



EAGLE HOSPITALITY TRUST

Comprising:

EAGLE HOSPITALITY REAL ESTATE INVESTMENT TRUST

(a real estate investment trust constituted on 11 April 2019 under the laws of the Republic of Singapore)

EAGLE HOSPITALITY BUSINESS TRUST

(a business trust constituted on 11 April 2019 under the laws of the Republic of Singapore)

Update Announcement #29 – Update on Second Bid Round and Results of Auction of Chapter 11 Properties

1. INTRODUCTION

- 1.1 DBS Trustee Limited, in its capacity as trustee (the “**REIT Trustee**”) of Eagle Hospitality Real Estate Investment Trust (“**EH-REIT**”) wishes to provide an update to stapled securityholders (the “**Stapled Securityholders**”) of Eagle Hospitality Trust (“**EHT**”) on the Second Bid Round and the results of the auction held on 20 May 2021 (the “**Auction**”) in respect of the 15 Chapter 11 Properties¹.
- 1.2 References are also made to (a) the announcement “Update Announcement #25” dated 9 March 2021 (“**Announcement #25**”), and (b) the announcement “Update Announcement #26” dated 29 March 2021 (“**Announcement #26**”, together with Announcement #25, the “**Earlier Announcements**”). Unless otherwise defined, all capitalised terms used and not defined herein shall have the same meanings as given in the Earlier Announcements (as the context requires).

2. UPDATE ON SECOND BID ROUND AND RESULTS OF AUCTION

- 2.1 As mentioned in the Earlier Announcements, the Chapter 11 Property Entities² had entered into the Stalking Horse Agreement with the Stalking Horse Bidder pursuant to which the Stalking Horse Bidder agreed to purchase the Chapter 11 Properties for an aggregate purchase price of US\$470 million (for all 15 of the Chapter 11 Properties) or US\$455 million (for 14 of the Chapter 11 Properties properties, excluding the Queen Mary Long Beach). The Stalking Horse Agreement effectively set the “floor price” for the Chapter 11 Properties, and was subject to higher or better competing bids which could be submitted by other interested parties during the Second Bid Round. Prior to the Auction, the Stalking Horse Bidder determined that it would not purchase the Queen Mary Long Beach.

DBS Bank Ltd. was the sole financial adviser and issue manager for the initial public offering of Eagle Hospitality Trust.

¹ The Chapter 11 Properties are the (a) Doubletree by Hilton Salt Lake City Airport, (b) Hilton Atlanta Northeast, (c) Sheraton Denver Tech Center, (d) Holiday Inn Resort Orlando Suites - Waterpark, (e) Embassy Suites by Hilton Anaheim North, (f) Holiday Inn Denver East - Stapleton, (g) Renaissance Denver Stapleton, (h) Four Points by Sheraton San Jose Airport, (i) Holiday Inn Hotel & Suites Anaheim, (j) Holiday Inn Hotel & Suites San Mateo, (k) Sheraton Pasadena, (l) Crowne Plaza Danbury, (m) Embassy Suites by Hilton Palm Desert, (n) Queen Mary Long Beach and (o) Westin Sacramento.

² The Chapter 11 Property Entities are (a) 5151 Wiley Post Way, Salt Lake City, LLC, (b) Sky Harbor Atlanta Northeast, LLC, (c) Sky Harbor Denver Tech Center, LLC, (d) UCCONT1, LLC, (e) UCF 1, LLC, (f) UCHIDH, LLC, (g) UCRDH, LLC, (h) Urban Commons 4th Street A, LLC, (i) Urban Commons Anaheim HI, LLC, (j) Urban Commons Bayshore A,

- 2.2 Pursuant to the bidding procedures for the Second Bid Round, interested parties had the option of submitting a proposal for (a) the recapitalisation of the Chapter 11 Entities³ pursuant to a Chapter 11 plan or reorganisation or (b) the acquisition of either (i) all 15 Chapter 11 Properties, (ii) all of the 14 Chapter 11 Properties other than the Queen Mary Long Beach, or (iii) one (1) or more of the following seven (7) properties: Sheraton Denver Tech Center, Four Points by Sheraton San Jose Airport, Embassy Suites by Hilton Anaheim North, Doubletree by Hilton Salt Lake City Airport, Hilton Atlanta Northeast, Embassy Suites by Hilton Palm Desert and the Queen Mary Long Beach.
- 2.3 In the Second Bid Round, the Chapter 11 Entities received qualified bids for the following five (5) properties: (a) Sheraton Denver Tech Center, (b) Four Points by Sheraton San Jose Airport, (c) Embassy Suites by Hilton Anaheim North, (d) Doubletree by Hilton Salt Lake City Airport, and (e) Hilton Atlanta Northeast (collectively, the “**Auctioned Properties**”). Accordingly, the Auctioned Properties were put up for auction on 20 May 2021.
- 2.4 As detailed in the table below, the Auction resulted in a US\$24.8 million net increase in the aggregate consideration for the Auctioned Properties:

Auctioned Property	Initial Bid by Stalking Horse Bidder under the Stalking Horse Agreement (US\$'mil)	Successful Bidder / Successful Bid (US\$'mil)	Back-up Bidder / Back-up Bid⁴ (US\$'mil)
Sheraton Denver Tech Center	8.5	Solid Rock Ventures, LLC / 9.2	Stalking Horse Bidder / 8.5
Four Points by Sheraton San Jose Airport	33.5	BPEHT LLC / 41.1	Stalking Horse Bidder / 40.9
Embassy Suites by Hilton Anaheim North	26.0	Stalking Horse Bidder / 33.1	BPEHT LLC / 33.0
Double Tree by Hilton Salt Lake City Airport	27.5	BPEHT LLC / 33.8	Stalking Horse Bidder / 33.6
Hilton Atlanta Northeast	33.0	FullG Capital Ltd. / 38.2	Stalking Horse Bidder / 38.0

- 2.5 The Chapter 11 Entities did not receive any qualified bids for (a) collectively, all of the 15 Chapter 11 Properties, or (b) for the Embassy Suites by Hilton Palm Desert. Accordingly, the Stalking Horse Bidder is deemed the successful bidder of the following nine (9) properties: (a) Holiday Inn Resort Orlando Suites - Waterpark, (b) Holiday Inn Denver East - Stapleton, (c) Renaissance Denver Stapleton, (d) Holiday Inn Hotel & Suites Anaheim, (e) Holiday Inn Hotel

LLC, (k) Urban Commons Cordova A, LLC, (l) Urban Commons Danbury A, LLC, (m) Urban Commons Highway 111 A, LLC, (n) Urban Commons Queensway, LLC and (o) Urban Commons Riverside Blvd., A, LLC.

³ The Chapter 11 Entities are (a) 5151 Wiley Post Way, Salt Lake City, LLC, (b) ASAP Cayman Atlanta Hotel LLC, (c) ASAP Cayman Denver Tech LLC, (d) ASAP Cayman Salt Lake City Hotel LLC, (e) ASAP Salt Lake City Hotel, LLC, (f) Atlanta Hotel Holdings, LLC, (g) CI Hospitality Investment, LLC, (h) Eagle Hospitality Real Estate Investment Trust, (i) EHT Cayman Corp Ltd., (j) Eagle Hospitality Trust S1 Pte. Ltd., (k) Eagle Hospitality Trust S2 Pte. Ltd., (l) EHT US1, Inc., (m) Sky Harbor Atlanta Northeast, LLC, (n) Sky Harbor Denver Holdco, LLC, (o) Sky Harbor Denver Tech Center LLC, (p) UCCONT1, LLC, (q) UCF 1, LLC, (r) UCHIDH, LLC, (s) UCRDH, LLC, (t) Urban Commons 4th Street A, LLC, (u) Urban Commons Anaheim HI, LLC, (v) Urban Commons Bayshore A, LLC, (w) Urban Commons Cordova A, LLC, (x) Urban Commons Danbury A, LLC, (y) Urban Commons Highway 111 A, LLC, (z) Urban Commons Queensway, LLC, (aa) Urban Commons Riverside Blvd., A, LLC, and (bb) USHIL Holdco Member, LLC.

⁴ A back-up bid is the second highest or otherwise best bid received during the Auction. If the proposed sale of the relevant Auctioned Property to the successful bidder is terminated prior to the release of such back-up bid by the Chapter 11 Entities, the back-up bidder shall be deemed to be the successful bidder and shall be obligated to consummate the back-up bid as if it were the successful bidder.

& Suites San Mateo, (f) Sheraton Pasadena, (g) Crowne Plaza Danbury, (h) Embassy Suites by Hilton Palm Desert, and (i) Westin Sacramento (collectively, the “**Non-Auctioned Properties**”). The Non-Auctioned Properties have an aggregate purchase price of US\$326.5 million in accordance with the terms of the Stalking Horse Agreement.

- 2.6 The Chapter 11 Entities did not receive any qualified bids for the Queen Mary Long Beach and, accordingly, no auction took place in respect of such property.
- 2.7 Following the Auction, the aggregate purchase price payable by the respective successful bidders for the fourteen (14) Chapter 11 Properties (excluding the Queen Mary Long Beach) is US\$481.9 million, which represents a US\$24.8 million net increase in the aggregate consideration for such 14 Chapter 11 Properties (excluding the Queen Mary Long Beach) from the Stalking Horse Bid.
- 2.8 As stated in the Earlier Announcements, the successful bids and back-up bids at the Auction for the Auctioned Properties and the purchase by the Stalking Horse Bidder of the Non-Auctioned Properties are subject to approval by the United States Bankruptcy Court at a hearing which is currently scheduled for 28 May 2021 (the “**Sale Hearing**”).
- 2.9 Upon the approval of the sale of the Auctioned Properties and the Non-Auctioned Properties by the United States Bankruptcy Court at the Sale Hearing and the completion of such sale, the properties remaining in EHT’s portfolio are the Queen Mary Long Beach, Delta Woodbridge, Hilton Houston Galleria Area and Crowne Plaza Dallas Near Galleria-Addison. The REIT Trustee, with the assistance of its professional advisers, will continue to explore all available options to EHT in respect of these properties, in the interests of all stakeholders.

3. OTHER UPDATES IN RELATION TO SECOND BID ROUND AND AUCTION – CONSTELLATION’S MOTION TO SHORTEN DENIED

- 3.1 In connection with the Second Bid Round and the Auction, Constellation Hospitality Group, LLC (“**Constellation**”), on behalf of itself and a group of its investors, including Howard Wu and Taylor Woods (being the individuals who own the Sponsor of EHT), filed a motion on 19 May 2021 (the “**Extension Motion**”) with the United States Bankruptcy Court on an emergency basis for entry of an order to, *inter alia*, extend certain sale-related deadlines in respect of the Second Bid Round and the Auction. As stated in Constellation’s Extension Motion, Constellation had submitted a Chapter 11 plan bid, being an offer to purchase 100% of the equity interests in EHT US1, Inc. (which is a Chapter 11 Entity) and to which Constellation had assigned a value of up to US\$470 million. The REIT Trustee, with the assistance of its professional advisers, gave due and careful consideration to Constellation’s Chapter 11 plan bid in the same manner as all other bids received under the Second Bid Round, and identified numerous shortfalls in relation to Constellation’s bid that required further clarification and corrections in order to make such bid a qualified bid. However, the required clarifications and corrections, including the required deposit, were never received.
- 3.2 Constellation filed the Extension Motion to request that the United States Bankruptcy Court extend the deadline for the submission of qualified bids under the Second Bid Round, the dates of the Auction and the Sale Hearing and other related deadlines by at least two (2) weeks to allow Constellation sufficient time to rectify concerns regarding its bid in order for it to be considered as a qualified bid under the Second Bid Round.
- 3.3 In addition, Constellation also filed a motion (the “**Motion to Shorten**”) on 19 May 2021 with the United States Bankruptcy Court pursuant to which Constellation sought to schedule a hearing on the Extension Motion to be held as soon as possible, but preferably in advance of the Auction.
- 3.4 Also on 19 May 2021, the United States Bankruptcy Court entered an order denying the Motion to Shorten on the ground that Constellation has not established sufficient cause to justify the relief requested in the Motion to Shorten. Accordingly, the Auction proceeded as scheduled on 20 May 2021.

The REIT Trustee will update Stapled Securityholders of any material developments in respect of the abovementioned matters as and when appropriate.

Stapled Securityholders are advised to read this Announcement issued by the REIT Trustee and any further announcements by the REIT Trustee carefully. Stapled Securityholders should note that there is no certainty or assurance that there will be a restructuring and/or reorganisation under Chapter 11 or that Stapled Securityholders will receive any value in the event of a disposal of EHT's properties whether pursuant to the Chapter 11 cases and/or the Section 363 sale process, a foreclosure sale or otherwise. Stapled Securityholders should consult their stockbrokers, bank managers, solicitors or other professional advisers if they have any doubt about the actions they should take.

Issued by:

DBS Trustee Limited
(Company Registration No.: 197502043G)
as trustee of Eagle Hospitality Real Estate Investment Trust

Date: 24 May 2021

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