

Pursuant to articles 17 of Regulation (EU) 596/2014 of the European Parliament and of the Council of 16 April, on Market Abuse, and 226 of the consolidated text of the Spanish Securities Market Act, approved by Royal Legislative Decree 4/2015 of 23 October and its concordant provisions, NH Hotel Group, S.A. (hereinafter, “**NH Hotel Group**” or the “**Company**”) hereby notifies the following

### **INSIDE INFORMATION**

Further to its inside information notice dated 12 May 2021 (registry number 891) NH Hotel Group, following a resolution approved by its Board of Directors, has launched today an offering of €400,000,000 in principal amount of senior secured notes due 2026 (the “**Notes**”). The proceeds from the offering of the Notes will be used:

- (a) to redeem in full the Company’s outstanding €356,850,000 in principal amount of 3.750% senior secured notes due 2023 (the “**2023 Notes**”);
- (b) to pay the accrued but unpaid interest and the redemption premium on the 2023 Notes;
- (c) to pay the costs, fees and expenses in connection with the issuance of the Notes and the application of the proceeds as described above; and
- (d) for general corporate purposes.

The offering of Notes, assuming that it closes successfully, will be part of a broader transaction aimed at strengthening the Company’s capital structure and refinancing or extending the maturity of its main sources of financing due in 2023, including in particular, an agreement with the lenders under the Company’s €250,000,000 senior secured revolving credit facility dated September 22, 2016, as amended and restated from time to time (the “**Revolving Credit Facility**”), to, among others, extend its maturity date to March 31, 2026 and amend certain terms and conditions to align them with the terms and conditions of the Notes (the “**Amendment and Restatement Agreement**”). The Amendment and Restatement Agreement will be effective upon the issuance of the Notes and the redemption of the 2023 Notes with the proceeds from the offering of the Notes, subject to certain conditions.

Upon completion of the offering of the Notes, the obligations under the Notes and the Revolving Credit Facility will be guaranteed, jointly and severally, on a *pari passu* basis by various wholly owned subsidiaries of NH Hotel Group and will be secured by pledges and mortgages over the shares and certain property assets of specific wholly-owned subsidiaries of the Company.

The Notes will be governed by the laws of the State of New York, United States of America, and will only be offered to qualified institutional buyers, in reliance on Rule 144A under the U.S. Securities Act of 1933, as amended (the “**U.S. Securities Act**”), and to non-U.S. persons

outside of the United States of America in reliance on Regulation S under the U.S. Securities Act.

The definitive aggregate principal amount of Notes to be issued and the final terms and conditions of the Notes, including, among others, the interest rate payable thereunder, will be determined once the bookbuilding process is completed and in consideration of its outcome. The Company expects to apply to list the Notes on the Official List of the Luxembourg Stock Exchange and admit the Notes to trading on the Euro MTF Market of the Luxembourg Stock Exchange.

Madrid, 14 June 2021.

Carlos Ulecia  
General Counsel and Secretary to the Board of Directors

### Relevant legal information

This announcement does not constitute or form part of any offer or solicitation to purchase or subscribe for securities in the United States of America or in any other jurisdiction. The Notes and the guarantees aforementioned have not been, and will not be, registered under the Securities Act. The Notes and the guarantees may not be offered or sold in the United States of America absent registration or an applicable exemption from the registration requirements of the Securities Act. There will be no public offer of the Notes or the guarantees in the United States of America. Copies of this announcement are not being, and should not be, distributed in or sent into the United States of America.

It may be unlawful to distribute this announcement in certain jurisdictions. This announcement is not for distribution, directly or indirectly, in or into the United States of America (including its territories and dependencies, any state of the United States of America and the District of Columbia), Canada, Japan or Australia. The information in this announcement does not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in the United States of America, Canada, Japan or Australia.

In member states of the Economic European Area (“**EEA**”), this announcement and any offer of securities if made subsequently is directed only at persons who are “qualified investors” within the meaning of Article 2(e) of Regulation (EU) 2017/1129 (“**Qualified Investors**”). Any person in the EEA who acquires securities in any offer of securities (an “**investor**”) or to whom any offer of securities is made will be deemed to have represented and agreed that it is a Qualified Investor. Any investor will also be deemed to have represented and agreed that any securities acquired by them in the offer have not been acquired on behalf of persons in the EEA other than Qualified Investors or persons in the UK and other Member States (where equivalent legislation exists) for whom the investor has authority to make decisions on a wholly discretionary basis, nor have the securities been acquired with a view to their offer or resale in the EEA to persons where this would result in a requirement for publication by the Company of a prospectus pursuant to the Prospectus Regulation. The Company and others will rely upon the truth and accuracy of the foregoing representations and agreements.

This communication is being distributed only to, and is directed at (i) persons who are outside the United Kingdom or (ii) persons in the UK falling within the definition of investment professionals (as defined in Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the “**Order**”) or (iii) the high net worth entities, and other persons to whom it may lawfully be communicated, falling within Article 49(2)(a) to (d) of the Order or (iv) persons to whom an invitation or inducement to engage in investment activity within the meaning of Section 21 of the Financial Services and Markets Act 2000 in connection with the issue or sale of any securities may otherwise lawfully be communicated or caused to be communicated (all such persons together being referred to as “**Relevant Persons**”). The securities to which this announcement relates are only available to, and any invitation, offer or agreement to subscribe, purchase or otherwise acquire such securities will be

available only to or will be engaged in only with, Relevant Persons. Any person who is not a Relevant Person should not act or rely on this communication or any of its contents. This announcement is directed only at Relevant Persons and must not be acted on or relied on by persons who are not Relevant Persons.

This announcement may include “forward -looking statements” within the meaning of the securities laws of certain jurisdictions, such as statements about the offering of the Notes and use of proceeds therefrom. Forward-looking statements provide the Company’s current expectations, intentions or forecasts of future events. Forward-looking statements include statements about expectations, beliefs, plans, objectives, intentions, assumptions and other statements that are not statements of historical fact. Words or phrases such as “will,” “believe,” “expect,” “anticipate,” “may,” “intend,” “should,” “estimate” and similar expressions or the negatives of these words or phrases, may identify forward-looking statements, but the absence of these words does not necessarily mean that a statement is not forward-looking. Forward-looking statements are subject to known and unknown risks and uncertainties and are based on assumptions that could potentially be inaccurate and that could cause future results to differ materially from those expected or implied by the forward-looking statements.