

ANIIII.

# **ARA US HOSPITALITY TRUST**

Unaudited Financial Statements Announcement For the third quarter 2019 and period from 9 May 2019 (Listing date) to 30 September 2019

# **TABLE OF CONTENTS**

Item No.	Description	Page No.
	Introduction	1
	Summary of Results	2
1(a)(i)	Statements of Comprehensive Income	3 - 5
1(a)(ii)	Statement of Distributable Income	6 - 7
1(b)(i)	Statements of Financial Position	8 - 9
1(b)(ii)	Aggregate Amount of Borrowings and Debt Securities	9
1(c)	Statements of Cash Flows	10 - 13
1(d)(i)	Statements of Movements in Stapled Securityholders' Funds	14 - 16
1(d)(ii)	Details of Any Changes in the Stapled Securities	17
1(d)(iii)	Total number of issued Stapled Securities	17
1(d)(iv)	Sales, transfers, disposal, cancellation and/or use of Treasury Stapled Securities	17
2 & 3	Audit Statement	18
4 & 5	Changes in Accounting Policies	18
6	Group Earnings per Stapled Security and Distribution per Stapled Security	19
7	Group Net Asset Value and Net Tangible Assets per Stapled Security	19
8	Review of the Performance	19
9	Variance between Actual and Forecast Results	20 - 21
10	Outlook and Prospects	22
11 & 12	Distributions	23
13	General Mandate relating to Interested Person Transactions	23
14	Confirmation pursuant to Rule 705(5) of the Listing Manual	23
15	Confirmation pursuant to Rule 720(1) of the Listing Manual	24

DBS Bank Ltd. ("DBS") was the Sole Issue Manager for initial public offering of ARA US Hospitality Trust (the "Offering"). DBS, Oversea-Chinese Banking Corporation Limited ("OCBC") and United Overseas Bank Limited ("UOB") were the Joint Financial Advisers and Joint Global Coordinators for the Offering. DBS, OCBC, UOB and Credit Suisse (Singapore) Limited were the Joint Bookrunners and Underwriters for the Offering.



#### INTRODUCTION

ARA US Hospitality Trust ("ARA H-Trust" or "Group") is a stapled group comprising ARA US Hospitality Property Trust ("ARA H-REIT"), a real estate investment trust, and ARA US Hospitality Management Trust ("ARA H-BT"), a business trust. ARA H-Trust was listed on Singapore Exchange Securities Trading Limited ("SGX") on 9 May 2019 (the "Listing date").

The units in ARA H-REIT and ARA H-BT are stapled together as Stapled Securities in ARA H-Trust ("Stapled Securities") under the terms of a stapling deed dated 17 April 2019 (the "Stapling Deed") entered into between ARA Trust Management (USH) Pte. Ltd. (in its capacity as manager of ARA H-REIT)(the "REIT Manager"), DBS Trustee Limited (in its capacity as the trustee of ARA H-REIT)(the "REIT Trustee") and ARA Business Trust Management (USH) Pte. Ltd. (in its capacity as trustee-manager of ARA H-BT)(the "Trustee-Manager"). Each Stapled Security in ARA H-Trust comprises one unit in ARA H-REIT and one unit in ARA H-BT and cannot be traded separately.

ARA H-REIT is established with the principal investment strategy of investing primarily, directly or indirectly, in a portfolio of income-producing real estate which is used primarily for hospitality and/or hospitality-related purposes, located in the United States of America ("U.S."), as well as real estate-related assets in connection with the foregoing. ARA H-BT is established with the same principal investment strategy as ARA H-REIT, and to carry on the business of managing and operating real estate used primarily for hospitality and/or hospitality-related purposes, located in the U.S.. The Managers presently intend for ARA H-REIT to hold income-producing real estate while ARA H-BT will be the master-lessee to manage and operate these assets.

The initial portfolio of properties held by ARA H-REIT comprises 38 hotels (the "**Properties**" or "**Hotels**"), consisting of 27 Hyatt Place hotels and 11 Hyatt House hotels located in the U.S., with a total of 4,950 hotel rooms.

ARA H-Trust is presenting its financial results for the period from 9 May 2019, being the Listing date, to 30 September 2019. The financial information presented has not been audited but has been reviewed by the independent auditors in accordance with Singapore Standard on Review Engagements.

#### **Distribution Policy**

ARA H-REIT's and ARA H-BT's distribution policies are to distribute 100% of distributable income for the period from the Listing date to 31 December 2019, and the financial year ending 31 December 2020, and thereafter, to distribute at least 90% of its distributable income. The distributions will be made on a semi-annual basis, with the first distribution, which will be in respect of the period from the Listing date to 31 December 2019, to be paid on or before 31 March 2020. Distributions will be declared in United States dollar. Each Stapled Securityholder will receive his/her distribution in Singapore dollar equivalent of the United States dollar declared, unless he/she elects to receive otherwise.



# **SUMMARY OF RESULTS**

		3Q 2019			isting Date t September 2	
ARA H-Trust	Actual	Forecast	Change	Actual	Forecast	Change
	US\$'000	US\$'000	%	US\$'000	US\$'000	%
Gross Revenue	46,837	50,890	(8.0%)	75,660	80,085	(5.5%)
Net Property Income	13,504	17,326	(22.1%)	23,366	27,147	(13.9%)
Distributable Income	10,077	11,385	(11.5%)	17,754	18,824	(5.7%)
Distribution per Stapled Security ("DPS") (US cents)	1.77	2.01	(11.5%)	3.13	3.32	(5.7%)

#### Notes:

- (a) No comparative financial information is presented as ARA H-Trust underwent restructuring, repayment of the existing bank facilities and the redemption of the initial Stapled Securities held by ARA Real Estate Investors XVI Limited ("ARA XVI") prior to and on the Listing date. However, where appropriate, comparisons to the profit forecast disclosed in the Prospectus dated 2 May 2019 ("forecast") will be made.
- (b) The Prospectus presented the 8-month profit forecast for the period from 1 May 2019 to 31 December 2019. Forecast results for the period from the Listing date to 30 September 2019 is derived by prorating the 1 May 2019 to 30 September 2019 profit forecast accordingly.
- (c) For the period from Listing date to 30 September 2019, Occupancy remained strong at 81.3% while Average Daily Rate ("ADR") was 4% lower than forecast at US\$124, with gross revenue lower by 5.5% from forecast. Property expenses were mainly in line with forecast for the period from Listing date to 30 September 2019 while management fees and borrowing costs were lower. Distributable Income and DPS were 5.7% below forecast for the period from listing date to 30 September 2019.



# 1(a)(i) Statements of Comprehensive Income

		ARA H-Trust		
		Q3 2019	Listing Date to 30 September 2019	
	Note	US\$'000	US\$'000	
Room revenue		44,736	72,299	
Other operating revenue		2,101	3,361	
Total Revenue		46,837	75,660	
Room expenses		(12,989)	(20,474)	
Other operating expenses		(1,328)	(2,101)	
Administrative and general expenses	(a)	(4,044)	(6,282)	
Sales and marketing expenses		(3,870)	(6,085)	
Franchise fee		(2,237)	(3,608)	
Property operations and maintenance expenses		(2,641)	(4,112)	
Utilities		(1,942)	(2,863)	
Gross operating profit		17,786	30,135	
Hotel management fee		(1,405)	(2,270)	
Property taxes		(1,973)	(3,117)	
Other expenses		(904)	(1,382)	
Net Property Income		13,504	23,366	
Depreciation		(5,313)	(8,372)	
REIT Manager's and Trustee-Manager's Management fees	(b)	(1,061)	(1,869)	
Trustee-Manager's trustee fee		(30)	(47)	
REIT Trustee's fee		(28)	(44)	
Net finance cost	(c)	(2,339)	(3,723)	
Other trust expenses		(488)	(847)	
Net income for the period before tax		4,245	8,464	
Taxation		(17)	6	
Net income for the period after tax		4,228	8,470	
Other comprehensive income				
Items that may be reclassified subsequently to profit or loss:				
Deferred tax effects relating to revaluation of property, plant and equipment		(71)	(120)	
Effective portion of changes in fair value of cash flow hedges	(d)	(1,569)	(6,742)	
Total comprehensive income for the period		2,588	1,608	



# 1(a)(i) Statements of Comprehensive Income

		ARA H-REIT		
		Q3 2019	Listing Date to 30 September 2019	
	Note	US\$'000	US\$'000	
Rental revenue	(e)	12,686	22,295	
Total Revenue		12,686	22,295	
Other operating expenses		(27)	(47)	
Administrative and general expenses		(45)	(70)	
Utilities		(12)	(19)	
Gross operating profit		12,602	22,159	
Property taxes		(1,922)	(3,014)	
Other expenses		(545)	(805)	
Net Property Income		10,135	18,340	
REIT Manager's and Trustee-Manager's Management fees	(b)	(796)	(1,402)	
REIT Trustee's fee		(28)	(44)	
Net finance cost	(c)	(8,556)	(13,518)	
Other trust expenses		(275)	(476)	
Net income for the period before tax		480	2,900	
Taxation		(43)	(46)	
Net income for the period after tax		437	2,854	
Other comprehensive income				
Items that may be reclassified subsequently to profit or loss:				
Effective portion of changes in fair value of cash flow hedges	(d)	(1,569)	(6,742)	
Total comprehensive income for the period		(1,132)	(3,888)	



# 1(a)(i) Statements of Comprehensive Income

		ARA H-BT		
		Q3 2019	Listing Date to 30 September 2019	
	Note	US\$'000	US\$'000	
Room revenue		44,736	72,299	
Other operating revenue		2,101	3,361	
Total Revenue		46,837	75,660	
Room expenses		(12,989)	(20,474)	
Other operating expenses		(1,301)	(2,054)	
Administrative and general expenses	(a)	(3,999)	(6,213)	
Sales and marketing expenses		(3,870)	(6,085)	
Franchise fee		(2,237)	(3,608)	
Property operations and maintenance expenses		(2,641)	(4,112)	
Utilities		(1,929)	(2,843)	
Gross operating profit		17,871	30,271	
Hotel management fee		(1,405)	(2,270)	
Property taxes		(54)	(106)	
Other expenses	(e)	(13,045)	(22,871)	
Net Property Income		3,367	5,024	
Depreciation		(1,145)	(1,787)	
REIT Manager's and Trustee-Manager's Management fees	(b)	(265)	(467)	
Trustee-Manager's trustee fee		(30)	(47)	
Net finance income	(c)	6,217	9,795	
Other trust expenses		(212)	(370)	
Net income for the period before tax		7,932	12,148	
Taxation		(47)	(69)	
Net income for the period after tax and total comprehensive income for the period		7,885	12,079	



# 1(a)(ii) Statement of Distributable Income

	ARA	H-Trust
	Q3 2019	Listing Date to 30 September 2019
	US\$'000	US\$'000
Net income for the period after tax	4,228	8,470
Add/(less): Distribution adjustments		
Depreciation	5,313	8,372
Amortisation of upfront debt-related costs	35	56
Manager's fees paid/payable in Stapled Securities	530	934
Deferred tax credits	(29)	(78)
Net distribution adjustments	5,849	9,284
Distributable income	10,077	17,754

# Notes to Statement of Comprehensive Income and Distributable Income:

(a)	Administrative and general expenses
	Administrative and general expenses include allowance for doubtful debts of US\$105,000 and US\$120,000 for 3Q 2019 and period from Listing date to 30 September 2019 respectively. Bad debts written off for 3Q 2019 and period from Listing date to 30 September 2019 amounted to US\$14,000 and US\$29,000 respectively.
(b)	REIT Manager's and Trustee-Manager's Management fees

The Managers have elected to receive 50% of its base fees in the form of Stapled securities for the period from Listing date to end of 2020.

# (c) Net finance (cost)/income

	ARA H-Trust			
	Q3 2019	Listing Date to 30 September 2019		
	US\$'000	US\$'000		
Interest income				
Interest income from fixed deposits	157	234		
Finance expenses				
Amortisation of debt related transaction costs	(35)	(56)		
Interest paid/payable to banks	(2,461)	(3,901)		
	(2,496)	(3,957)		
Net finance cost	(2,339)	(3,723)		



# Notes to Statement of Comprehensive Income and Distributable Income:

#### (c) Net finance (cost)/income

	ARA H-REIT		
	Q3 2019	Listing Date to 30 September 2019	
	US\$'000	US\$'000	
Interest income			
Interest income from fixed deposits	-	33	
Interest income from loan to related corporation	110	131	
	110	164	
Finance expenses			
Amortisation of debt related transaction costs	(35)	(56)	
Interest paid/payable to banks	(2,461)	(3,901)	
Interest paid/payable to related corporation	(6,170)	(9,725)	
	(8,666)	(13,682)	
Net finance cost	(8,556)	(13,518)	

	ARA H-BT		
	Q3 2019	Listing Date to 30 September 2019	
	US\$'000	US\$'000	
Interest income			
Interest income from fixed deposits	157	201	
Interest income from loan to related corporation	6,170	9,725	
	6,327	9,926	
Finance expenses			
Interest paid/payable to related corporation	(110)	(131)	
Net finance income	6,217	9,795	
		_	

### (d) Effective portion of changes in fair value of cash flow hedges

Relates to fair value changes of the interest rate swaps entered into for hedging purposes. This has no impact on distributable income.

#### (e) Rental revenue and Other expenses

Relates to rental income earned by ARA H-REIT under the master lease agreement, and recorded within other expenses by ARA H-BT.



# 1(b)(i) Statements of Financial Position

		ARA H-Trust	ARA H-REIT	ARA H-BT
	Note	US\$'000	US\$'000	US\$'000
Non-current assets				
Investment properties	(a)	-	697,188	-
Property, plant and equipment	(a)	712,482	-	29,168
Loan to related corporation	(b)	-	-	272,000
		712,482	697,188	301,168
Current assets				
Inventories		424	-	424
Trade and other receivables		5,942	26,898	11,873
Cash and cash equivalents		47,241	1,450	45,791
		53,607	28,348	58,088
Total assets		766,089	725,536	359,256
Non-current liabilities				
Loan from related corporation	(b)	-	272,000	
Loans and borrowings	(c)	243,704	243,704	-
Derivative financial liabilities	(d)	9,073	9,073	<del>-</del>
Deferred tax liabilities		2,593	2,593	-
Other payables		125	125	-
		255,495	527,495	-
Current liabilities				
Trade and other payables		15,228	9,122	38,937
Tax payable		72	3	68
		15,300	9,125	39,005
Total liabilities		270,795	536,620	39,005
Represented by:				
Stapled Securityholders' funds		495,294	188,916	320,251



#### **Notes to Statement of Financial Position:**

(a)	Investment properties and Property, plant and equipment
	Land and buildings comprise the 38 Hyatt hotels which are presented as investment properties in the books of ARA H-REIT and as property, plant and equipment in the books of ARA H-Trust. Property, plant and equipment are reported at fair value less accumulated depreciation.
(b)	Loan to/(from) related corporation
	Relates to interest bearing loan extended by ARA H-BT to ARA H-REIT.
(c)	Loans and borrowings
	Please refer to section 1(b)(ii) for more information.
(d)	Derivative financial liabilities
	Relates to fair value of the interest rate swaps entered into by ARA H-REIT for hedging purposes.

# 1(b)(ii) Aggregate Amount of Borrowings and Debt Securities

ARA H-Trust and ARA H-REIT	As at 30 September 2019			
	Secured	Unsecured		
	US\$'000	US\$'000		
Amount repayable within one year	-	-		
Amount repayable after one year	244,325	-		
	244,325	-		
Less: unamortised upfront debt-related costs	(621)	-		
	243,704	-		

### Details of loans and borrowings, and collaterals

The Group has in place committed USD loan facilities as follows:

- Secured term loan and letter of credit facilities of up to US\$260.8 million
- Unsecured revolving facility of up to US\$10.0 million

As at 30 September 2019, the Group has drawn down US\$244.3 million of secured facilities. The facilities are secured on the following:

- mortgages, assignment of leases and rents, security agreement and fixture filings over the hotel properties;
- an assignment of the Franchise Agreement and Aimbridge Hotel Management Agreement;
- an assignment of insurances taken in respect of each hotel property; and
- a charge over certain bank accounts of the Group.



# 1(c) Statements of Cash Flows

	ARA H-Trust		
		Q3 2019	Listing Date to 30 September 2019
	Note	US\$'000	US\$'000
Cash flows from operating activities			
Net income before tax		4,245	8,464
Adjustments for:			
Allowance for doubtful debts and bad debts written off		119	149
Depreciation of property, plant and equipment		5,313	8,372
Net finance costs		2,339	3,723
Manager's base fee paid/payable in Stapled securities		530	934
Operating income before working capital changes		12,546	21,642
Changes in working capital:			
Inventories		(21)	(34)
Trade and other receivables		4,232	(474)
Trade and other payables		(5,958)	272
Net cash from operating activities		10,799	21,406
Cash flows from investing activities			
Interest received		156	225
Payment for capital expenditure		(1,691)	(2,620)
Net cash used in investing activities		(1,535)	(2,395)
Cash flows from financing activities			
Proceeds from issuance of Stapled securities	(a)	-	498,000
Redemption of existing units	(b)	-	(174,565)
Payment of transaction costs relating to the issuance of Stapled securities	(b)	-	(17,024)
Repayment of existing loan facilities	(b)	-	(540,000)
Repayment of loans and borrowings		-	(7,500)
Proceeds from loans and borrowings		-	251,825
Payment of transaction costs relating to new loan facilities	(b)	-	(677)
Interest paid		(2,522)	(3,882)
Net cash (used in) / from financing activities		(2,522)	6,177
Net increase in cash and cash equivalents		6,742	25,188
Cash and cash equivalents at beginning of the period		40,499	22,053
Cash and cash equivalents at end of the period		47,241	47,241



# 1(c) Statements of Cash Flows

		ARA H	I-REIT
		Q3 2019	Listing Date to 30 September 2019
	Note	US\$'000	US\$'000
Cash flows from operating activities			
Net income before tax		480	2,900
Adjustments for:			
Net finance costs		8,556	13,518
Manager's base fee paid/payable in Stapled securities		265	467
Operating income before working capital changes		9,301	16,885
Changes in working capital:			
Trade and other receivables		(13,662)	(20,787)
Trade and other payables		788	1,946
Net cash used in operating activities		(3,573)	(1,956)
Cash flows from investing activities			
Interest received		-	33
Payment for capital expenditure		(321)	(438)
Net cash used in investing activities		(321)	(405)
Cash flows from financing activities			
Proceeds from issuance of Stapled securities		-	179,280
Redemption of existing units		-	(140,845)
Payment of transaction costs relating to the issuance of Stapled securities		-	(10,212)
Repayment of existing loan facilities		-	(540,000)
Repayment of loans and borrowings		-	(7,500)
Proceeds from loans and borrowings		-	251,825
Payment of transaction costs relating to new loan facilities		-	(677)
Proceeds from loan from related corporation		-	272,000
Interest paid		(2,522)	(7,437)
Net cash used in financing activities		(2,522)	(3,566)
Net decrease in cash and cash equivalents		(6,416)	(5,927)
Cash and cash equivalents at beginning of the period		7,866	7,377
Cash and cash equivalents at end of the period		1,450	1,450



# 1(c) Statements of Cash Flows

		ARA	ARA H-BT		
		Q3 2019	Listing Date to 30 September 2019		
	Note	US\$'000	US\$'000		
Cash flows from operating activities					
Net income before tax		7,932	12,148		
Adjustments for:					
Allowance for doubtful debts and bad debts written off		119	149		
Depreciation of property, plant and equipment		1,145	1,787		
Net finance income		(6,217)	(9,795)		
Manager's base fee paid/payable in Stapled securities		265	467		
Operating income before working capital changes		3,244	4,756		
Changes in working capital:					
Inventories		(21)	(34)		
Trade and other receivables		(63)	3,176		
Trade and other payables		11,213	15,466		
Net cash from operating activities		14,373	23,364		
Cash flows from investing activities					
Interest received		156	3,746		
Payment for capital expenditure		(1,371)	(2,183)		
Issuance of loan to related corporation		-	(272,000)		
Net cash used in investing activities		(1,215)	(270,437)		
Cash flows from financing activities					
Proceeds from issuance of Stapled securities		-	318,720		
Redemption of existing units		-	(33,720)		
Payment of transaction costs relating to the issuance of Stapled securities		-	(6,812)		
Net cash from financing activities		-	278,188		
Net increase in cash and cash equivalents		13,158	31,115		
Cash and cash equivalents at beginning of the period		32,633	14,676		
Cash and cash equivalents at end of the period		45,791	45,791		



ARA US Hospitality Trust Unaudited Financial Statements Announcement For the third quarter 2019 and period from 9 May 2019 (Listing date) to 30 September 2019

#### **Notes to Statements of Cash Flows**

- (a) An aggregate of 565,909,000 Stapled Securities at US\$0.88 per Stapled Security amounting to US\$498 million were issued on the Listing Date.
- (b) The use of proceeds raised from the initial public offering is in accordance with the stated uses as disclosed in the Prospectus, and is set out below: -

	Actual	Per Prospectus	Variance
	US\$'000	US\$'000	US\$'000
Redemption of existing units and repayment of existing loan facilities	715,242	715,242	-
Transaction costs	17,701	28,063	10,362
Working capital	6,520	6,520	-
	739,463	749,825	10,362

The favorable variance is largely due to savings in IPO related fees and GST refund on the transaction costs. These savings will be used for working capital purposes. The Managers will make the appropriate announcements regarding any material development on the use of proceeds in compliance with the listing requirements of the SGX-ST, as and when required.



# 1(d)(i) Statements of Movements in Stapled Securityholders' Funds

ARA H-Trust		Stapled Security	Issue Costs	Revenue Reserve	Hedging Reserve	Revaluation Reserve	Total
	Note	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000
At the listing date (9 May 2019)	(a)	-	-	(52,164)	(2,331)	66,801	12,306
Total income for the period attributable to unitholders, net of tax		-	-	4,242	-	-	4,242
Increase in net assets from operations		-	-	(47,922)	(2,331)	66,801	16,548
Other comprehensive income							
Effective portion of changes in fair value of cash flow hedges		-	-	-	(5,173)	- 1	(5,173)
Deferred tax effects relating to revaluation of property, plant and equipment		-	-	-	-	(49)	(49)
Total comprehensive income for the period, net of tax		-	-	-	(5,173)	(49)	(5,222)
Contribution by and distribution to Stapled Securityholders							
Issue of new units on Initial Public Offering		498,000	-	-	-	- 1	498,000
Issue costs		-	(17,024)	-	-	-	(17,024)
Total contribution by and distribution to Stapled Securityholders		498,000	(17,024)	-	-	-	480,976
At 30 June 2019		498,000	(17,024)	(47,922)	(7,504)	66,752	492,302
Total income for the period attributable to unitholders, net of tax		-	-	4,228	-	-	4,228
Increase in net assets from operations		498,000	(17,024)	(43,694)	(7,504)	66,752	496,530
Other comprehensive income							
Effective portion of changes in fair value of cash flow hedges		-	-	-	(1,569)	-	(1,569)
Deferred tax effects relating to revaluation of property, plant and equipment		-	-	-	-	(71)	(71)
Total comprehensive income for the period, net of tax		-	-	-	(1,569)	(71)	(1,640)
Contribution by and distribution to Stapled Securityholders							
REIT Manager's and Trustee-Manager's base fee paid/payable in Stapled Securities	(b)	404	-	-	-	-	404
Total contribution by and distribution to Stapled Securityholders		404	-	-	-	-	404
At 30 September 2019		498,404	(17,024)	(43,694)	(9,073)	66,681	495,294

<sup>(</sup>a) For purpose of presenting the statement of movements in Stapled Securityholders' Funds from Listing date to 30 September 2019, the redemption of the ARA XVI Initial Stapled Securities on 9 May 2019 was included in the balance at Listing date.

<sup>(</sup>b) Represents 456,000 Stapled Securities issued as payment of 50% of Managers' base fees for the period from Listing date to 30 June 2019.



### 1(d)(i) Statements of Movements in Stapled Securityholders' Funds

ARA H-REIT		Stapled Security	Issue Costs	Revenue Reserve	Hedging Reserve	Total
	Note	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000
At the listing date (9 May 2019)	(a)	-	-	25,865	(2,331)	23,534
Total income for the period attributable to unitholders, net of tax		-	-	2,417	-	2,417
Increase in net assets from operations		-	-	28,282	(2,331)	25,951
Other comprehensive income						
Effective portion of changes in fair value of cash flow hedges		-	-	-	(5,173)	(5,173)
Total comprehensive income for the period, net of tax		-	-	-	(5,173)	(5,173)
Contribution by and distribution to Stapled Securityholders						
Issue of new units on Initial Public Offering		179,280	-	-	-	179,280
Issue costs		-	(10,212)	-	-	(10,212)
Total contribution by and distribution to Stapled Securityholders		179,280	(10,212)	-	-	169,068
At 30 June 2019		179,280	(10,212)	28,282	(7,504)	189,846
Total income for the period attributable to unitholders, net of tax		-	-	437	-	437
Increase in net assets from operations		179,280	(10,212)	28,719	(7,504)	190,283
Other comprehensive income						
Effective portion of changes in fair value of cash flow hedges		-	-	-	(1,569)	(1,569)
Total comprehensive income for the period, net of tax		-	-	-	(1,569)	(1,569)
Contribution by and distribution to Stapled Securityholders						
REIT Manager's base fee paid/payable in Stapled Securities	(b)	202	-	-	-	202
Total contribution by and distribution to Stapled Securityholders		202	-	-	-	202
At 30 September 2019		179,482	(10,212)	28,719	(9,073)	188,916

<sup>(</sup>a) For purpose of presenting the statement of movements in Stapled Securityholders' Funds from Listing date to 30 September 2019, the redemption of the ARA XVI Initial Stapled Securities on 9 May 2019 was included in the balance at Listing date.

<sup>(</sup>b) Represents 228,000 Stapled Securities issued as payment of REIT Manager's share of the base fees for the period from Listing date to 30 June 2019.



### 1(d)(i) Statements of Movements in Stapled Securityholders' Funds

ARA H-BT		Stapled Security	Issue Costs	Revenue Reserve	Revaluation Reserve	Total
	Note	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000
At the listing date (9 May 2019)	(a)	-	-	(6,716)	2,778	(3,938)
Total income for the period attributable to unitholders, net of tax		-	-	4,194	-	4,194
Increase in net assets from operations		-	-	(2,522)	2,778	256
Contribution by and distribution to Stapled Securityholders						
Issue of new units on Initial Public Offering		318,720	-	-	-	318,720
Issue costs		-	(6,812)	-	-	(6,812)
Total contribution by and distribution to Stapled Securityholders		318,720	(6,812)	-	-	311,908
At 30 June 2019		318,720	(6,812)	(2,522)	2,778	312,164
Total income for the period attributable to unitholders, net of tax		-	-	7,885	-	7,885
Increase in net assets from operations		318,720	(6,812)	5,363	2,778	320,049
Contribution by and distribution to Stapled Securityholders						
Trustee-Manager's base fee paid/payable in Stapled Securities	(b)	202	-	-	-	202
Total contribution by and distribution to Stapled Securityholders		202	-	-	-	202
At 30 September 2019		318,922	(6,812)	5,363	2,778	320,251

<sup>(</sup>a) For purpose of presenting the statement of movements in Stapled Securityholders' Funds from Listing date to 30 September 2019, the redemption of the ARA XVI Initial Stapled Securities on 9 May 2019 was included in the balance at Listing date.

<sup>(</sup>b) Represents 228,000 Stapled Securities issued as payment of Trustee-Manager's share of the base fees for the period from Listing date to 30 June 2019.



#### 1(d)(ii) Details of any changes in the Stapled Securities

		ARA H-Trust
		Units
	Note	'000
Balance at Listing Date	(a)	-
New Stapled Securities issued at Initial Public Offering		565,909
Total Issued Stapled Securities as at 30 June 2019		565,909
New Stapled Securities issued:		
REIT Manager's and Trustee-Manager's base fee paid in Stapled Securities		456
Total Issued Stapled Securities as at 30 September 2019		566,365
Stapled Securities to be issued:		
REIT Manager's and Trustee-Manager's base fee payable in Stapled Securities	(b)	606
Total Stapled Securities issued and to be issued as at 30 September 2019		566,971

- (a) For purposes of presentation, the redemption of 198,392,000 ARA XVI Initial Stapled Securities held by ARA XVI on 9 May 2019 was included in the balance at Listing date.
- (b) The Stapled Securities to be issued to the REIT Manager and Trustee-Manager in satisfaction of 50% of their management base fees for the period from 1 July 2019 to 30 September 2019. The number of Stapled Securities is determined based on volume weighted average price for the last 10 business days immediately preceding 30 September 2019.

# 1(d)(iii) Total number of issued Stapled Securities excluding treasury Stapled Securities at the end of the current financial period reported on

ARA H-Trust does not hold any treasury Stapled Securities as at 30 September 2019. The total number of issued Stapled Securities in ARA H-Trust was 566,365,000 as at 30 September 2019.

# 1(d)(iv) A statement showing all sales, transfers, disposal, cancellation and/or use of treasury Stapled Securities as at the end of the current financial period reporting on

Not applicable.



2 Whether the figures have been audited or reviewed, and in accordance with which auditing standard or practice

The figures for the financial period from 9 May 2019 to 30 September 2019 have not been audited but have been reviewed by the independent auditors in accordance with Singapore Standard on Review Engagements 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity".

Where the figures have been audited or reviewed, the auditors' report (including any qualifications or emphasis of a matter

Please see attached review report.

4 Whether the same accounting policies and methods of computation as in the issuer's most recently audited financial statements have been applied

There is no change in the accounting policies and methods of computation adopted as disclosed in the Prospectus.

If there are any changes in the accounting policies and methods of computation, including any required by an accounting standard, what has changed, as well as the reasons for, and the effect of, the change

There is no change in the accounting policies and methods of computation adopted.



# 6 Group Earnings per Stapled Security ("EPS") and Distribution per Stapled Security ("DPS") for the financial period

Earnings per Stapled Security:

ARA H-Trust	Q3 2019	Listing Date to 30 September 2019
Weighted average number of Stapled Securities in issue ('000)	566,221	566,107
Weighted average number of Stapled Securities in issue ('000) <sup>(1)</sup>	566,971	566,749
Basic EPS (US cents)	0.75	1.50
Diluted EPS (US cents)	0.75	1.49

### Distribution per Stapled Security:

ARA H-Trust	Q3 2019	Listing Date to 30 September 2019
Number of Stapled Securities on issue at the end of		
period ('000)	566,365	566,365
Number of Stapled Securities on issue at the end of		
period ('000) (1)	566,971	566,971
Basic and Diluted DPS (US cents)	1.78	3.13

<sup>(1)</sup> Included 606,000 Stapled Securities to be issued as satisfaction of REIT Manager's and Trustee-Manager's base management fee for the period from 1 July 2019 to 30 September 2019.

# 7 Group Net Asset Value ("NAV") per Stapled Security and Net Tangible Asset ("NTA") per Stapled Security at the end of current financial period

ARA H-Trust	As at 30 September 2019
NAV and NTA per Stapled Security (US\$)	0.87

### 8 Review of the performance of the Group

Please refer to section 9 on the review of the performance against the forecast as disclosed in the Prospectus.



# 9 Where a forecast, or prospect statement, has been previously disclosed to shareholders, any variance between it and the actual results

ARA H-Trust			Q3 2019		Listing Date to 30 Sep		tember 2019
		Actual	Forecast	Variance	Actual	Forecast	Variance
	Note	US\$'000	US\$'000	%	US\$'000	US\$'000	%
Room revenue		44,736	48,461	(7.7%)	72,299	76,392	(5.4%)
Other operating revenue	(a)	2,101	2,429	(13.5%)	3,361	3,693	(9.0%)
Total Revenue		46,837	50,890	(8.0%)	75,660	80,085	(5.5%)
Room expenses		(12,989)	(13,057)	0.5%	(20,474)	(20,666)	0.9%
Other operating expenses		(1,328)	(1,451)	8.5%	(2,101)	(2,208)	4.8%
Administrative and general expenses		(4,044)	(4,049)	0.1%	(6,282)	(6,389)	1.7%
Sales and marketing expenses		(3,870)	(3,798)	(1.9%)	(6,085)	(6,003)	(1.4%)
Franchise fee		(2,237)	(2,438)	8.2%	(3,608)	(3,837)	6.0%
Property operations and maintenance expenses		(2,641)	(2,628)	(0.5%)	(4,112)	(4,140)	0.7%
Utilities		(1,942)	(1,856)	(4.6%)	(2,863)	(2,928)	2.2%
Gross operating profit	(b)	17,786	21,613	(17.7%)	30,135	33,914	(11.1%)
Hotel management fee		(1,405)	(1,527)	8.0%	(2,270)	(2,403)	5.5%
Property taxes		(1,973)	(2,170)	9.1%	(3,117)	(3,431)	9.2%
Other expenses	(c)	(904)	(590)	(53.2%)	(1,382)	(933)	(48.1%)
Net Property Income		13,504	17,326	(22.1%)	23,366	27,147	(13.9%)
Depreciation	(d)	(5,313)	(6,069)	12.5%	(8,372)	(9,565)	12.5%
REIT Manager's and Trustee-Manager's Management fees	(e)	(1,061)	(1,456)	27.1%	(1,869)	(2,257)	17.2%
Trustee-Manager's trustee fee		(30)	(31)	3.2%	(47)	(48)	2.1%
REIT Trustee's fee		(28)	(27)	(3.7%)	(44)	(42)	(4.8%)
Net finance costs	(f)	(2,339)	(2,743)	14.7%	(3,723)	(4,324)	13.9%
Other trust expenses	(g)	(488)	(630)	22.5%	(847)	(993)	14.7%
Net income for the period before tax		4,245	6,370	(33.4%)	8,464	9,918	(14.7%)
Taxation		(17)	20	N.M.	6	(8)	N.M.
Net income for the period after tax		4,228	6,390	(33.8%)	8,470	9,910	(14.5%)
Add:							
Distribution adjustments	(h)	5,849	4,995	17.1%	9,284	8,914	4.2%
Distributable Income		10,077	11,385	(11.5%)	17,754	18,824	(5.7%)

N.M. - not meaningful

ARA US HOSPITALITY

ARA US Hospitality Trust Unaudited Financial Statements Announcement For the third quarter 2019 and period from 9 May 2019 (Listing date) to 30 September 2019

# Notes:

(a)	Other operating revenue
	Other operating revenue was lower than forecast due to lower food & beverage sales for 3Q 2019.
(b)	Gross operating profit
	Gross operating profit was lower than forecast primarily due to lower gross revenue. For the period from Listing date to 30 September 2019, occupancy remained strong at 81.3% while Average Daily Rate ("ADR") at US\$124 was 4% lower than forecast, with gross revenue lower by 5.5% from forecast. Property expenses were mainly in line with forecast for 3Q 2019 and period from Listing date to 30 September 2019.
(c)	Other expenses
	Other expenses primarily comprise insurance and rental expenses, which were higher than forecast. The portfolio is currently insured under Aimbridge's master insurance program and premiums increased in 2019 based on the claims history of the other hotels managed by Aimbridge that were affected by natural disasters. Lease expenses relating to Richmond West Hyatt House ground lease continued to be incurred prior to the completion of the purchase of the leasehold interest to be converted to freehold interest.
(d)	Depreciation
	Relates to non-cash accounting depreciation expense of land & building, and furniture, fixtures and equipment.
(e)	REIT Manager's and Trustee-Manager's management fees
	REIT Manager's and Trustee-Manager's management fees for 3Q 2019 were lower than forecast due to lower distributable income.
(f)	Net finance costs
	Net finance costs were lower than forecast mainly due to lower interest rates, interest income from fixed deposits and the repayment of US\$7.5m revolving credit facility in May 2019.
(g)	Other trust expenses
	Other trust expenses for 3Q 2019 were lower than forecast primarily due to lower professional fees and miscellaneous expenses.
(h)	Distribution adjustments
	Relates to adjustments for non-cash depreciation, amortisation of upfront debt-related costs, manager's fees paid/payable in Stapled Securities and deferred tax credits.



#### 10 Commentary on the significant trends and competitive conditions of the industry in which the group operates and any known factors or events that may affect the group in the next reporting period and the next 12 months

For the period 9 May (listing date) till 30 September 2019, the portfolio generated a robust GOP margin of 39.8% and NPI margin of 30.9%, underscoring the highly profitable nature of upscale select-service hotels. The cash flow from operations, coupled with additional savings from our financing, resulted in DPS of 3.13 US cents for the cumulative period since listing.

For the same period, the portfolio recorded a RevPAR of US\$101, or 5.1% lower than forecast. The variance in performance is primarily attributable to new supply impact in various markets. Supply headwinds were exacerbated with demand dislocations (e.g., Hurricane Dorian in September) and property management turnover in some instances. Nevertheless, the portfolio achieved an occupancy of 81.3%, a testament to the appeal of our Hyatt-branded portfolio and affirmation of our upscale selectservice segment investment strategy. Furthermore, the portfolio's RevPAR index of 106.4% demonstrates the strength of the portfolio in outperforming its competition.

The upscale select-service segment experienced supply growth of 4.7%1 (compared to 2.0%1 for the US) for the first three quarters of this year as hotel brands and developers continue to favor selectservice hotels because of the superior demand profile driven by customer preference. Meanwhile, demand growth for the segment lagged at 3.7%1, yet still continued to outpace total US demand growth of 2.0%1 for the first three quarters. The temporary supply and demand imbalance resulted in a 1.0%1 decline in occupancy with a 0.6%1 increase in ADR. As a result, RevPAR for this segment decreased by 0.5%<sup>1</sup>. While supply headwinds have impacted RevPAR growth, it is considered to be a temporary condition and RevPAR performance is expected to gradually as improve as new supply is absorbed and introductory rates taper off.

In order to combat the effects of new supply, the Managers have initiated a comprehensive action plan for the portfolio: 1.) Revenue management initiatives to optimize pricing (ADR); 2.) Sales initiatives to enhance group captures and improve digital marketing; 3.) Cost management strategies focused on productivity improvements and detailed expense reviews; and 4.) Asset enhancement initiatives (AEI) concentrated on enhancing quest appeal, such as television platform upgrades and improved internet access. These initiatives will help defend occupancy in the short term and accelerate RevPAR growth as the supply-demand imbalance subsides.

The overall economy reflects the underlying demand backdrop for US. The US reported an annualized real GDP growth rate of 2.0% for the second quarter of 2019 compared to 3.1% for the first quarter of 2019<sup>2</sup>. The US labor market continues to tighten with unemployment rate at 3.5% in September 2019, compared to 3.7% in June 20193. With full employment, the US consumer has been the primary driver behind continued economic growth, as consumer consumption accounts for nearly 70% of GDP growth. As lodging demand is highly correlated with GDP growth, the continued health of the US economy bodes well for the US lodging industry, particularly for a domestic-travel oriented hotel portfolio such as ours.

Adding to our premium select service portfolio, on 6 November 2019, the Managers announced the proposed acquisition of a portfolio of three premium Marriott-branded upscale select-service hotels for an estimated consideration of US\$84.5 million. The three properties, which are located in prime locations with robust key demand drivers, will further enhance our geographical and brand diversification and increase our earnings base. The proposed acquisition is expected to be funded by bank loans and internal cash resources and will be DPS accretive to the Stapled Securityholders. The proposed acquisition demonstrates the Managers' ability to originate deals in the world's largest lodging market and execute third-party transactions at attractive yields.

The acquisition pipeline remains robust, and the Managers are continuing to source for potential yield accretive acquisitions to enhance Stapled Securityholder value.

Barring unforeseen circumstances, the Managers expect the Distributable Income for the period from Listing date to 31 December 2019 to be in line with its IPO forecast.

STR report for September 2019

Bureau of Economic Analysis, United States Department of Commerce
 Bureau of Labor Statistics, United States Department of Labor



#### 11 Distributions

(a) Current financial period	
Any distribution declared for the current period	No
(b) Corresponding period of the immediately preceding financial year	
Any distribution declared for the corresponding period of the immediately preceding financial year?	Not applicable
(c) Date payable	Not applicable
(d) Books Closure date	Not applicable

# 12 If no distribution has been declared/(recommended), a statement to that effect and the reason(s) for the decision

No distribution has been declared/recommended for the current financial period.

The first distribution after Listing date will be for the period from Listing date to 31 December 2019 and will be paid on or before 31 March 2020 as stated in the Prospectus dated 2 May 2019.

# 13 Aggregate value of Interested Person Transactions under Rule 920(1)(a)(ii) of the Listing Manual

The Group has not obtained a general mandate from Stapled Securityholders for Interested Person Transactions.

#### 14 Negative confirmation pursuant to Rule 705(5) of the Listing Manual

The Board of Directors of the ARA Trust Management (USH) Pte. Ltd. (as manager of ARA US Hospitality Property Trust) and ARA Business Trust Management (USH) Pte. Ltd. (as trustee-manager of ARA US Hospitality Management Trust), hereby confirm that, to the best of our knowledge, nothing has come to our attention which may render the unaudited interim financial statements of ARA US Hospitality Trust for the period ended 30 September 2019 to be false or misleading in any material respect.



US HOSPITALITY

ARA US Hospitality Trust Unaudited Financial Statements Announcement For the third quarter 2019 and period from 9 May 2019 (Listing date) to 30 September 2019

#### 15 Confirmation pursuant to Rule 720(1) of the Listing Manual

The REIT Manager and Trustee-Manager confirm that it has procured undertakings from all its directors and executive officers in the format set out in Appendix 7.7 pursuant to Rule 720(1) of the Listing Manual.

On behalf of the Board of Directors ARA Trust Management (USH) Pte. Ltd. ARA Business Trust Management (USH) Pte. Ltd.

Stephen Ray Finch Independent Chairman and Director 6 November 2019 Seow Bee Lian Director 6 November 2019

#### **Important Notice**

This release may contain forward-looking statements that involve risks and uncertainties. Actual future performance, outcomes and results may differ materiality from those expressed in forward-looking statements as a result of a number of risks, uncertainties and assumptions. Representative examples of these factors include (without limitation) general industry and economic conditions, interest rate trends, cost of capital and capital availability, competition from similar developments, shifts in expected levels of property rental income, changes in operating expenses (including employee wages, benefits and training costs), property expenses and governmental and public policy changes and the continued availability of financing in the amounts and the terms necessary to support future business. Investors are cautioned not to place undue reliance on these forward-looking statements, which are based on the current views of management on future events.

The value of the Stapled Securities in ARA H-Trust ('Stapled Securities") and the income derived by them, if any, may fall or rise. Stapled Securities are not obligations of, deposits in, or guaranteed by, REIT Manager, Trustee-Manager or any of its affiliates. An investment in the Stapled Securities is subject to investment risks, including the possible loss of the principal amount invested.

Investors should note that they will have no right to request the REIT Manager or the Trustee-Manager to redeem or purchase their Stapled Securities for so long as the Stapled Securities are listed on Singapore Exchange Securities Trading Limited ("SGX-ST"). It is intended that holders of Stapled Securities may only deal in their Stapled Securities through trading on the SGX-ST. The listing of the Stapled Securities on SGX-ST does not guarantee a liquid market for the Stapled Securities.

The past performance of ARA H-Trust is not necessarily indicative of the future performance of ARA H-Trust.



KPMG LLP 16 Raffles Quay #22-00 Hong Leong Building Singapore 048581 Telephone Fax Internet +65 6213 3388 +65 6225 0984 kpmg.com.sg

# Report on review of Interim Financial Information

The Board of Directors
ARA Trust Management (USH) Pte. Ltd.
(in its capacity as Manager of
ARA US Hospitality Property Trust) ("Manager")
5 Temasek Boulevard
#12-01 Suntec Tower Five
Singapore 038985

The Board of Directors
ARA Business Trust Management (USH) Pte. Ltd.
(in its capacity as Trustee-Manager of
ARA US Hospitality Management Trust) ("Trustee-Manager")
5 Temasek Boulevard
#12-01 Suntec Tower Five
Singapore 038985

5 November 2019

Dear Sirs

#### **ARA US Hospitality Trust**

#### Introduction

We have reviewed the accompanying interim financial information (the "Interim Financial Information") of ARA US Hospitality Trust ("ARA H-Trust") for the period from 9 May 2019 (Listing date) to 30 September 2019. ARA H-Trust comprises ARA US Hospitality Property Trust ("ARA H-REIT") and its subsidiaries and ARA US Hospitality Management Trust ("ARA H-BT") and its subsidiaries. The Interim Financial Information consists of the following:

- Statement of financial position of ARA H-Trust as at 30 September 2019;
- Statement of comprehensive income of ARA H-Trust for the period from 9 May 2019 (Listing date) to 30 September 2019;
- Statement of movements in unitholders' funds of ARA H-Trust for the period from 9 May 2019 (Listing date) to 30 September 2019;
- Statement of cash flows of ARA H-Trust for the period from 9 May 2019 (Listing date) to 30 September 2019; and
- Certain explanatory notes to the above Interim Financial Information.



The management of ARA Trust Management (USH) Pte. Ltd. (the "Manager" of ARA H-REIT) and ARA Business Trust Management (USH) Pte. Ltd. (the "Trustee-Manager" of ARA H-BT) (collectively, the "Managers") are responsible for the preparation and presentation of this Interim Financial Information in accordance with Singapore Financial Reporting Standard (International) ("SFRS(I)") 1-34 *Interim Financial Reporting*. Our responsibility is to express a conclusion on this Interim Financial Information based on our review.

#### Scope of review

We conducted our review in accordance with Singapore Standard on Review Engagements 2410 Review of Interim Financial Information Performed by the Independent Auditor of the Entity. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Singapore Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

#### Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying Interim Financial Information is not prepared, in all material respects, in accordance with SFRS(I) 1-34 Interim Financial Reporting.

#### Restriction on use

Our report is provided in accordance with the terms of our engagement. Our work was undertaken so that we might report to you on the Interim Financial Information for the purpose of assisting ARA H-Trust to meet the requirements of paragraph 3 of Appendix 7.2 of the Singapore Exchange Limited Listing Manual and for no other purpose. Our report is included in ARA H-Trust's announcement of its Interim Financial Information for the information of the holders of its stapled securities. We do not assume responsibility to anyone other than ARA H-Trust for our work, for our report, or for the conclusions we have reached in our report.

KPMG LLP
Public Accountants and
Chartered Accountants

**Singapore** 5 November 2019