

Registre de Commerce et des Sociétés

Numéro RCS : B184137

Référence de dépôt : L160173479

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RCSL Nr. : B184137

Matricule : 2013 2465 488

eCDF entry date : 13/09/2016

BALANCE SHEET**Financial year from** ⁰¹ 01/01/2015 **to** ⁰² 31/12/2015 (in ⁰³ EUR)

CONSTELLATION HOTELS HOLDING GP S.à r.l.

15, boulevard Roosevelt
L-2450 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 _____	109 100,00	110 100,00
I. Intangible fixed assets	1111 _____	111 _____	112 _____
1. Research and development costs	1113 _____	113 _____	114 _____
2. Concessions, patents, licences, trade marks and similar rights and assets, if they were	1115 _____	115 _____	116 _____
a) acquired for valuable consideration and need not be shown under C.I.3	1117 _____	117 _____	118 _____
b) created by the undertaking itself	1119 _____	119 _____	120 _____
3. Goodwill, to the extent that it was acquired for valuable consideration	1121 _____	121 _____	122 _____
4. Payments on account and intangible fixed assets under development	1123 _____	123 _____	124 _____
II. Tangible fixed assets	1125 _____	125 _____	126 _____
1. Land and buildings	1127 _____	127 _____	128 _____
2. Plant and machinery	1129 _____	129 _____	130 _____

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

	Reference(s)	Current year	Previous year
3. Other fixtures and fittings, tools and equipment	1131 _____	131 _____	132 _____
4. Payments on account and tangible fixed assets under development	1133 _____	133 _____	134 _____
III. Financial fixed assets	1135 _____	135 <u>100,00</u>	136 <u>100,00</u>
1. Shares in affiliated undertakings	1137 _____	137 <u>100,00</u>	138 <u>100,00</u>
2. Amounts owed by affiliated undertakings	1139 _____	139 _____	140 _____
3. Shares in undertakings with which the undertaking is linked by virtue of participating interests	1141 _____	141 _____	142 _____
4. Amounts owed by undertakings with which the undertaking is linked by virtue of participating interests	1143 _____	143 _____	144 _____
5. Securities and other financial instruments held as fixed assets	1145 _____	145 _____	146 _____
6. Loans and claims held as fixed assets	1147 _____	147 _____	148 _____
7. Own shares or own corporate units	1149 _____	149 _____	150 _____
D. Current assets	1151 _____	151 <u>23.387,87</u>	152 <u>21.499,82</u>
I. Inventories	1153 _____	153 _____	154 _____
1. Raw materials and consumables	1155 _____	155 _____	156 _____
2. Work and contracts in progress	1157 _____	157 _____	158 _____
3. Finished goods and merchandise	1159 _____	159 _____	160 _____
4. Payments on account	1161 _____	161 _____	162 _____
II. Debtors	1163 _____	163 <u>23.387,87</u>	164 <u>21.499,82</u>
1. Trade receivables	1165 _____	165 <u>18.820,57</u>	166 <u>18.824,82</u>
a) becoming due and payable within one year	1167 _____	167 <u>18.820,57</u>	168 <u>18.824,82</u>
b) becoming due and payable after more than one year	1169 _____	169 _____	170 _____
2. Amounts owed by affiliated undertakings	1171 _____	171 _____	172 _____
a) becoming due and payable within one year	1173 _____	173 _____	174 _____
b) becoming due and payable after more than one year	1175 _____	175 _____	176 _____
3. Amounts owed by undertakings with which the undertaking is linked by virtue of participating interests	1177 _____	177 _____	178 _____
a) becoming due and payable within one year	1179 _____	179 _____	180 _____
b) becoming due and payable after more than one year	1181 _____	181 _____	182 _____

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	Reference(s)	Current year	Previous year
4. Other receivables	1183 _____	183 <u>4.567,30</u>	184 <u>2.675,00</u>
a) becoming due and payable within one year	1185 _____	185 <u>4.567,30</u>	186 <u>2.675,00</u>
b) becoming due and payable after more than one year	1187 _____	187 _____	188 _____
III. Transferable securities and other financial instruments	1189 _____	189 _____	190 _____
1. Shares in affiliated undertakings and in undertakings with which the undertaking is linked by virtue of participating interests	1191 _____	191 _____	192 _____
2. Own shares or own corporate units	1193 _____	193 _____	194 _____
3. Other transferable securities and other financial instruments	1195 _____	195 _____	196 _____
IV. Cash at bank, cash in postal cheque accounts, cheques and cash in hand	1197 _____	197 _____	198 _____
E. Prepayments	1199 _____	199 <u>11.468,50</u>	200 <u>11.468,50</u>
TOTAL (ASSETS)		201 <u>34.956,37</u>	202 <u>33.068,32</u>

LIABILITIES

	Reference(s)	Current year	Previous year
A. Capital and reserves			
	1301	301 <u>-27.536,63</u>	302 <u>-13.693,93</u>
I. Subscribed capital	1303	303 <u>12.500,00</u>	304 <u>12.500,00</u>
II. Share premium and similar premiums	1305	305	306
III. Revaluation reserves	1307	307	308
IV. Reserves	1309	309	310
1. Legal reserve	1311	311	312
2. Reserve for own shares or own corporate units	1313	313	314
3. Reserves provided for by the articles of association	1315	315	316
4. Other reserves	1317	317	318
V. Profit or loss brought forward	1319	319 <u>-26.193,93</u>	320
VI. Profit or loss for the financial year	1321	321 <u>-13.842,70</u>	322 <u>-26.193,93</u>
VII. Interim dividends	1323	323	324
VIII. Capital investment subsidies	1325	325	326
IX. Temporarily not taxable capital gains	1327	327	328
B. Subordinated debts	1329	329	330
1. Convertible loans	1413	413	414
a) becoming due and payable within one year	1415	415	416
b) becoming due and payable after more than one year	1417	417	418
2. Non convertible loans	1419	419	420
a) becoming due and payable within one year	1421	421	422
b) becoming due and payable after more than one year	1423	423	424
C. Provisions	1331	331 <u>292,50</u>	332 <u>234,00</u>
1. Provisions for pensions and similar obligations	1333	333	334
2. Provisions for taxation	1335	335	336
3. Other provisions	1337	337 <u>292,50</u>	338 <u>234,00</u>
D. Non subordinated debts	1339	339 <u>62.200,50</u>	340 <u>46.528,25</u>
1. Debenture loans	1341	341	342
a) Convertible loans	1343	343	344
i) becoming due and payable within one year	1345	345	346
ii) becoming due and payable after more than one year	1347	347	348

	Reference(s)	Current year	Previous year
b) Non convertible loans	1349 _____	349 _____	350 _____
i) becoming due and payable within one year	1351 _____	351 _____	352 _____
ii) becoming due and payable after more than one year	1353 _____	353 _____	354 _____
2. Amounts owed to credit institutions	1355 _____	355 _____	356 _____
a) becoming due and payable within one year	1357 _____	357 _____	358 _____
b) becoming due and payable after more than one year	1359 _____	359 _____	360 _____
3. Payments received on account of orders as far as they are not deducted distinctly from inventories	1361 _____	361 _____	362 _____
a) becoming due and payable within one year	1363 _____	363 _____	364 _____
b) becoming due and payable after more than one year	1365 _____	365 _____	366 _____
4. Trade creditors	1367 _____	367 _____	368 _____
a) becoming due and payable within one year	1369 _____	369 _____	370 _____
b) becoming due and payable after more than one year	1371 _____	371 _____	372 _____
5. Bills of exchange payable	1373 _____	373 _____	374 _____
a) becoming due and payable within one year	1375 _____	375 _____	376 _____
b) becoming due and payable after more than one year	1377 _____	377 _____	378 _____
6. Amounts owed to affiliated undertakings	1379 _____	379 _____	380 _____
a) becoming due and payable within one year	1381 _____	381 _____	382 _____
b) becoming due and payable after more than one year	1383 _____	383 _____	384 _____
7. Amounts owed to undertakings with which the undertaking is linked by virtue of participating interests	1385 _____	385 _____ <u>43.250,50</u>	386 _____ <u>27.018,25</u>
a) becoming due and payable within one year	1387 _____	387 _____ <u>43.250,50</u>	388 _____ <u>27.018,25</u>
b) becoming due and payable after more than one year	1389 _____	389 _____	390 _____
8. Tax and social security debts	1391 _____	391 _____	392 _____ <u>560,00</u>
a) Tax debts	1393 _____	393 _____	394 _____ <u>560,00</u>
b) Social security debts	1395 _____	395 _____	396 _____

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	Reference(s)	Current year	Previous year
9. Other creditors	1397 _____	397 <u>18.950,00</u>	398 <u>18.950,00</u>
a) becoming due and payable within one year	1399 _____	399 <u>18.950,00</u>	400 <u>18.950,00</u>
b) becoming due and payable after more than one year	1401 _____	401 _____	402 _____
E. Deferred income	1403 _____	403 _____	404 _____
	TOTAL (LIABILITIES)	405 <u>34.956,37</u>	406 <u>33.068,32</u>

PROFIT AND LOSS ACCOUNT**Financial year from** ⁰¹ 01/01/2015 **to** ⁰² 31/12/2015 (in ⁰³ EUR)

CONSTELLATION HOTELS HOLDING GP S.à r.l.

15, boulevard Roosevelt
L-2450 Luxembourg**A. CHARGES**

	Reference(s)	Current year	Previous year
1. Use of merchandise, raw materials and consumable materials	1601 _____	601 _____	602 _____
2. Other external charges	1603 _____	603 <u>13.167,00</u>	604 <u>24.482,93</u>
3. Staff costs	1605 _____	605 _____	606 _____
a) Salaries and wages	1607 _____	607 _____	608 _____
b) Social security on salaries and wages	1609 _____	609 _____	610 _____
c) Supplementary pension costs	1611 _____	611 _____	612 _____
d) Other social costs	1613 _____	613 _____	614 _____
4. Value adjustments	1615 _____	615 _____	616 _____
a) on formation expenses and on tangible and intangible fixed assets	1617 _____	617 _____	618 _____
b) on current assets	1619 _____	619 _____	620 _____
5. Other operating charges	1621 _____	621 <u>362,50</u>	622 <u>584,00</u>
6. Value adjustments and fair value adjustments on financial fixed assets	1623 _____	623 _____	624 _____
7. Value adjustments and fair value adjustments on financial current assets. Loss on disposal of transferable securities	1625 _____	625 _____	626 _____
8. Interest and other financial charges	1627 _____	627 _____	628 _____
a) concerning affiliated undertakings	1629 _____	629 _____	630 _____
b) other interest and similar financial charges	1631 _____	631 _____	632 _____

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	Reference(s)	Current year	Previous year
9. Share of losses of undertakings accounted for under the equity method	1649 _____	649 _____	650 _____
10. Extraordinary charges	1633 _____	633 _____ <u>32,00</u>	634 _____ <u>32,00</u>
11. Income tax	1635 _____	635 _____ <u>535,00</u>	636 _____ <u>1.070,00</u>
12. Other taxes not included in the previous caption	1637 _____	637 _____ <u>25,00</u>	638 _____ <u>25,00</u>
13. Profit for the financial year	1639 _____	639 _____ <u>0,00</u>	640 _____ <u>0,00</u>
TOTAL CHARGES		641 _____ <u>14.121,50</u>	642 _____ <u>26.193,93</u>

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B. INCOME

	Reference(s)	Current year	Previous year
1. Net turnover	1701 _____	701 _____	702 _____
2. Change in inventories of finished goods and of work and contracts in progress	1703 _____	703 _____	704 _____
3. Fixed assets under development	1705 _____	705 _____	706 _____
4. Reversal of value adjustments	1707 _____	707 _____	708 _____
a) on formation expenses and on tangible and intangible fixed assets	1709 _____	709 _____	710 _____
b) on current assets	1711 _____	711 _____	712 _____
5. Other operating income	1713 _____	713 <u>234,00</u>	714 _____
6. Income from financial fixed assets	1715 _____	715 _____	716 _____
a) derived from affiliated undertakings	1717 _____	717 _____	718 _____
b) other income from participating interests	1719 _____	719 _____	720 _____
7. Income from financial current assets	1721 _____	721 _____	722 _____
a) derived from affiliated undertakings	1723 _____	723 _____	724 _____
b) other income from financial current assets	1725 _____	725 _____	726 _____
8. Other interest and other financial income	1727 _____	727 _____	728 _____
a) derived from affiliated undertakings	1729 _____	729 _____	730 _____
b) other interest and similar financial income	1731 _____	731 _____	732 _____
9. Share of profits of undertakings accounted for under the equity method	1745 _____	745 _____	746 _____
10. Extraordinary income	1733 _____	733 <u>44,80</u>	734 _____
13. Loss for the financial year	1735 _____	735 <u>13.842,70</u>	736 <u>26.193,93</u>
TOTAL INCOME		737 <u>14.121,50</u>	738 <u>26.193,93</u>

CONSTELLATION HOTELS HOLDING GP S.à r.l.

Private Limited Liability Company

Registered office: 15, boulevard Roosevelt L-2450 LUXEMBOURG**R.C.S. LUXEMBOURG B-184.137**

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NOTES TO THE ANNUAL ACCOUNTS**AS OF 31 DECEMBER 2015****I. GENERAL BACKGROUND**

The company was incorporated in Luxembourg on 31 December 2013, as a private limited liability company under the name of CONSTELLATION HOTELS HOLDING GP S.à r.l.

The registered office of the company is located in L-Luxembourg.

The first financial year runs from the date of incorporation and ends on the 31 December 2014.

The company may carry out all transactions relating directly or indirectly to the taking of participating interests in whatsoever form, in any enterprise in the form of a public limited liability company or of a private liability company, as well as the administration, management, control and development of such participations.

The company may also act as general partner of, and take general partner interests in any Luxembourg partnership limited by shares ("sociétés en commandite par actions"). Specifically the company may subscribe "unlimited shares" in "CONSTELLATION HOTELS HOLDING LTD S.C.A." and act as general partner of "CONSTELLATION HOTELS HOLDING LTD S.C.A."

The company may carry out any commercial, industrial or financial operations, any transactions in respect of real estate or moveable property, which the company may deem useful to the accomplishment of its purposes.

In particular the company may use its funds for the creation, management, development and the disposal of a portfolio comprising all types of transferable securities or patents of whatever origin, take part in the creation, development and control of all enterprises, acquire all securities and patents, either by way of contribution, subscription, purchase or otherwise, option, as well as realize them by sale, transfer, exchange or otherwise.

The company may borrow in any form except by way of public offer. It may issue by way of private placement only, notes, bonds and debentures and any kind of debt and/or equity securities. The company may lend funds including, without limitation, the proceeds of any borrowing and/or issues of debt securities to its subsidiaries, affiliated companies and/or to any other company. It may also give guarantees and pledge, transfer, encumber or otherwise create and grant security over all or over some of its assets to guarantee its own obligations and undertakings and/or obligations and understandings of any other company and, generally, for its own benefit and/or the benefit of any other company or person.

The company may also proceed with the acquisition, management, development, sale and rental of any real estate, whether furnished or not, and in general, carry out all real estate operations with the exception of those reserved to a dealer in real estate and those concerning the placement and management of money. In general, the company may carry out any patrimonial, moveable, immovable, commercial, industrial or financial activity as well as all transactions that aim to promote and facilitate directly or indirectly the accomplishment and development of its purpose.

II. ACCOUNTING PRINCIPLES

The annual accounts of the company have been set up according to legal prescriptions and to generally accepted accounting principals.

The books of the company are kept in euros (EUR) and the annual accounts are expressed in this currency.

Operations which are done in a different currency than the balance sheet currency are converted in the balance sheet currency at the rate of exchange applicable at the date of operation.

At closing date :

- the acquisition of investments expressed in another currency than the balance sheet currency remains converted at the historical rate of exchange;
- all other assets expressed in another currency than the balance sheet currency are evaluated separately either at their acquisition costs or at closing rate of exchange which ever value is lowest;
- all liabilities expressed in another currency than the balance sheet currency are evaluated separately either at their acquisition costs or at closing rate of exchange, which ever value is highest.

Thus, all realised and unrealised exchange losses and only realised exchange profits are registered in the profit and loss account.

The financial assets are recorded at their acquisition cost. A value adjustment is recorded if the expected realization value is permanently lower than acquisition costs.

At closing date of every exercise, reserves are established to cover all the risks and predictable charges. Reserves concerning the previous exercises are regularly revised and taken back in result if they became groundless.

In conformity with Luxembourg laws, the company does not have to draw up consolidated annual accounts and a consolidated annual managing report.

III. SHARE CAPITAL

The subscribed capital of the company amounts to EUR 12.500,00 represented by 12.500 shares ("parts sociales"), each with a par value of EUR 1,00 and fully paid in.

IV. LEGAL RESERVE

According to the provisions of the Luxembourg law of August 10th, 1015 on commercial companies, an appropriation of at least 5% of net profit for the year must be made annually to the legal reserve until this reserve reaches 10% of subscribed capital.

The legal reserve may not be distributed.

V. INFORMATION ON OFF-BALANCE SHEET POSITIONS

On balance sheet date, the company has no off-balance sheet commitments.

VI. ALLOCATION OF THE RESULT 2015

Proposition of the board of the managers:

Result of the year: (EUR 13.842,70)

Result to bring forward: (EUR 13.842,70)

The Sole Shareholder has decided to carry forward the loss 2015 amounting to EUR 13.842,70.

VII. MANAGERS

CATEGORY A MANAGERS:

- H.E. Sheikh Hamad bin Jassim bin Jabr AL-THANI, businessman, residing in DOHA (QATAR)

CATEGORY B MANAGERS:

- Mr. Jean FABER, bachelor of economics, professionally residing in L-LUXEMBOURG

VIII. ADVANCES AND LOANS GRANTED TO THE MEMBERS OF THE MANAGERIAL BODY

No advance and no loan were credited during the year 2015 to the members of the said body.

