

En cumplimiento de lo establecido en el artículo 82 de la Ley 24/1988, de 28 de Julio, del Mercado de Valores, y en sus disposiciones complementarias, NH HOTELES, S.A. (en adelante, "NH Hoteles" o la "Sociedad") pone en conocimiento de la Comisión Nacional del Mercado de Valores el siguiente:

HECHO RELEVANTE

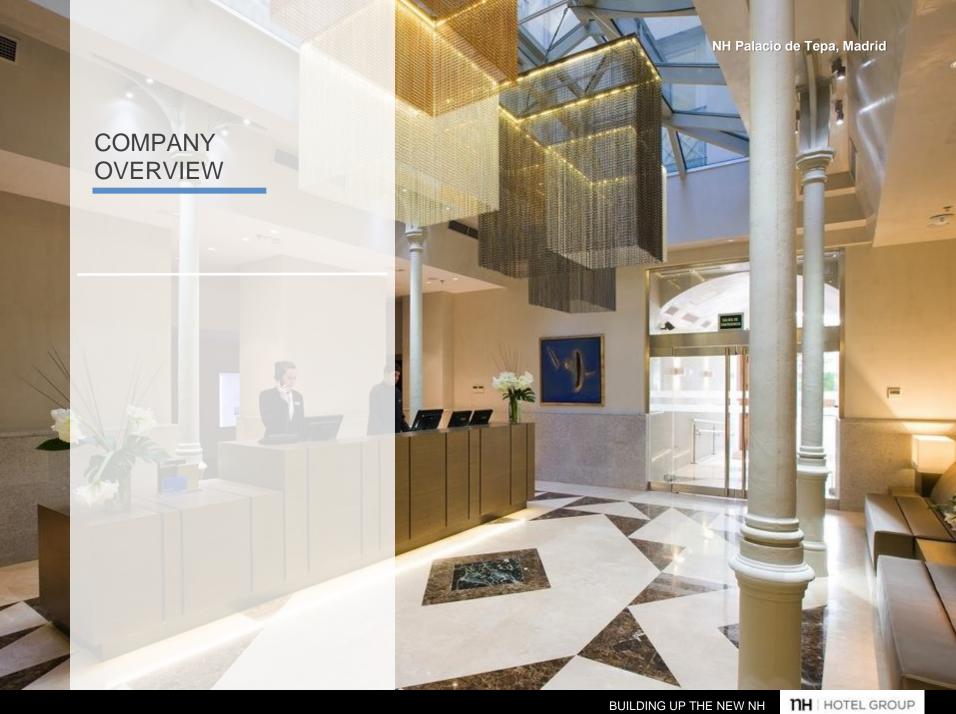
La Compañía remite presentación, en la que informa, entre otros aspectos, de las líneas maestras de su plan estratégico.

Madrid, 15 de octubre de 2013

Carlos Ulecia Secretario General







1. NH HOTELS BUSINESS PROFILE AT A GLANCE

Business description

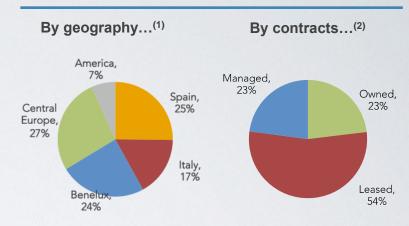
- 5th largest hotel brand in Europe and one of the Top 25 chains worldwide
- 383 hotels (owned, leased and managed) with 57,846 rooms in 26 countries
- NH Hotels is listed on the Madrid Stock Exchange with a market cap of €1.3bn

Consolidated Recurrent Financials

	2007	2008	2009	2010	2011	2012
Revenues	1,396	1,423	1,191	1,293	1,339	1,288
GOP	474	484	348	410	450	412
%	34%	34%	29%	32%	34%	32%
Hotels EBITDA	232	218	76	142	162	119
Real Estate	24	12	3	-3	2	-1
Total EBITDA	256	231	79	139	164	118

¹ As of December 2012

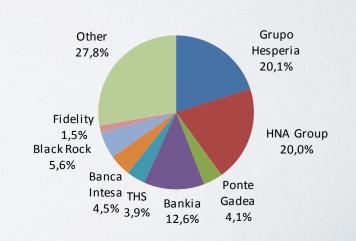
Operating breakdown



Net turnover: €1,288mm No of rooms: 57,846

Shareholder structure³

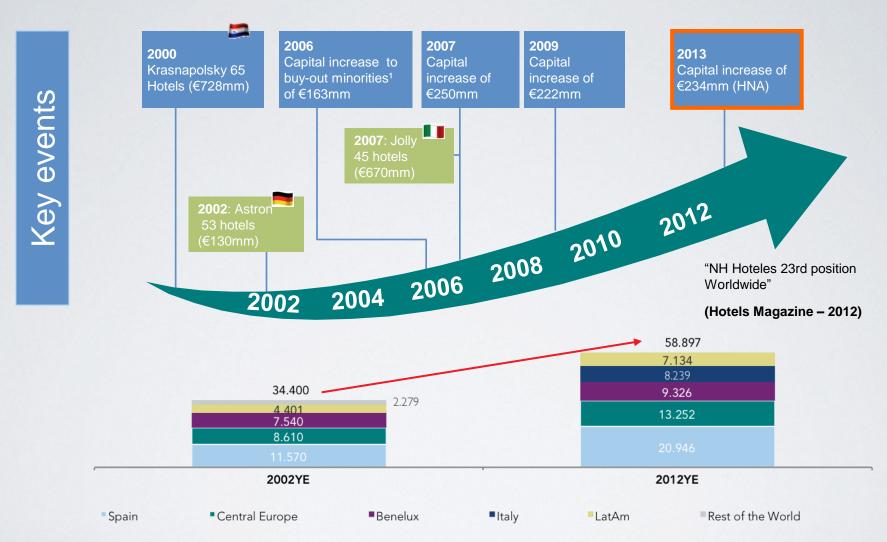
BUILDING UP THE NEW NH



² As of September 2013

³ As of October, 2013

2. NH HOTELS CORPORATE HISTORY OVER LAST DECADE



Global player through organic growth and strategic acquisitions

Source: Company information

¹ LatAm and Sotogrande minorities

3. FOCUS ON EUROPE AND URBAN CITIES

	Spain	Italy	Central Europe ¹	Benelux ²	America .
Nº of hotels	168	50	77	53	35
Total no of rooms	19,979	8,085	13,494	9,326	6,962
Nº of rooms in key cities	Madrid: 4,951 Barcelona: 3,372	Milan: 2,157 Rome: 1,151	Berlin: 1,844 Frankfurt: 1,273 Munich: 1,127	Amsterdam: 2,807 Brussels: 1,135	Buenos Aires: 1,210 Mexico City: 1,088
Ranking ³	# 2 in Spain	# 2 in Italy	# 5 in Germany	in Holland in Belgium	# 2 in Argentina
Brand awareness	# 1 in Spain	# 5 in Italy	in Germany	# 5 in Benelux	

NHH is 5th largest hotel chain in Europe and Top-25 largest hotel chain worldwide

As of September 2012;

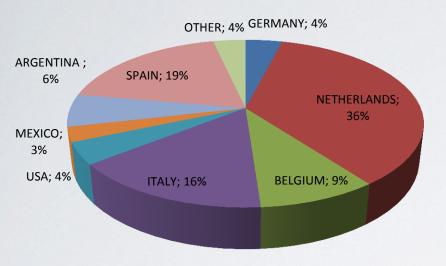
¹ Business Unit includes Germany, Austria, Switzerland, Czech Republic, Romania, Hungary, Slovakia, Poland

² Benelux division comprises the Netherlands, Belgium, France, United Kingdom, South Africa, Luxembourg

³ Based on number of rooms (2012 data; Italy and Holland 2011 data)

4. SIGNIFICANT ASSET VALUE UNDERPINNING BUSINESS

Owned hotels' value distribution (*)



Value of **owned hotels assets**: €1,400 - 1,600 million. This amount does not include the additional value of leased and managed hotels nor Sotogrande Real Estate

Out of the 82 properties, total capital invested in Spain is limited to 16 hotels



NH Barbizon Palace (Amsterdam) Valuation: €93mm

No of rooms: 274



NH Jolly Madison Towers (New York) Valuation: €65mm

No of rooms: 242



NH Eurobuilding (Madrid) Valuation: €75mm

No of rooms: 440

^(*) Valuation American Appraisal June 2013 & Internal Values

5. PLUS HIDDEN VALUE IN SOTOGRANDE



NH HOTELES OWNS 98% OF SOTOGRANDE

- Spain: 420 hectares of land with more than 630,000 sqm of buildable area
- International: 676 hectares in Mexico (35.5% ownership) and 25 hectares in the Dominican Republic (25% ownership)
- Donnafugata Golf Resort & Spa opened in July 2010 (88.8%)

IMPACT ON NH AS OF DEC. 2012

- Sotogrande's Book value for NH: €251M
- Debt (bank debt + NH loan): €99M

PRE-TAX MARKET VALUE CONSIDERATIONS (American Appraisal June 2013 and adjusted by % ownership):

- Real estate inventories (Cadiz): €215,9m
- Other Tourist Assets (hotels and golf courses, Cadiz): €41,2m
- Development in Mexico (Sotolindo) €88,4m + Dominican Republic (Sotogrande at Cap Cana): €31,5m = €119,9m
- Donnafugata Golf Resort & Spa: €16.7m





6. INCREASINGLY ASSET-LIGHT MODEL BY PORTFOLIO MANAGEMENT

Operating asset model breakdown

Significant increase in hotel management agreements





N. of rooms: 57,846

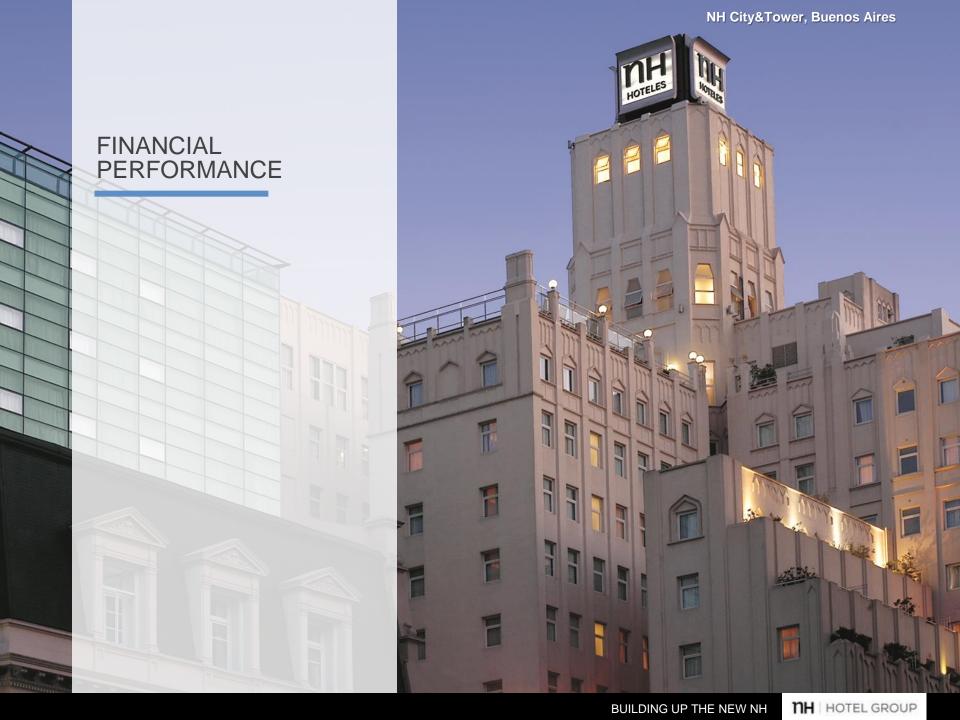
Successful lease termination and renegotiation

During 2012, NH Hotels terminated 3 leases and renegotiated 44, resulting in rental expense reduction of approx. €9 million, of which €5 million consisted of temporary discount

During the first nine months NH Hotels terminated 8 leases and renegotiated 43 lease contracts, resulting in rental expense reduction of approx. €15 million, of which €7 million consisted of temporary discount

Company historically managed to obtain these savings at modest costs: up to September, NH Hotels paid €5 million for termination of lease agreements

^{*} o/w c. 10% has a variable component



1. KEY PERFORMANCE INDICATORS OF NH HOTELS 2007-2012

Consolidated Average Rooms⁽¹⁾



ADR (€/night) (1)



Source: Company information

Note: Consolidated operating metrics as reported on results publication

¹ Consolidated KPIs

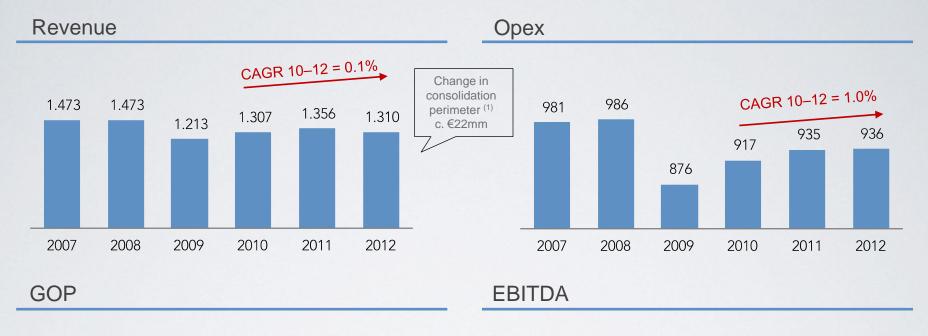
Occupancy (1)

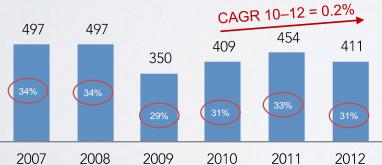


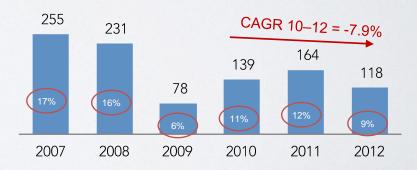
RevPaR (€/room) (1)



2. CONSOLIDATED RECURRENT FIGURES OF NH HOTELS 2007-2012 (€mm)





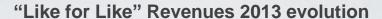


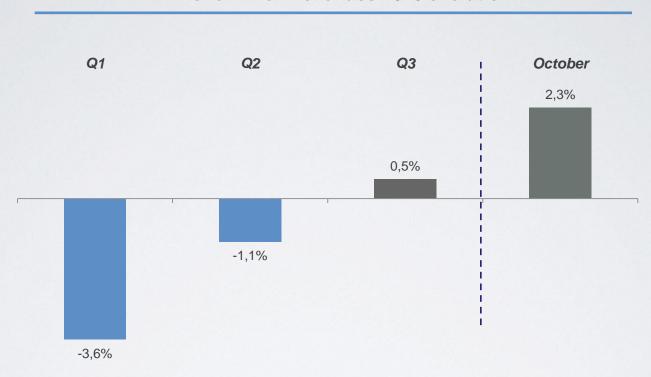
Source: Company information

Note: Consolidated recurrent operating metrics as reported on every fiscal year

¹⁾ Based on 2012 recurrent revenue adjusted for c. €22mm decrease associated with termination of lease agreements of 3 hotels in 2012 and disposal of NH Ligure and Jolly Lotti Hotel each in 2011

3. IMPROVING TRADING ENVIRONMENT

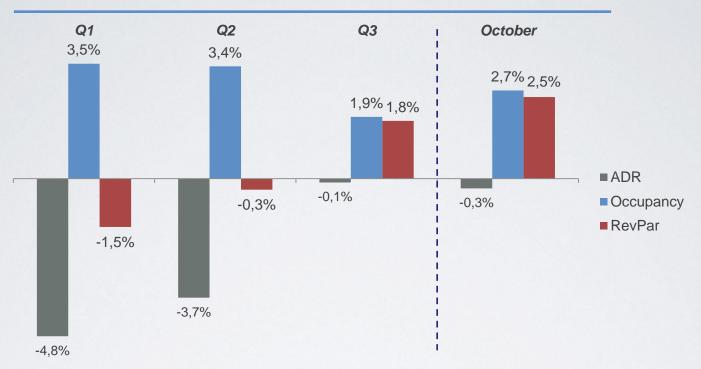




	1Q	2Q	3Q
# B.Us with Revenue growth LFL	1 (C.E)	3 (C.E, Italy and America)	3 (Benelux, Italy and America)

4. IMPROVED TRADING ENVIRONMENT

"Like for Like" RevPar 2013 evolution

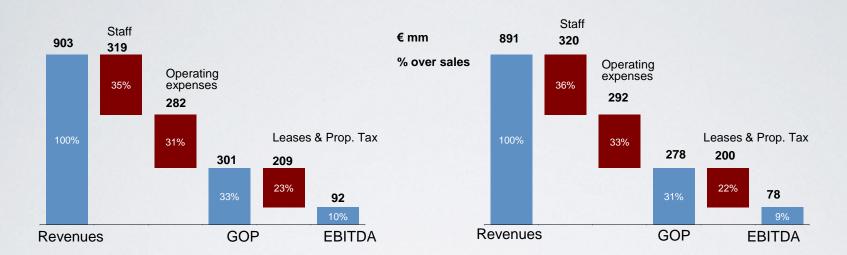


"Like For Like"	Business Unit Evolution								
% Var	Occupancy			ADR			RevPar		
	Q1	Q2	Q3	Q1	Q2	Q3	Q1	Q2	Q3
SPAIN	2,0%	1,0%	-1,2%	-6,6%	-4,5%	1,7%	-4,7%	-3,5%	0,4%
ITALY	6,4%	3,7%	1,4%	-5,4%	-1,0%	-0,2%	0,7%	2,7%	1,2%
BENELUX	2,8%	-0,4%	2,0%	-7,4%	-3,6%	2,7%	-4,8%	-3,9%	4,8%
CENTRAL EUROPE	6,0%	7,3%	2,4%	-1,1%	-3,8%	-2,3%	4,8%	3,3%	0,1%
LATINAMERICA	-4,3%	8,1%	13,5%	-8,4%	-6,8%	-6,0%	-12,3%	0,7%	6,7%

5. MAJOR COMPONENTS OF CURRENT COST STRUCTURE

LFL hotel activity 9M 2012

LFL hotel activity 9M 2013



Personnel

Thanks to the contingency plan launched in 2012, LFL personnel expenses increased by +0.3% despite having higher levels of activity (+2,87%), having strengthened sales teams (Revenue Management & CRO & Berlin Booking Office) and the effects of inflation

Staff adjustments implemented since the middle of Q2 will have more visibility in the second part of the year. Isolating the month of September there is a reduction of - 2.3% in total payroll

Other Expenses

Negative evolution in other operating expenses that increased +3,6% in LFL terms due to higher Systems & IT, commercial costs (mainly commissions from the increase of intermediated sales vs. direct channels) and an increase in energy prices. Isolating the month of September there is a reduction of - 0.3% in total operating expenses

Leases

Leases reduction in line with the target, offsetting the increase of openings, "step-ups", and CPIs growth

6. 9 MONTHS 2013 RESULTS

(€ million)	9 M 2013	9M 2012	2013/2012
Hotel Revenues	943,1	964,5	(2,2%)
Real estate sales and other	8,7	15,0	(42,0%)
TOTAL REVENUES	951,8	979,6	(2,8%)
Real estate cost of sales	(0,2)	(6,0)	(97,5%)
Staff Cost	(348,4)	(350,4)	(0,6%)
Operating expenses	(313,9)	(307,7)	2,0%
GROSS OPERATING PROFIT	289,4	315,5	(8,3%)
Onerous contract reversal provision	9,4	0,9	(943,3%)
Lease payments and property taxes	(218,3)	(219,8)	(0,7%)
EBITDA	80,5	96,5	(16,6%)
Depreciation	(71,3)	(84,5)	(15,6%)
EBIT	9,2	12,1	(23,7%)
Interest expense	(44,0)	(39,3)	11,7%
Income from minority equity interests	(5,4)	(1,1)	(391,7%)
ЕВТ	(40,1)	(28,4)	(41,3%)
Corporate income tax	(5,3)	(7,1)	24,7%
NET RESULT before minorities	(45,4)	(35,5)	(28,1%)
Minority interests	2,0	6,2	(67,2%)
NET RECURRING RESULT	(43,4)	(29,2)	(48,5%)
Non Recurring EBITDA	32,4	(10,1)	419,4%
Other Non Recurring items	0,7	(10,6)	106,6%
NET RESULT including Non-Recurring activity	(10,3)	(50,0)	79,3%

1. Revenues

Compared to 2012, the development is -0,9% LFL, as a result of a decrease in Q1 and Q2, partially offset by an increase of 0,5% en Q3. According to LFL criteria, ADR falls 2,8% and occupancy grows 2,9%. Should be remarked the disposal of NH Grand Hotel Krasnapolsky, which causes a decrease in revenues of €9 million.

2. Operating expenses

- Staff expenses: decrease due contingency plan despite having higher levels of activity, strengthened sales teams and the effects of inflation. Isolating Q3 the decrease is -3,3%
- · Other operating expenses: higher than previous vear because of:
 - · Commission expenses
 - · Data processing
 - Energy

3. Leases and property taxes

decrease. offsetting -0.7% increases negotiations from previous years and CPI adjustments.

4. Depreciation

Depreciation expenses decrease explained by impairment provision registered in 2012

5. Interest expense

Interest expenses increase compared to 2012 as a consequence of financing with higher spreads

6. Non Recurring EBITDA

Incorporates capital gains from asset disposals

7. SUCCESSFUL REFINANCING ACHIEVING A MORE FLEXIBLE STRUCTURE

"Term Loan": €200 million (2/3 term loan and 1/3 revolving credit facility), 4 year maturity (Nov. 2017), floating interest rate 3-month Euribor plus a 4%

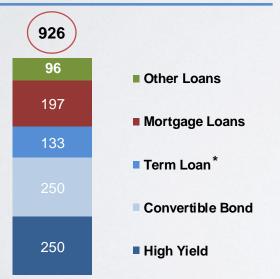
Unsecured Convertible Bond: €250 million, 5 year maturity (Nov. 2018), fixed interest rate 4%, conversion €4,919 / share

High Yield Bond: €250 million, 6 year maturity (Nov. 2019), fixed interest rate 6,875%

Committed to deleverage to 3-4x in the medium term

Rating	NHH	НҮ
S&P	B-	В
Fitch	B-	B+

PF Gross Debt as of Sept 2013 (€mm)

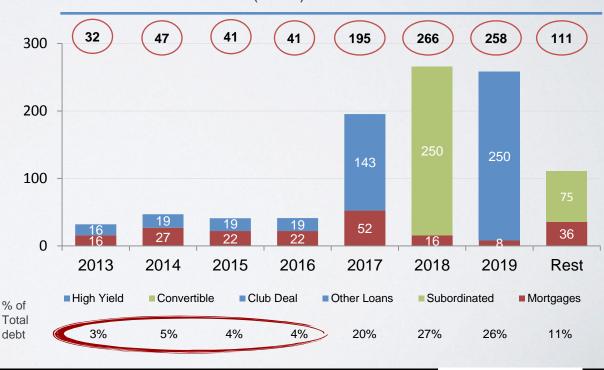


Cash & equivalents: €188mm

PF Net Debt: €738mm

* €67m RCF Term Loan Undrawn

Amortization schedule (€mm)



8. RECENT DEVELOPMENTS



Equity Investor

€234m capital increase (€ 3.8 per share; 20% stake)

JV to expand hotel operations in China and commercial agreement with HNA worldwide

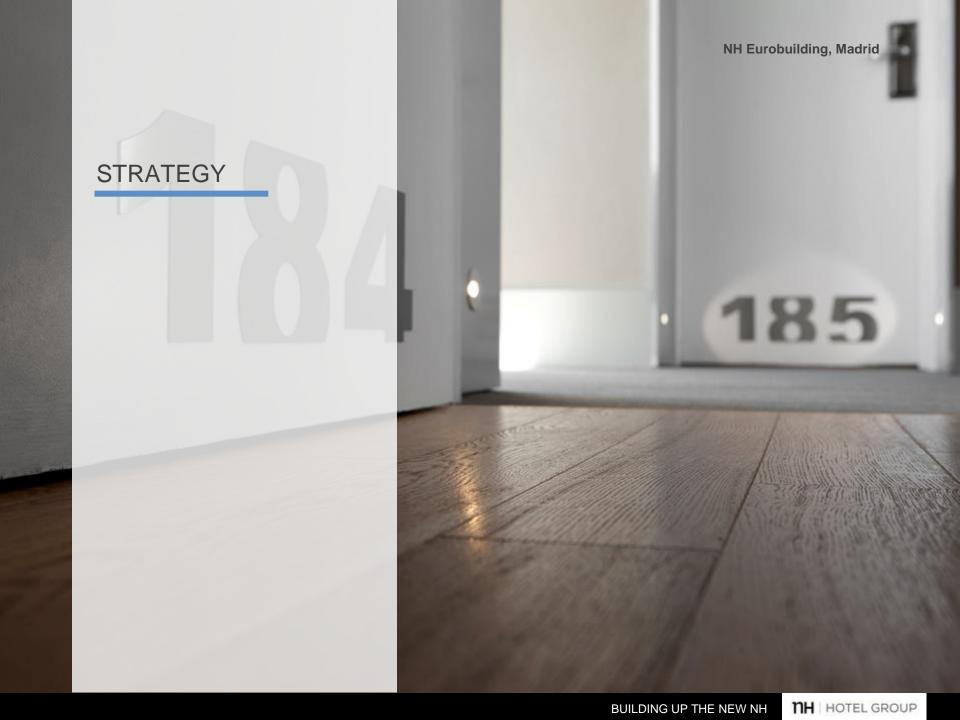
Framework for a broader commercial agreement with HNA's tourism businesses

- HNA is the 7th largest Chinese privately-owned multi-industry enterprise group and a top 3 hotel manager
- Long-term partnership with one of the leading hotel managers in China providing stability to the shareholder base
- Potential to develop a mid/upscale market portfolio in China with a strong and reputable local partner under an "asset-light" model
- Cross-selling opportunities between a flagship Chinese company in the airline/tourism business and NH Hotels



 In June 2013 NHH sold the NH Grand Hotel Krasnapolsky in Amsterdam for €157 million. In connection with sale, NHH entered into management agreement for a period of 25 years and the purchaser has agreed to spend up to €38mm over the next 3 years to refurbish the hotel

 During the last weeks some relevant institutional investors have joined the company as shareholders



1. **DIAGNOSIS** NH TODAY

- 1) Profitability below competitors
- 2) Rapid growth without a uniform brand/product identity
- 3) Potential improvement in the customer experience
- 4) Company earnings have been adversely affected by:

Income

- Exposure to countries in recession
- Reduction in owned hotels due to sale of assets aimed at de-leveraging the company (9 assets in the last 3 years, losing €25M EBITDA ~20% of what is generated now)
- Loss of capacity to raise the ADR due to a tired product (vs. increase in new supply) and a lack of strong brand/ segmentation and marketing initiatives vs. competitors
- Total loss of contribution from the real estate division from €24M in 2007 to zero

Expenses

- Rents remain high in comparison with the fall in sales
- High financial expenses (€55M) due to high leveraging levels

Potential to improve identity, product and recognition of the brand value

NH VISION

Whenever anyone contemplates a trip to a city for an overnight stay or meeting, for business or pleasure, they first ask themselves: "Is there an NH Hotel?"

NH aspires to be the "top 2 choice" for city/business travellers, offering a different product and service experience



NH aspires to be the best option for investors looking to sign a management/franchise contract with a top rate operator in the city/business segment



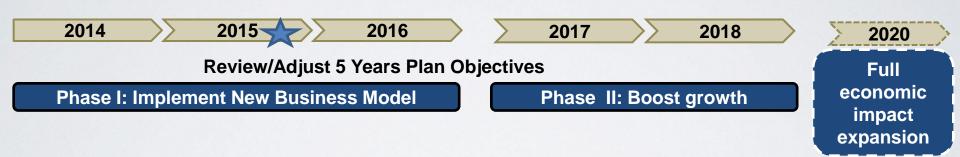
NH seeks to maximise their return on the resources available to it, in order to make it a profitable investment for shareholders by pursuing three aspirations



FRAMEWORK FOR THE DEVELOPMENT OF THE 5 YEARS PLAN

The Plan has been structured in **two phases**:

- The first 3 years are focused on managing and implementing the new value proposition and the new business model. Strong investment in asset refurbishment and limited impact of the Expansion Plan
- During 2017 and 2018, the Company will boost organic growth (full economic impact in 2020)



- Detailed plan for each of the 24 initiatives identified in the Strategic Diagnostic
 - A specific plan for each of the initiatives has been developed, including main "Strategic Choices", "Key Plan Elements", and KPIs to monitor mid and long-term objectives
 - Additionally, each initiative has its own calendar for implementation, individualized budget and a responsible for its implementation and compliance
 - The 24 initiatives have been grouped into four value drivers (Revenues, Margin, Growth and Enablers)

DIAGNOSIS SUMMARY OF KEY BUSINESS AREAS

HOTEL & ASSET PORTFOLIO

- · Increase profitability of our assets by:
 - · repositioning plan to put in value our properties
 - continue with the leases adjustment plan and leases renegotiation

BRAND AND PRODUCT

- Portfolio segmentation/ brand strategy to increase the value proposal and to extract the full ADR potential of our hotels
- To guarantee a different and consistent product and service experience
- Refresh the product. We estimate certain loss of revenues due to the deteriorated state of the assets (~200-220M CAPEX needs for the current portfolio (ROCE c. 20%)

MKTG, SALES AND PRICING

- · Increase investment in marketing
- Digital strategy to increase direct on-line sales (Web site and mobile applications)
- Sales strategy (channels) and strategic pricing (prices-value) and yield management by market

ORGANISATION AND OPERATIONS

- Transform the organizational model, define the roles and functions (Corporate, BU, hotel) and the cost allocation
- Redefine the management model to clarify the services to be provided
- Roll out a change in business culture to make NH a global company

EXPANSION

• Realistic plan with different products to compete within each segment (upper-up-scale, up-scale, mid-scale) and with the contracts and conditions of each country

INITIATIVES OF THE 5 YEARS PLAN

INIT	IATIVES	DESCRIPTION	PERIOD OF EXECUTION
	New value proposition • New Brand Architecture and Experience, new pricing strategy and increased investment in marketing		2013-2018
Revenues increase	Portfolio	 Repositioning Plan: €200-220 investment that will allow the portfolio segmentation and to refresh the product in order to increase the value proposal and to extract the full ADR potential of our hotels 	2013-2016
	optimization	 Sale of own assets that do not fit either with the new product or NH strategy Sale of additional assets to finance the repositioning plan 	2014-2018: non- strategic assets
			2014: additional assets
Direct sales increase Margin		 Reduction of intermediation costs by increasing direct online sales (web site and mobile applications) and lowering the costs of indirect channel Sales strategy (channels) and strategic pricing (prices-value) and yield management by market 	2013-2018
Increase	Cost efficiency	 Optimization of support functions (i.e. administration, commercial), and purchases Continue with the leases adjustment plan and leases renegotiation 	
G	rowth	Organic expansion strengthening presence in Europe and Latam with different products to compete within each segment (upper-up-scale, up-scale, mid-scale) and with the contracts and conditions of each country	2013-2018
ENA	ABLERS	 IT, Human Resources and Sustainability initiatives Roll out a change in business culture to make NH a global company 	
TC	OTAL	Key initiatives to position NH as the "top 2 choice" for city/business travelers, achieving a higher profitability	2013-2018

6. PORTFOLIO OPTIMIZATION ASSET REPOSITIONING PLAN

Refurbishment levels and priorities

	Scope	Priorities
BASICS	Investments to position all hotels in minimum product standards	Investments to be held throughout 2013 as a first step of repositioning plan
FULL	Refurbishments involving changes in facilities and bathrooms	Priority 1: hotels in which the refurbishment will take place in 2013 and 2014 considering an improvement of EBITDA, capacity to implement the project immediately and
SOFT	Refurbishments designed to change elements of decoration and equipment	Priority 2 and 3: hotels with a less urgent capex necessity and whose refurbishment will take place between 2015 and 2016

Estimated total refurbishment capex of approximately €200 million between 2014 and 2016

Approximately 50% of total repositioning capex targeted to Spain and Benelux. Majority of refurbishment plan will be spent on upgrading hotels to the upper-upscale segment

NH Hotels intends to refurbish 15 out of 22 hotels which are currently in the Collateral package

7. PROVEN TRACK RECORD OF IMPROVING QUALITY

ADR AFTER REFURBISHMENT

NH Villa de Bilbao



Characteristics

- · Hotel: 4 stars
- · Rooms: 142; Rooms reformed: 142
- · Location: Bilbao

Reforms

- · Paint/wallpaper, Fabrics
- Basic furniture, Full furniture, Room floor
- · Bathroom tiling & accessories
- Plumbing, toilet & electrical installations
- AC change & installation of central control

Impact



ADR (reformed)

CAPEX (€/room)

NH Eurobuilding



Characteristics

- · Hotel: 4 stars
- · Rooms: 440: Rooms reformed: 84
- · Location: Madrid Centre

Reforms

- · Paint/wallpaper, Fabrics
- Basic furniture, Full furniture, Room floor
- · Bathroom tiling & accessories
- Plumbing, toilet & electrical installations
- AC change & installation of central control

Impact



NH President



Characteristics

- · Hotel: 4 stars
- · Rooms: 274; Rooms reformed: 104
- Location: Milan

Reforms

- · Paint/wallpaper, Fabrics
- Basic furniture, Full furniture, Room floor
- · Bathroom tiling & accessories
- Plumbing, toilet & electrical installations
- AC change & installation of central control
- Demolition and full reconstruction
- Replacement of general installations

Impact



Source: Company information

8. BRAND ARCHITECTURE NEW BRAND ARCHITECTURE

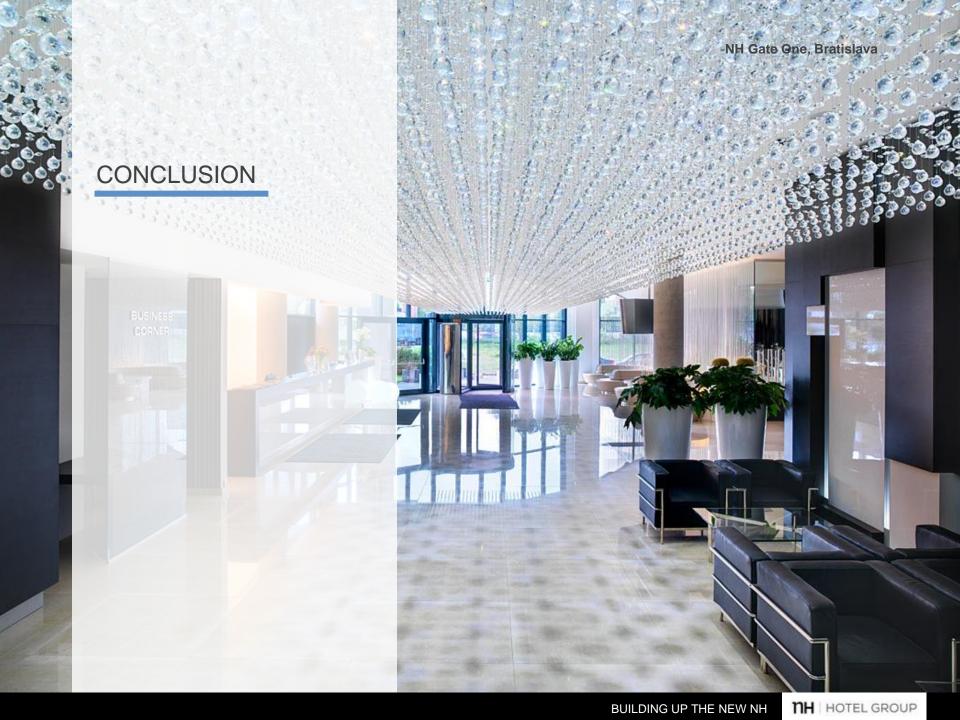
Segment the brand portfolio/architecture and clarify a value proposition aligned with the target and differentiated from competitors (independent chains and hotels)

Improve chain profitability and maximise ADR of the core segments: upper upscale and upscale

Further improvement of **brand awareness** and image through increased marketing expenditure

	Segment	Logo	Target Nº Hotels
	Upper upscale	# nh collection	52
Urban	Upscale	11H 4*	237
) 5	Midscale	TH HOTELS 3*	31
	Upper upscale (design)	nhow	3
Vacational	Upper upscale	Hesperia	10
Vaca	Upscale	RESORTS	

- Focus on the urban business traveller
- Boost investment by country on the basis of revenue and potential:
 - Priority 1: GER, SP
 - Priority 2: IT, NL
 - Priority 3: UK, FR, BEL and MEX



NH HOTELS: A SOLID EQUITY STORY

- Leading European hotel operator with diversified portfolio base and well recognised brand
- 2. Attractive market fundamentals
- 3. Strong track record of portfolio management
- Significant asset value underpinning the business
- Highly skilled and experienced management team

- New brand architecture
- Asset repositioning
- Asset rotation
- Cost efficiencies
- Transformation of systems/culture towards a more global and efficient company

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