#### NOT FOR DISTRIBUTION IN OR INTO THE UNITED STATES

This announcement is for information purposes only and does not constitute an offer or an invitation to induce an offer by any person to acquire, purchase or subscribe for securities. Potential investors should read the prospectus dated 16 May 2013 (the "**Prospectus**") of Langham Hospitality Investments as constituted pursuant to a deed of trust on 8 May 2013 under the laws of Hong Kong, the trustee of which is LHIL Manager Limited ("Langham Hospitality Investments") and Langham Hospitality Investments Limited (the "Company") for detailed information about Langham Hospitality Investments and the Company and the Global Offering described below before deciding whether or not to invest in the Share Stapled Units being offered.

This announcement does not constitute and is not an offer to sell or a solicitation of any offer to buy securities in Hong Kong, the United States or elsewhere. The securities referred to in this announcement have not been and will not be registered under the U.S. Securities Act of 1933 (as amended) (the "U.S. Securities Act") or any state securities laws of the United States and may not be offered or sold in the United States absent registration under the U.S. Securities Act or except pursuant to an applicable exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act. Neither Langham Hospitality Investments nor the Company intends to register its securities under the U.S. Securities Act or to engage in a public offering of its securities in the United States.

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the "Stock Exchange") and Hong Kong Securities Clearing Company Limited ("HKSCC") take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

Unless defined herein, terms used in this announcement shall have the same meanings as those defined in the Prospectus.

# GLOBAL OFFERING OF SHARE STAPLED UNITS to be jointly issued by



**HOSPITALITY INVESTMENTS** 

## **Langham Hospitality Investments**

(as constituted pursuant to a deed of trust on 8 May 2013 under the laws of Hong Kong, the trustee of which is LHIL Manager Limited)

## **Langham Hospitality Investments Limited**

(incorporated in the Cayman Islands with limited liability)

Number of Offer Share Stapled Units: under the Global Offering

Number of Hong Kong Offer Share Stapled

**Number of International Offer Share** 

**Stapled Units** 

**Maximum Offer Price** 

852,174,000 Share Stapled Units (subject to the **Over-allotment Option**)

85,218,000 Share Stapled Units (subject to

reallocation)

766,956,000 Share Stapled Units (subject to reallocation and the Over-allotment Option)

HK\$5.36 per Offer Share Stapled Unit plus brokerage of 1.0%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars and subject to refund)

Stock Code : 1270

**Joint Global Coordinators and Joint Sponsors** (in alphabetical order)

Deutsche Bank Group

HSBC (X)

**Joint Bookrunners** (in alphabetical order)



Deutsche Bank Group



**Joint Lead Managers** (in alphabetical order)



CREDIT SUISSE

Deutsche Bank Group





**Co-Lead Managers** (in alphabetical order)





Application has been made to the Listing Committee of the Stock Exchange for the granting of the approval for the listing of, and permission to deal in, the Share Stapled Units in issue and to be issued pursuant to the Reorganisation and the Global Offering, as further described in the Prospectus. In the event that the Over-Allotment Option is exercised, an announcement will be made by the Trustee-Manager and the Company. Assuming that the Hong Kong Public Offering becomes unconditional at or before 8:00 a.m. in Hong Kong on 30 May 2013, it is expected that dealings in the Share Stapled Units on the Stock Exchange will commence at 9:00 a.m. on 30 May 2013.

Applications for the Offer Share Stapled Units will only be considered on the basis of the terms and conditions set out in the Prospectus and the Application Forms.

#### **IMPORTANT**

Langham Hospitality Investments and the Company will be relying on section 9A of the Companies Ordinance (Exemption of Companies and Prospectuses from Compliance with Provisions) Notice (Chapter 32L of the Laws of Hong Kong) and will be issuing (a) the WHITE and YELLOW Application Forms without them being accompanied by a printed Prospectus and (b) the BLUE Application Forms to the relevant Qualifying Great Eagle Shareholders without them being accompanied by a printed Prospectus, unless Qualifying Great Eagle Shareholders have elected to receive printed copies of the Prospectus under Great Eagle's corporate communications policy in which case the printed Prospectus will be despatched to them separately. The contents of the printed Prospectus are identical to the electronic form of the Prospectus which can be accessed and downloaded from the websites of the Company at <a href="https://www.langhamhospitality.com">www.langhamhospitality.com</a> and the Stock Exchange at <a href="https://www.hkexnews.hk">www.hkexnews.hk</a>, under the "HKExnews > Listed Company Information > Latest Listed Company Information" section, respectively.

Members of the public and Qualifying Great Eagle Shareholders who wish to obtain a copy of the printed Prospectus may obtain a copy, free of charge, upon request during normal business hours from 9:00 a.m. on Thursday, 16 May 2013 until 12:00 noon on Wednesday, 22 May 2013 at the following locations:

1. any of the following branches of the receiving banks for the Hong Kong Public Offering:

#### (a) The Hongkong and Shanghai Banking Corporation Limited

	<b>Branch Name</b>	Address
Hong Kong Island	Hong Kong Office	Level 3, 1 Queen's Road Central
Kowloon	Mong Kok Branch	Basement & U/G,
		673 Nathan Road,
		Mong Kok
<b>New Territories</b>	Shatin Plaza Branch	Shop 49, Level 1,
		Shatin Plaza,
		21-27 Sha Tin Centre Street,
		Sha Tin

#### (b) Bank of China (Hong Kong) Limited

	<b>Branch Name</b>	Address
Hong Kong Island	Connaught Road Central Branch	13-14 Connaught Road Central
Kowloon	To Kwa Wan Branch	80N To Kwa Wan Road,
		To Kwa Wan
<b>New Territories</b>	Castle Peak Road	201-207 Castle Peak Road,
	(Tsuen Wan) Branch	Tsuen Wan

- 2. any of the following addresses of the Joint Global Coordinators:
  - (a) **Deutsche Bank AG, Hong Kong Branch**, at Level 52, International Commerce Centre, 1 Austin Road West, Kowloon, Hong Kong; and
  - (b) **The Hongkong and Shanghai Banking Corporation Limited**, at Level 15, 1 Queen's Road Central, Hong Kong; and
- 3. the Depository Counter of HKSCC at 2nd Floor, Infinitus Plaza, 199 Des Voeux Road Central, Hong Kong.

Details of where printed Prospectuses may be obtained will be displayed prominently at every branch of The Hongkong and Shanghai Banking Corporation Limited and Bank of China (Hong Kong) Limited where WHITE Application Forms are distributed.

During normal business hours from 9:00 a.m. on Thursday, 16 May 2013 until 12:00 noon on Wednesday, 22 May 2013, at least three copies of the printed Prospectus will be available for inspection at every location where the **WHITE** and **YELLOW** Application Forms are distributed as set out in the section headed "How to apply for Hong Kong Offer Share Stapled Units and Reserved Share Stapled Units – Applications for Hong Kong Offer Share Stapled Units – How to apply for Hong Kong Offer Share Stapled Units – Applying by using an Application Form" in the Prospectus.

Applicants who would like to be allotted Hong Kong Offer Share Stapled Units in their own names should (i) complete and sign the WHITE Application Forms or (ii) submit applications online through the designated website of the White Form eIPO Service Provider at www.eipo.com.hk under the White Form eIPO service. Applicants who would like to have the allotted Hong Kong Offer Share Stapled Units issued in the name of HKSCC Nominees Limited and deposited directly into Central Clearing and Settlement System ("CCASS") for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants maintained in CCASS should either (i) complete and sign the YELLOW Application Forms or (ii) give electronic application instructions to HKSCC via CCASS.

Copies of the **WHITE** Application Form may be obtained during normal business hours from 9:00 a.m. on Thursday, 16 May 2013 until 12:00 noon on Wednesday, 22 May 2013 from:

# 1. any of the following branches of **The Hongkong and Shanghai Banking Corporation**Limited and Bank of China (Hong Kong) Limited:

## (a) The Hongkong and Shanghai Banking Corporation Limited

	Branch Name	Address
Hong Kong Island	Hong Kong Office North Point Branch	Level 3, 1 Queen's Road Central G/F, Winner House, 306-316 King's Road, North Point
	Des Voeux Road Central Branch	China Insurance Group Building, 141 Des Voeux Road Central
	Hopewell Centre Branch	Shops 2A, 2/F, Hopewell Centre, 183 Queen's Road East, Wan Chai
Kowloon	Amoy Plaza Branch	Shops G193 – 200 & 203, G/F, Amoy Plaza Phase II, 77 Ngau Tau Kok Road
	Mong Kok Branch	Basement & U/G, 673 Nathan Road, Mong Kok
New Territories	Shatin Plaza Branch	Shop 49, Level 1, Shatin Plaza, 21-27 Sha Tin Centre Street, Sha Tin
	Yuen Long Branch	G/F, HSBC Building Yuen Long, 150-160 Castle Peak Road, Yuen Long

### (b) Bank of China (Hong Kong) Limited

	<b>Branch Name</b>	Address
Hong Kong Island	Bank of China Tower Branch	3/F, 1 Garden Road
	Connaught Road Central Branch	13-14 Connaught Road Central
	Taikoo Shing Branch	Shop G1006, Hoi Sing Mansion, Taikoo Shing

	<b>Branch Name</b>	Address
Kowloon	Yau Ma Tei Branch	471 Nathan Road, Yau Ma Tei
	Tsim Sha Tsui East	Shop G02-03,
	Branch	Inter-Continental Plaza,
		94 Granville Road,
		Tsim Sha Tsui
	To Kwa Wan Branch	80N To Kwa Wan Road,
		To Kwa Wan
	Tseung Kwan O Plaza	Shop 112-125, Level 1,
	Branch	Tseung Kwan O Plaza,
		Tseung Kwan O
<b>New Territories</b>	Castle Peak Road	201-207 Castle Peak Road,
	(Tsuen Wan) Branch	Tsuen Wan

- 2. or any of the following addresses of the Joint Global Coordinators:
  - (a) **Deutsche Bank AG, Hong Kong Branch**, at Level 52, International Commerce Centre, 1 Austin Road West, Kowloon, Hong Kong; and
  - (b) **The Hongkong and Shanghai Banking Corporation Limited**, at Level 15, 1 Queen's Road Central, Hong Kong.

Copies of the Prospectus, together with the **YELLOW** Application Form, may be obtained during normal business hours from 9:00 a.m. on Thursday, 16 May 2013 until 12:00 noon on Wednesday, 22 May 2013 at the Depository Counter of HKSCC at 2nd Floor, Infinitus Plaza, 199 Des Voeux Road Central, Hong Kong; or your stockbroker, who may have such Application Forms and the Prospectus available.

Applicants applying by **White Form eIPO** may submit applications through the designated website at **www.eipo.com.hk** from 9:00 a.m. on Thursday, 16 May 2013 until 11:30 a.m. on Wednesday, 22 May 2013 or such later time as described in the section headed "*How to apply for Hong Kong Offer Share Stapled Units and Reserved Share Stapled Units – Applications for Hong Kong Offer Share Stapled Units – When may applications be made – Effect of bad weather on the opening and closing of the application lists" in the Prospectus (24 hours daily, except on the last application day).* 

CCASS Participants can input **electronic application instructions** from 9:00 a.m. on Thursday, 16 May 2013 until 12:00 noon on Wednesday, 22 May 2013.

Please refer to the sections headed "Structure of the Global Offering" and "How to apply for Hong Kong Offer Share Stapled Units and Reserved Share Stapled Units" in the Prospectus for details of the conditions and procedures of the Hong Kong Public Offering.

The Trustee-Manager and the Company expect to announce the Offer Price, the level of indications of interest in the International Offering, the level of applications in the Hong Kong Public Offering and the Preferential Offering and the basis of allocation of Hong Kong Offer Share Stapled Units and Reserved Share Stapled Units on Wednesday, 29 May 2013 in The Standard (in English) and the Hong Kong Economic Times (in Chinese), and on the websites of the Company at <a href="www.langhamhospitality.com">www.langhamhospitality.com</a> and the Stock Exchange at <a href="www.hkexnews.hk">www.hkexnews.hk</a>. The results of allocations (with the successful applicants' identification document numbers, where applicable) under the Hong Kong Public Offering and the Preferential Offering will be made available through a variety of channels from Wednesday, 29 May 2013.

Dealings in the Share Stapled Units on the Stock Exchange are expected to commence at 9:00 a.m. on Thursday, 30 May 2013. The Share Stapled Units will be traded in board lots of 500 Share Stapled Units each. The Trustee-Manager and the Company will not issue any temporary document of title. No receipt will be issued for sums paid on application.

By order of the Board

LHIL Manager Limited

and

Langham Hospitality Investments Limited

Ms. Wong Mei Ling, Marina

Company Secretary

Hong Kong, 16 May 2013

As of the date of this announcement, the non-executive Directors are Dr. Lo Ka Shui (Chairman) and Ms. Lo Bo Lun, Katherine; the executive Director is Ms. Katherine Margaret Benson (Chief Executive Officer); and the independent non-executive Directors are Dr. Lin Syaru, Shirley, Mr. So Yiu Wah and Mr. Wong Kwai Lam.