

HOTEL PROPERTIES LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration No. 198000348Z)

**MANDATORY CONDITIONAL CASH OFFER FOR HOTEL PROPERTIES LIMITED –
DEALINGS DISCLOSURE**

1. Introduction

The Board of Directors (the “**Board**”) of Hotel Properties Limited (“**HPL**” or the “**Company**”) refers to the announcement dated 14 April 2014 in respect of a mandatory conditional cash offer made by Standard Chartered Bank, acting for and on behalf of 68 Holdings Pte. Ltd. (the “**Offeror**”), for all the ordinary shares in the capital of the Company (the “**HPL Shares**”) not already owned, controlled or agreed to be acquired by the Offeror.

2. Dealings

Pursuant to Rule 12.1 of the Singapore Code on Take-over and Mergers, the Company wishes to report dealings in the relevant securities of the Company on 21 May 2014 by associates of the Company and the Company, as follows:

2.1 Exercise of options by Lee Show Chun

Name of Associate of HPL	Lee Show Chun
Relationship with HPL	Director of subsidiaries and associated companies of HPL
Nature of dealing	Exercise of options ⁽¹⁾
Number of options exercised	120,000
Number of HPL Shares under options	120,000
Exercise date	21 May 2014
Exercise price	S\$2.52
Remaining number of options held	120,000
Resultant total number of HPL Shares owned or controlled	120,800
Resultant total percentage of HPL Shares owned or controlled ⁽²⁾	0.02%

2.2 Exercise of options by Jeffry Lee Yu Chern

Name of Associate of HPL	Jeffry Lee Yu Chern
Relationship with HPL	Director of subsidiaries and associated companies of HPL

Nature of dealing	Exercise of options ⁽¹⁾
Number of options exercised	360,000
Number of HPL Shares under options	360,000
Exercise date	21 May 2014
Exercise price	(a) S\$1.89 (in respect of 120,000 options); (b) S\$2.02 (in respect of 120,000 options); and (c) S\$2.52 (in respect of 120,000 options)
Remaining number of options held	120,000
Resultant total number of HPL Shares owned or controlled	360,000
Resultant total percentage of HPL Shares owned or controlled ⁽²⁾	0.07%

2.3 Exercise of options by Gan Kim Leng

Name of Associate of HPL	Gan Kim Leng
Relationship with HPL	Director of subsidiaries and associated companies of HPL
Nature of dealing	Exercise of options ⁽¹⁾
Number of options exercised	240,000
Number of HPL Shares under options	240,000
Exercise date	21 May 2014
Exercise price	(a) S\$1.89 (in respect of 80,000 options); (b) S\$2.02 (in respect of 80,000 options); and (c) S\$2.52 (in respect of 80,000 options)
Remaining number of options held	0
Resultant total number of HPL Shares owned or controlled	240,000
Resultant total percentage of HPL Shares owned or controlled ⁽²⁾	0.05%

2.4 Exercise of options by Lam Pey Chin

Name of Associate of HPL	Lam Pey Chin
Relationship with HPL	Director of subsidiaries and associated companies of HPL
Nature of dealing	Exercise of options ⁽¹⁾
Number of options exercised	360,000
Number of HPL Shares under options	360,000
Exercise date	21 May 2014
Exercise price	(a) S\$1.89 (in respect of 120,000 options); (b) S\$2.02 (in respect of 120,000 options); and (c) S\$2.52 (in respect of 120,000 options)
Remaining number of options held	120,000
Resultant total number of HPL Shares owned or controlled	360,000
Resultant total percentage of HPL Shares owned or controlled ⁽²⁾	0.07%

2.5 Exercise of options by Yow Tain Seh

Name of Associate of HPL	Yow Tain Seh
Relationship with HPL	Director of subsidiaries and associated companies of HPL
Nature of dealing	Exercise of options ⁽¹⁾
Number of options exercised	300,000
Number of HPL Shares under options	300,000
Exercise date	21 May 2014
Exercise price	(a) S\$1.89 (in respect of 100,000 options); (b) S\$2.02 (in respect of 100,000 options); and (c) S\$2.52 (in respect of 100,000 options)
Remaining number of options held	100,000

Resultant total number of HPL Shares owned or controlled	300,000
Resultant total percentage of HPL Shares owned or controlled ⁽²⁾	0.06%

2.6 Exercise of options by Chua Siew Chong

Name of Associate of HPL	Chua Siew Chong
Relationship with HPL	Director of subsidiaries and associated companies of HPL
Nature of dealing	Exercise of options ⁽¹⁾
Number of options exercised	40,000
Number of HPL Shares under options	40,000
Exercise date	21 May 2014
Exercise price	(a) S\$1.72 (in respect of 20,000 options); and (b) S\$2.33 (in respect of 20,000 options)
Remaining number of options held	30,000
Resultant total number of HPL Shares owned or controlled	40,000
Resultant total percentage of HPL Shares owned or controlled ⁽²⁾	0.01%

2.7 Issue of HPL Shares by the Company

Nature of dealing	Issue of HPL Shares pursuant to: (a) the exercise of options as described in paragraphs 2.1 to 2.6 above; and (b) the exercise of options ⁽¹⁾ by optionholders other than as described in paragraphs 2.1 to 2.6 above
Total number of HPL Shares issued by the Company	1,540,000
Percentage of HPL Shares ⁽²⁾	0.30%
Issue price per HPL Share (excluding brokerage commission, clearing fees, stamp duties and Goods and Services Tax)	(a) 40,000 HPL Shares at S\$1.72 each; (b) 420,000 HPL Shares at S\$1.89 each; (c) 460,000 HPL Shares at S\$2.02 each;

	(d) 40,000 HPL Shares at S\$2.33 each; and (e) 580,000 HPL Shares at S\$2.52 each
Resultant total number of HPL Shares owned or controlled	N.A.
Resultant total percentage of HPL Shares owned or controlled	N.A.

Notes:

- (1) Being options granted under the Hotel Properties Limited Share Option Scheme 2000 and/or the Hotel Properties Limited Share Option Scheme 2010.
- (2) Based on 518,868,851 HPL Shares, including 1,540,000 HPL Shares to be issued pursuant to the dealings referred to in this announcement.

Percentage figures are rounded to the nearest two decimal places.

3. Directors' Responsibility Statement

The Directors of the Company (including those who have delegated detailed supervision of this announcement) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this announcement are fair and accurate and that there are no material facts not contained in this announcement, the omission of which would make any statement in this announcement misleading, and they jointly and severally accept responsibility accordingly.

Where any information has been extracted or reproduced from published or otherwise publicly available sources, the sole responsibility of the Directors of the Company has been to ensure through reasonable enquiries that such information is accurately extracted from such sources or, as the case may be, accurately reflected or reproduced in this announcement.

By Order of the Board

Lo Swee Oi
Company Secretary
22 May 2014, Singapore