

# Fibra Inn Announces the Exclusive Subscription Notice to FINN13 Shareholders

Monterrey, Mexico, October 22, 2014 - Deutsche Bank México, S.A., Institución de Banca Múltiple, División Fiduciaria F/1616 o Fibra Inn (BMV: FINN13) ("Fibra Inn" or "the Company"), a Mexican real estate investment trust specializing in the hotel industry serving the business traveler, today informs about its exclusive subscription notice to shareholders.

In compliance with (i) the resolutions adopted by the Shareholders of the Real Estate Trust Certificates issued by Deutsche Bank México, S.A., Institución de Banca Múltiple, División Fiduciaria (the "Issuer"), as trustee of the irrevocable trust F/1616 (the "CBFIs") at the meeting held on October 17th, 2014 (the "Shareholders' Meeting") and (ii) the resolutions adopted by the Technical Committee of the irrevocable trust F/1616 at the meeting held on October 20th, 2014, hereby, we inform to the Shareholders the following:

- a) According to the resolutions adopted by the Shareholders' Meeting, 258,334,218 (two hundred and fifty eight million three hundred and thirty four thousand two hundred eighteen) CBFIs will be issued.
- b) The CBFIs to be issued will be offered exclusively to current Shareholders for its subscription and payment according to the following:
  - 1. The subscription price for each CBFI will be MX \$15.85 (fifteen pesos and eighty five cents). Such price was determined at a discount of 9.38% (nine point thirty eight percent) of the volume-weighted average price of the CBFIs of the trading sessions starting the business day following the announcement of the Shareholders' Meeting, in other words, starting on October 3rd, 2014 to the date in which the Technical Committee meeting was held, this is October 20th, 2014. The volume-weighted average price of the CBFIs of the referred period of time was MX\$17.4905.
  - 2. The CBFIs are offered to the Shareholders for its subscription and payment within 15 natural days following the date in which the subscription period begins; this is October 30th, 2014 (the "First Round"). The Shareholders will be able to subscribe up to an equivalent amount of the number of CBFIs that they own, at a rate of 1 CBFI per CBFI they own. Those Shareholders willing to subscribe CBFIs on the First Round must submit a request to SD. Indeval Institución para el Depósito de Valores, S.A. de C.V. through its broker. Additionally, a copy of such request must be submitted to the Issuer.
  - 3. Once the First Round is over, the CBFIs pending subscription may be subscribed in a second round exclusively by the Shareholders that exercised 100% of the right of subscription in the First Round. For that purpose, those Shareholders will have 3 (three) additional business days



In Monterrey, Mexico:

## **Press Release**



following the date of payment of the First Round (the "Second Round"). For further information on the dates of each round, please see the table below. If the number of CBFIs requested by the Shareholders participating in the Second Round is greater than the number of CBFIs pending subscription once the First Round is over, the CBFIs pending subscription will be assigned on pro rata basis according to the demand.

The procedure to participate in the Second Round will be notified in the following days through this media according to the format that the Issuer will make available to the Shareholders.

Shareholders are informed that the subscription right will be exercised through SD. Indeval Institución para el Depósito de Valores, S.A. de C.V. for those Shareholders whose CBFIs are deposited in that institution. Copies of the request submitted to the Common Representative and the Issuer should be respectively addressed to the following persons:

### **Common Representative**

Mónica Jimenez Labora Sarabia

CIBanco, S.A., Institución de Banca Múltiple

Address: Cordillera de los Andes, número 265, piso 8, colonia Lomas de Chapultepec, C.P. 11000, México,

Distrito Federal

Phone. +52(55)50633978

Email: mjimenezlabora@cibanco.com

### Issuer

Alonso Rojas Dingler

**Trust Representative** 

Deutsche Bank México, S.A., Institución de Banca Múltiple

Address: Boulevard Manuel Ávila Camacho, número 40, colonia Lomas de Chapultepec, C.P. 11000,

México, Distrito Federal Phone. +52(55)52018080 Email: alonso.rojas@db.com

Shareholders that physically keep their CBFIs, should be present at the offices of Deutsche Bank México, S.A., Institución de Banca Múltiple, División Fiduciaria located at Boulevard Manuel Ávila Camacho, número 40, colonia Lomas de Chapultepec, C.P. 11000, México, Distrito Federal, so they can express their interest in subscribing CBFIs and so the procedure to exercise the right of subscription could be explained to them.

The dates that the Shareholders must consider as relevant in this process of subscription are the following:

# Press Release



Concept	Relevant Date		
Announcement of the Subscription Notice to Shareholders via the Mexican Stock Exchange.	October, 22nd, 2014		
Deadline to trade CBFIs and consequently, to acquire or loss the right of subscription (as the case may be).	November 3rd, 2014		
"Ex Right" Date (Fecha de Ex Derecho)	November 4th, 2014		
Date of Registry (this occurs the day of payment of the CBFIs traded on November 3rd, 2014)	November 6th, 2014		
First Round	October 30th, 2014 to November 13th, 2014		
Deadline to notify Indeval to be part of the First Round	November 12th, 2014		
Delivery and Payment date of the CBFIs subscribed in the First Round	November 14th, 2014		
Second Round	November 14th 2014 to November 20th, 2014		
Delivery and Payment date of the CBFIs subscribed in the Second Round	November 21st, 2014.		

Additionally, Shareholders are informed that the corresponding Certificate of the CBFIs will be exchanged on November 3rd, 2014, as a result of the resolutions adopted by the Shareholders' Meeting held on October 17th, 2014.

Notice to U.S. Shareholders - Legend Required by Rule 801(b) of the U.S. Securities Act of 1933 This rights offering is made for the securities of a foreign company. The offer is subject to the disclosure requirements of a foreign country that are different from those of the United States. Financial statements included in the document, if any, have been prepared in accordance with foreign accounting standards that may not be comparable to the financial statements of United States companies.

It may be difficult for you to enforce your rights and any claim you may have arising under the federal securities laws, since the issuer is located in a foreign country, and some or all of its officers and directors may be residents of a foreign country. You may not be able to sue the foreign company or its officers or directors in a foreign court for violations of the U.S. securities laws. It may be difficult to compel a foreign company and its affiliates to subject themselves to a U.S. court's judgment.

DEUTSCHE BANK MÉXICO. S.A. INSTITUCIÓN DE BANCA MÚLTIPLE, DIVISIÓN FIDUCIARIA, AS TRUSTEE OF THE IRREVOCABLE TRUST F/1616

By: Alonso Rojas Dingler Title: Trust Representative

### **RIGHTS**

TYPE OF RIGHT	PAYMENT DATE OF THE FIRST ROUND	PAYMENT COUPON	CURRENT COUPON
SUBSCRIPTION OF CBFIs (SAME SHARE SERIES)	November 14th, 2014	0	0

### **PROPORTION**

1 NEW X 1 PRIOR TO MX\$15.85 PLACE OF PAYMENT INDEVAL

#### **About Us**

Fibra Inn is a Mexican trust formed primarily to acquire, develop, operate and rent a broad range of hotel properties in Mexico. Headquartered in Monterrey, Fibra Inn has a portfolio of high-quality real estate properties aimed at the business traveler and that are geographically diversified throughout Mexican territory. The Company has signed Franchise Agreements with IHG to operate its global brands, including: Holiday Inn, Holiday Inn Express, Holiday Inn & Suites, Holiday Inn Express & Suites and Crowne Plaza; with Wyndham Hotel Group to operate its global brands Wyndham Garden and Microtel Inn & Suites by Wyndham. Additionally, it has licensing agreements and brand usage agreements with Hilton to operate its brand Hampton Inn by Hilton and with Starwood Hotels & Resorts Worldwide to operate the Aloft brand. The Company has properties that operate with domestic brands like Camino Real and Casa Grande. Additionally, Fibra Inn has agreements with IHG, Marriott International and Wyndham Hotel Group for development of properties. These hotels enjoy some of the industry's top loyalty programs. Fibra Inn recently listed its Real Estate Certificates (Certificados Bursátiles Fiduciarios Inmobiliarios or "CBFIS") on the Mexican Stock Exchange and trades under the ticker symbol "FINN13".

For more information, please visit: www.fibrainn.mx

### **Note on Forward-Looking Statements**

This press release may contain forward-looking statements. These statements that are not historical facts, and are based on management's current view and estimates of future economic circumstances, industry conditions, Company performance and financial results. Also, certain reclassifications have been made to make figures comparable for the periods. The words "anticipates", "believes", "estimates", "expects", "plans" and similar expressions, as they relate to the Company, are intended to identify forward-looking statements. Statements regarding the declaration or payment of dividends, the implementation of principal operating and financing strategies and capital expenditure plans, the direction of future operations and the factors or trends affecting financial condition, liquidity or results of operations are examples of forward-looking statements. Such statements reflect the current views of management and are subject to a number of risks and uncertainties. There is no guarantee that the expected events, trends or results will actually occur. The statements are based on many assumptions and factors, including general economic and market conditions, industry conditions, and operating factors. Any changes in such assumptions or factors could cause actual results to differ materially from current expectations.