11H | HOTEL GROUP

In compliance with the provisions of Article 227 of the Securities Market Act, approved by Royal Legislative Decree 4/2015, of 23 October, and its complementary regulations, NH Hotel Group, S.A. (hereinafter, "NH Hotel Group" or the "Company") hereby notifies the National Securities Market Commission (*Comisión Nacional del Mercado de Valores*) the following

RELEVANT EVENT

The Company hereby notifies the partial voluntary early redemption, for an aggregate principal amount of EUR 40,000,000 (representing 10% of the original principal amount) of its EUR 400,000,000 Senior Secured Notes due 2023 and admitted to trading in the Euro MTF market of the Luxembourg Stock Exchange (the "Notes"), by way of the pro-rata reduction of the principal amount of all Bonds outstanding.

The redemption of the Notes will occur on 14 December 2018 at a redemption price of approximately 103.760% of the principal amount of the Notes, which comprises (i) 103% of the principal amount on the Notes redeemed, plus (ii) accrued and unpaid interest from but excluding the preceding interest payment date to the redemption date, amounting to approximately 0.760% of the principal amount thereof. The Company will fund the redemption of the Notes with cash in hand.

Attached is the optional redemption notice delivered by the Company today, through the Trustee of the Notes, in accordance with the indenture of the Notes.

Madrid, 3 December 2018

Carlos Ulecia Secretary General









NOTICE OF REDEMPTION

NH Hotel Group, S.A.'s EUR 400,000,000 3.750 per cent. Senior Secured Notes due 2023 ISIN codes: XS1497527736* (Regulation S) and XS1497532652* (Rule 144A)

Common Code: 149752773* (Regulation S) and 149753265* (Rule 144A)

NOTICE OF REDEMPTION DATE: December 14, 2018

NOTICE IS HEREBY GIVEN that, in accordance with Sections 3.03 and 13.01 of the indenture dated as of September 29, 2016 (the "Indenture"), between, among others, the Issuer, BNP Paribas Trust Corporation UK Limited, as trustee and security agent, BNP Paribas Securities Services, Luxembourg Branch, as paying agent, transfer agent and registrar (the "Paying Agent"), pursuant to which the Issuer's EUR 400,000,000 3.750% senior secured notes due 2023 denominated in euros (the "Notes") were issued, the Issuer has elected to redeem (the "Redemption") EUR 40,000,000 in aggregate principal amount (the "Redemption Amount") of the outstanding Notes on December 14, 2018 (the "Redemption Date"). The Notes will be redeemed on a pro rata basis. All capitalized terms used herein and not defined shall have the meanings assigned to such terms in the Indenture.

- 1. The redemption price payment will be made in accordance with Section 3.07(c) (Optional Redemption) of the Indenture. The redemption price (the **"Redemption Price"**) will be equal to:
 - 103% of the principal amount of the Notes to be redeemed; plus
 - accrued and unpaid interest in the aggregate amount of EUR 304,166.67 (EUR 7.60 per EUR 1,000 principal amount of Notes to be redeemed) from (but excluding) the preceding Interest Payment Date to the redemption date,

with no Additional Amounts being payable.

- 2. the record date with respect to the Redemption is December 13, 2018 (the **"Record Date"**).
- 3. The aggregate principal amount of the Notes to be redeemed pursuant to the Redemption is the Redemption Amount. Immediately following the Redemption, the aggregate principal amount of Notes that will remain outstanding will be EUR 356,850,000.
- 4. The Notes must be surrendered to BNP Paribas Securities Services, Luxembourg Branch, as Paying Agent, to collect the Redemption Price. Payment of the Redemption Price will be made on or after the Redemption Date upon presentation and surrender of the Notes (whether by mail, hand only or express delivery only) at the following address:







Santa Engracia, 120, 7 Main Building 28003 Madrid, Spain www.nh-hotels.com



BNP Paribas Securities Services, Luxembourg Branch 60 A venue J .F. Kennedy

Postal address: L-2085 Luxembourg

Fax No.: +352 2696 9757

Attention: Corporate Trust Services

- 5. On the Redemption Date, the Redemption Price will become due and payable upon each Note to be redeemed. Unless the Issuer defaults in paying the Redemption Price, interest and Additional Amounts, if any, on the Notes to be redeemed will cease to accrue on and after the Redemption Date and the only remaining right of Holders will be to receive payment of the Redemption Price in respect of the Redemption Amount.
- 6. The redemption of the Notes is being effected pursuant to Section 3.07(c) (Optional Redemption) of the Indenture, and in accordance with Article 3 (Redemption and Prepayment) of the Indenture.

Madrid, December 3, 2018

Ramón Aragonés Marín Chief Executive Officer

*These Common Code and ISIN numbers are included solely for the convenience of the Holders. Neither the Trustee, the Issuer nor the Paying Agent shall be responsible for the selection or use of any Common Code or ISIN number, nor is any representation made as to its correctness or accuracy on any Note or as referred to in any redemption notice.





