

Monthly Return of Equity Issuer on Movements in Securities

For the month ended
(dd/mm/yyyy) :

29 February 2020

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Langham Hospitality Investments and
Langham Hospitality Investments Limited

Date Submitted 5 March 2020

I. Movements in Authorised Share Capital

1. Ordinary Shares (as a component of Share Stapled Units ^{Note 5})

(1) Stock code : <u>1270</u> Description : <u>Ordinary Shares</u>			
	No. of ordinary shares	Par value (<i>State currency</i>)	Authorised share capital (<i>State currency</i>)
Balance at close of preceding month	<u>5,000,000,000</u>	<u>HK\$0.0005</u>	<u>HK\$2,500,000.00</u>
Increase/(decrease)	<u>--</u>		<u>--</u>
Balance at close of the month	<u>5,000,000,000</u>	<u>HK\$0.0005</u>	<u>HK\$2,500,000.00</u>
(2) Stock code : <u>--</u> Description : <u>--</u>			
	No. of ordinary shares	Par value (<i>State currency</i>)	Authorised share capital (<i>State currency</i>)
Balance at close of preceding month	<u>--</u>	<u>--</u>	<u>--</u>
Increase/(decrease)	<u>--</u>		<u>--</u>
Balance at close of the month	<u>--</u>	<u>--</u>	<u>--</u>

2. Preference Shares (as a component of Share Stapled Units ^{Note 5})

Stock code :	1270	Description :	Preference Shares	
		No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	5,000,000,000	HK\$0.0005	HK\$2,500,000.00	
Increase/(decrease)	--		--	
Balance at close of the month	5,000,000,000	HK\$0.0005	HK\$2,500,000.00	

3. Other Classes of Shares

Stock code :	--	Description :	--	
		No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	--	--	--	
Increase/(decrease)	--		--	
Balance at close of the month	--	--	--	

Total authorised share capital at the end of the month
(State currency) :

HK\$5,000,000.00

II. Movements in Issued Ordinary Shares and Preference Shares (as components of Share Stapled Units ^{Note 5}) and Issued Share Stapled Units ^{Note 5}

	No. of Ordinary Shares		No. of Preference Shares	No. of Share Stapled Units ^{Note 5}	No. of other classes of shares
	(1)	(2)			
Balance at close of preceding month	2,135,606,495	--	2,135,606,495	2,135,606,495	--
Increase/(decrease) during the month	9,881,338	--	9,881,338	9,881,338	--
Balance at close of the month	2,145,487,833	--	2,145,487,833	2,145,487,833	--

III. Details of Movements in Issued Ordinary Shares and Preference Shares (as components of Share Stapled Units ^{Note 5}) and Issued Share Stapled Units ^{Note 5}

Share Options (under Share Option Schemes of the Issuer)

Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable	Movement during the month				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
	Granted	Exercised	Cancelled	Lapsed		
1. -- _____ _____ _____ (/ /) _____ shares	--	--	--	--	--	--
(Note 1)						
2. -- _____ _____ _____ (/ /) _____ shares	--	--	--	--	--	--
(Note 1)						
3. -- _____ _____ _____ (/ /) _____ shares	--	--	--	--	--	--
(Note 1)						
			Total A. (Ordinary Shares ^{Note 5})		--	
			(Preference Shares ^{Note 5})		--	
			(Share Stapled Units ^{Note 5})		--	
			(Other Class)		--	
Total funds raised during the month from exercise of options (State currency)					--	

Warrants to Issue Shares of the Issuer which are to be Listed

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of preceding month	Exercised during the month	Nominal value at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. -- _____ _____	--	--	--	--	--	--
(/ /) Stock code (if listed) _____ Class of shares issuable (Note 1) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /)						
2. -- _____ _____	--	--	--	--	--	--
(/ /) Stock code (if listed) _____ Class of shares issuable (Note 1) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /)						
3. -- _____ _____	--	--	--	--	--	--
(/ /) Stock code (if listed) _____ Class of shares issuable (Note 1) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /)						
4. -- _____ _____	--	--	--	--	--	--
(/ /) Stock code (if listed) _____ Class of shares issuable (Note 1) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /)						
Total B. (Ordinary Shares ^{Note 5})					--	
(Preference Shares ^{Note 5})					--	
(Share Stapled Units ^{Note 5})					--	
(Other Class)					--	

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

Class and description	Currency of amount outstanding	Amount at close of preceding month	Converted during the month	Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. -- _____ _____ _____	--	--	--	--	--	--
Stock code (if listed) _____ Class of shares issuable (Note 1) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /)						
2. -- _____ _____ _____	--	--	--	--	--	--
Stock code (if listed) _____ Class of shares issuable (Note 1) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /)						
3. -- _____ _____ _____	--	--	--	--	--	--
Stock code (if listed) _____ Class of shares issuable (Note 1) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /)						
4. -- _____ _____ _____	--	--	--	--	--	--
Stock code (if listed) _____ Class of shares issuable (Note 1) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /)						
				Total C. (Ordinary Shares ^{Note 5})	--	
				(Preference Shares ^{Note 5})	--	
				(Share Stapled Units ^{Note 5})	--	
				(Other Class)	--	

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. _____ _____ _____ (/ /) shares (Note 1)	--	--
2. _____ _____ _____ (/ /) shares (Note 1)	--	--
3. _____ _____ _____ (/ /) shares (Note 1)	--	--
Total D. (Ordinary Shares ^{Note 5})	--	
(Preference Shares ^{Note 5})	--	
(Share Stapled Units ^{Note 5})	--	
(Other Class)	--	

Other Movements in Issued Ordinary Shares and Preference Shares (as components of Share Stapled Units ^{Note 5}) and Issued Share Stapled Units ^{Note 5}

Type of Issue				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. Rights issue	At price : State currency _____	Class of shares issuable (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)		---	---
2. Open offer	At price : State currency _____	Class of shares issuable (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)		---	---
3. Placing	At price : State currency _____	Class of shares issuable (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)		---	---
4. Bonus issue		Class of shares issuable (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)		---	---

Type of Issue			No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
5. Scrip dividend	At price : State currency _____	Class of shares issuable (Note 1) _____ Issue and allotment date : (dd / mm / yyyy) _____ EGM approval date: (dd / mm / yyyy) _____	_____ _____ _____	_____ _____ _____
6. Repurchase of shares		Class of shares repurchased (Note 1) _____ Cancellation date : (dd / mm / yyyy) _____ EGM approval date: (dd / mm / yyyy) _____	_____ _____ _____	_____ _____ _____
7. Redemption of shares		Class of shares redeemed (Note 1) _____ Redemption date : (dd / mm / yyyy) _____ EGM approval date: (dd / mm / yyyy) _____	_____ _____ _____	_____ _____ _____
8. Consideration issue	At price : State currency _____	Class of shares issuable (Note 1) _____ Issue and allotment date : (dd / mm / yyyy) _____ EGM approval date: (dd / mm / yyyy) _____	_____ _____ _____	_____ _____ _____

Type of Issue		No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
9. Capital reorganisation	Class of shares _____ issuable (Note 1) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /) (/ /) (dd/mm/yyyy)	--	--
10. Other (Please specify)	Class of shares _____ issuable (Note 1) Issue and allotment date : (dd/mm/yyyy) (26/02/2020) EGM approval date: (18/04/2018) (dd/mm/yyyy) At price : State <u>HKD</u> 1.986 currency	Share Stapled Units ^{Note 5}	
Payment of the Hotel Management Fees and Licence Fee under a specific mandate as approved at the extraordinary general meeting held on 18 April 2018 and pursuant to the Hotel Management Agreements and Trademark Licence Agreements (as defined in the prospectus dated 16 May 2013) for the period from 1 July 2019 to 31 December 2019 by way of SSUs issued on 26 February 2020		9,881,338	--
Total E. (Ordinary Shares ^{Note 5}) 9,881,338 (Preference Shares ^{Note 5}) 9,881,338 (Share Stapled Units ^{Note 5}) 9,881,338 (Other Class) --			

Total increase / (decrease) in ordinary shares ^{Note 5} during the month (i.e. Total of A to E): (1)	9,881,338
(2)	N/A
Total increase / (decrease) in preference shares ^{Note 5} during the month (i.e. Total of A to E):	9,881,338
Total increase / (decrease) in Share Stapled Units ^{Note 5} during the month (i.e. Total of A to E)	9,881,338
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):	N/A
(These figures should be the same as the relevant figures under II above ("Movements in Issued Ordinary Shares and Preference Shares (as components of Share Stapled Units ^{Note 5}) and Issued Share Stapled Units ^{Note 5} ".))	

IV. Confirmations

We hereby confirm to the best knowledge, information and belief that, in relation to each of the securities issued by the issuer during the month as set out in Part III which has not been previously disclosed in a return published under rule 13.25A, it has been duly authorized by the board of directors of the listed issuer and, insofar as applicable:

(Note 2)

- (i) all money due to the listed issuer in respect of the issue of securities has been received by it;
- (ii) all pre-conditions for listing imposed by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited under “Qualifications of listing” have been fulfilled;
- (iii) all (if any) conditions contained in the formal letter granting listing of and permission to deal in the securities have been fulfilled;
- (iv) all the securities of each class are in all respects identical (Note 3);
- (v) all documents required by the Companies (Winding Up and Miscellaneous Provisions) Ordinance to be filed with the Registrar of Companies have been duly filed and that compliance has been made with other legal requirements;
- (vi) all the definitive documents of title have been delivered/are ready to be delivered/are being prepared and will be delivered in accordance with the terms of issue;
- (vii) completion has taken place of the purchase by the issuer of all property shown in the listing document to have been purchased or agreed to be purchased by it and the purchase consideration for all such property has been duly satisfied; and
- (viii) the trust deed/deed poll relating to the debenture, loan stock, notes or bonds has been completed and executed, and particulars thereof, if so required by law, have been filed with the Registrar of Companies.

Remarks (if any):

Submitted by: Wong Mei Ling, Marina

Title: Company Secretary
(Director, Secretary or other duly authorised officer)

Notes :

1. *State the class of shares (e.g. ordinary, preference or other).*
2. *Items (i) to (viii) are suggested forms of confirmation which may be amended to meet individual cases. Where the issuer has already made the relevant confirmations in a return*

published under rule 13.25A in relation to the securities issued, no further confirmation is required to be made in this return.

3. *“Identical” means in this context:*
 - *the securities are of the same nominal value with the same amount called up or paid up;*
 - *they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and*
 - *they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.*

4. *If there is insufficient space, please append the prescribed continuation sheet.*

5. *A Share Stapled Unit is the combination of the following securities or interests in securities which, subject to the provisions in the trust deed constituting Langham Hospitality Investments, can only be dealt with together and may not be dealt with individually or one without the others: (a) a Unit in Langham Hospitality Investments; (b) the beneficial interest in a specifically identified ordinary share of Langham Hospitality Investments Limited (“LHIL”) linked to the Unit and held by LHIL Manager Limited as legal owner in its capacity as trustee-manager of Langham Hospitality Investments; and (c) a specifically identified preference share of LHIL stapled to the Unit.*