group undertakings | 429 | 155 |
| Current tax | 19 | 13 |
| | 448 | 168 |

5. Deferred tax

| | Losses £m | Currency swaps £m | Total £m |
|-----------------------------------|--------------|-------------------------|-------------|
| At 1 January 2024 | 43 | – | 43 |
| Income statement | 1 | – | 1 |
| Statement of comprehensive income | – | (2) | (2) |
| At 31 December 2024 | 44 | (2) | 42 |
| Statement of comprehensive income | – | 2 | 2 |
| At 31 December 2025 | 44 | – | 44 |

Under UK tax law it is possible to realise certain categories of deferred tax assets, including all those of the Company, against future taxable profits of any other UK entity within the Group. There is an expectation of sufficient future taxable profits within the Group which supports the recognition of the Company's deferred tax asset.

+ More detailed information on the basis for deferred tax recognition is shown within the Group accounting policies and note 8 to the Group Financial Statements on pages 192 and 206.

6. Derivatives financial instruments and hedging

Currency swaps have been transacted to swap the proceeds from the euro bonds to sterling as follows:

| Date of designation | Pay leg | Interest rate | Receive leg | Interest rate | Maturity | Hedged item | Fair value | |
|---------------------|---------|---------------|-------------|---------------|----------|-------------------------|------------|------------|
| | | | | | | | 2025 £m | 2024 £m |
| November 2018 | £436m | 3.493% | €500m | 2.125% | May 2027 | €500m 2.125% bonds 2027 | 5 | (11) |

Hedge ineffectiveness arises where the cumulative change in the fair value of the swaps exceeds the change in fair value of the future cash flows of the bonds. The change in value of the hedged item used as the basis for recognising hedge ineffectiveness for the period was a £14m gain (2024: £28m loss).

7. Creditors

| | 2025 £m | 2024 £m |
|---|------------|--------------|
| Falling due within one year | | |
| Amounts due to Group undertakings | 3 | 1 |
| Current tax payable | 3 | - |
| Loans and other borrowings: | | |
| £300m 3.75% bonds 2025 | - | 304 |
| £350m 2.125% bonds 2026 | 352 | - |
| | 358 | 305 |
| Falling due after one year | | |
| Derivative financial liabilities (note 6) | - | 11 |
| Non-current tax payable | - | 1 |
| Loans and other borrowings: | | |
| £350m 2.125% bonds 2026 | - | 352 |
| €500m 2.125% bonds 2027 | 442 | 420 |
| £400m 3.375% bonds 2028 | 401 | 401 |
| | 843 | 1,185 |

+ More detailed information on loans and other borrowings and derivative financial instruments is shown in notes 21 and 23 respectively to the Group Financial Statements.

8. Employee benefits

Share-based payments

The Company operates the Annual Performance Plan, Long Term Incentive Plan (performance-related awards and restricted stock units) and the Colleague Share Plan.

+ More detailed information on share-based payments is shown in note 27 to the Group Financial Statements.

9. Capital and reserves

Called up share capital

| | Number of shares millions | Equity share capital m |
|---|------------------------------|---------------------------|
| Allotted, called up and fully paid | | |
| At 1 January 2025 (ordinary shares of 20 ³⁴⁰ / _{399p} each) | 165 | 34 |
| Repurchased and cancelled under share repurchase programme | (8) | (1) |
| At 31 December 2025 (ordinary shares of 20³⁴⁰/_{399p} each) | 157 | 33 |

+ More detailed information on authorised share capital and shareholder returns is given in note 28 to the Group Financial Statements.

At 31 December 2025, 5,481,782 shares (2024: 6,241,782) with a nominal value of £1,143,068 (2024: £1,301,545) were held as treasury shares.

In the year ended 31 December 2025, 7.6m shares were repurchased for total consideration of £678m including taxes and transaction costs.

In February 2026, the Board approved a \$950m share buyback programme. A resolution to renew the authority to repurchase shares will be put to shareholders at the AGM on 7 May 2026.

Notes to the Parent Company Financial Statements continued

9. Capital and reserves continued

Cash flow hedge reserves

| | Cash flow hedge reserve £m | Cost of hedging reserve £m | Total £m |
|---|-------------------------------------|-------------------------------------|-------------|
| At 1 January 2024 | 5 | (4) | 1 |
| Costs of hedging deferred and recognised in other comprehensive income | – | 1 | 1 |
| Change in fair value of currency swaps recognised in other comprehensive income | (38) | – | (38) |
| Reclassified from other comprehensive income to profit or loss | 44 | – | 44 |
| Deferred tax | (2) | – | (2) |
| At 31 December 2024 | 9 | (3) | 6 |
| Costs of hedging deferred and recognised in other comprehensive loss | – | 2 | 2 |
| Change in fair value of currency swaps recognised in other comprehensive loss | 7 | – | 7 |
| Reclassified from other comprehensive income to profit or loss | (16) | – | (16) |
| Deferred tax | 2 | – | 2 |
| At 31 December 2025 | 2 | (1) | 1 |

+ More detailed information on derivative financial instruments and hedging is shown in note 23 to the Group Financial Statements.

10. Dividends

| | 2025 | | 2024 | |
|------------------------------------|--------------------|-----|--------------------|-----|
| | pence per share | £m | pence per share | £m |
| Paid during the year | | | | |
| Final (declared for previous year) | 86.0 | 135 | 83.9 | 138 |
| Interim | 43.3 | 67 | 40.8 | 65 |
| | 129.3 | 202 | 124.7 | 203 |

The final dividend in respect of 2025 of 125.9¢ per ordinary share (amounting to approximately \$190m) is proposed for approval at the AGM on 7 May 2026.

11. Contingencies

The following UK subsidiaries will take advantage of the audit exemption set out within Section 479A of the Companies Act 2006 for the year ended 31 December 2025:

| Company name | Company number |
|--|----------------|
| Asia Pacific Holdings Limited | 3941780 |
| Gem Brand Company Limited | 16147706 |
| Hotel InterContinental London (Holdings) Limited | 6451128 |
| Hotel Inter-Continental London Limited | 1036984 |
| IHC May Fair Hotel Limited | 2323039 |
| IHC Overseas (U.K.) Limited | 2322038 |
| IHG PS Nominees Limited | 7092523 |
| InterContinental (PB) 1 | 6724223 |
| InterContinental (PB) 3 Limited | 6947603 |
| SC Leisure Group Limited | 658907 |
| Six Continents Holdings Limited | 3211009 |
| Six Continents Hotels International Limited | 722401 |
| Six Continents Investments Limited | 694156 |
| Six Continents Overseas Holdings Limited | 2661055 |

The Company will guarantee all outstanding liabilities of the above UK subsidiary undertakings as at the balance sheet date in accordance with Section 479C of the Companies Act 2006. The Company has assessed the probability of loss under the guarantees as remote.

At 31 December 2025, the Company has provided a guarantee in respect of €600m, €850m and €750m bonds issued by one of its subsidiaries and maturing in 2029, 2030 and 2031 respectively (2024: €600m and €750m bonds maturing in 2029 and 2031 respectively).