FIDEICOMISO IRREVOCABLE F/1616 (DEUTSCHE BANK MEXICO, S.A. MULTIPLE BANKING INSTITUTION, TRUST DIVISION) AND SUBSIDIARY

Notes to the Unaudited Condensed Consolidated Financial Statements

For the three-month period ended March 31, 2017

(In Thousands of Mexican pesos)

(1) COMPANY'S ACTIVITY-

Trust F/1616 (Deutsche Bank Mexico, S.A. Multiple Banking Institution, Trust Division) and Subsidiary ("Fibra Inn" o the "Trust") was established on October 23, 2012, as a real estate trust by Asesor de Activos Prisma, Sociedad Anónima, Promotora de Inversión de Capital Variable (the "Trustor"), and Deutsche Bank Mexico, Sociedad Anónima, Institución de Banca Múltiple, División Fiduciaria (the "Trustee"). The Trust started operations on March 12, 2013. It was created mainly to acquire and own real estate, with a view to leasing commercial properties earmarked for the hospitality industry and providing related services.

Fibra Inn, as a real estate investment trust (Fideicomiso de Inversiones en Bienes Raices – "FIBRA"), meets the requirements to be treated as a transparent entity in Mexico in accordance with the Mexican Income Tax Law. Therefore, all proceeds from the Trust's operations are attributed to holders of its Real Estate Fiduciary Stock Certificates (Certificados Bursátiles Fiduciarios Inmobiliarios – "CBFIs") and the Trust F/1616 is not subject to income taxes in Mexico. In order to maintain its FIBRA status, the Tax Administration Service (Servicio de Administración Tributaria - SAT) established, in Articles 223 and 224 of the Income Tax Law for the period of 2013, that the Trust must annually distribute at least 95 percent of its net tax result to CBFIs holders. In accordance with the new Income Tax Law 2014, the articles related to the tax requirements of a FIBRA are 187, 188, which sustain the same characteristics as the previous law.

Administradora de Activos Fibra Inn, S.C. (AAFI) is a subsidiary of Fibra Inn, in which it holds a 99.9% ownership interest and has control, as defined in Note 2c) below. This entity provides support functions necessary to conduct the businesses of the Trust.

The Trust's legal address is Ricardo Margain Zozaya No. #605, Colonia Santa Engracia, in San Pedro Garza García, Nuevo León.

(2) BASIS OF PREPARATION AND PRESENTATION-

(a) Statement of compliance

The unaudited condensed consolidated financial statements of Fibra Inn have been prepared in accordance with International Accounting Standard ("IAS") 34 – Interim Financial Information as issued by the International Accounting Standards Board ("IASB").

(b) Basis of measurement and preparation

The Trust´s unaudited condensed consolidated financial statements have been prepared on the basis of historical cost, except for the following items of the consolidated statement of financial position, which were measured at fair value:

a) derivative financial instrument;

b) the net defined benefits liability is recognized as the fair value of plan assets, less the present value of the defined benefits obligation.

The historical cost is generally based on the fair value of the consideration granted in exchange of the assets.

The aforementioned condensed consolidated financial statements as of March 31, 2017 and for the three-month period ended March 31, 2017 have not been audited. Based on the opinion of the management of Fibra Inn, all necessary adjustments have been included in order to achieve a fair view presentation of the accompanying unaudited condensed consolidated financial statements. The results of the interim periods are not necessarily indicative of the projected year results.

These unaudited condensed consolidated financial statements should be read in conjunction with the audited consolidated financial statements of the Trust and their accompanying notes for the year ended December 31, 2016.

The accounting policies, critical judgements and key sources of estimation uncertainty applied for the recognition and measurement of assets, liabilities, revenues and expenses of the accompanying unaudited condensed consolidated financial statements are consistent with those applied and used in the audited financial statements for the year ended December 31, 2016.

(c) Basis for financial statement consolidation

The unaudited condensed consolidated financial statements include those of Fibra Inn and those of its subsidiary, Administradora de Activos Fibra Inn, S.C., of which it holds a 99.9% of capital stock and where it holds control. Control is achieved when Fibra Inn:

- has power over the investee;
- is exposed, or has rights, to variable returns from its involvement with an investee; and
- has the ability to affect those returns through its power over the investee.

Balances and transactions with the subsidiary company have been eliminated in the unaudited condensed consolidated financial statements.

(d) Authorization of the financial statements

The accompanying unaudited condensed consolidated financial statements were authorized for issuance by Ing. Oscar Eduardo Calvillo Amaya, Chief Executive Officer, and approved by the Technical Committee on April 26, 2017, represented by Ing. Victor Zorrilla Vargas as its President.

(e) Income statement

Costs and expenses presented in the unaudited condensed consolidated income statement were classified according to their nature.

Fibra Inn shows line items of gross margin and operating income since they are considered important performance indicators for the users of financial information. Income and expenses with operating nature are presented within this line item.

(f) Statement of cash flows

Fibra Inn presents its statement of cash flows using the indirect method.

(g) Seasonality

The hotel industry in which Fibra Inn operates is exposed to seasonal fluctuations in the demand of business travelers, which may impact the distribution of dividends to the holders of CBFIs, mainly determined by factors such as the availability of rooms, occupancy rates and average rates.

Therefore, the operating results for one quarter are not necessarily indicative of the operating results of a full year, and the historical operating results, are not necessarily indicative of the future results, coupled with acquisitions and contributions of properties that could be realized in each period and associated risks with the real estate industry.

(3) CASH AND CASH EQUIVALENTS-

		As of March 31, 2017	As of December 31, 2016
Cash in banks	$	145,153	186,878
Cash equivalents (government bonds)		643,417	655,135
			842,013
Restricted cash		3,275	7,064
Total cash and cash equivalents	$	791,845	849,077

Article 187 clause III of the Mexican Income Tax Law establishes that the capital contribution that was not utilized to acquire properties must be invested in government bonds that are registered with the National Securities Register, shares of investment entities or debt instruments. During the period, the Trust invested in a variety of instruments with a high credit rating.

As of December 31, 2016, the Trust has short-term restricted cash of $3,275 corresponding to the escrow of the acquisition of the Best Western hotel in October 13, 2016, additionally it includes $3,789 for funds retained by the trustee as of the date of liquidation of the bank debt. As of March 31, 2017, the remaining balance corresponds to the escrow of the Best Western hotel acquisition for $3,275.

(4) PROPERTY, FURNITURE AND EQUIPMENT-

		As of March 31, 2017	As of December 31, 2016
Land	$	1,511,060	1,511,059
Buildings		5,525,353	5,567,440
Components of buildings		550,735	541,814
Machinery and equipment		390,727	387,845
Furniture and equipment		531,801	525,950
		8,509,676	8,534,108
Less accumulated depreciation		(578,344)	(518,472)
Less impairment of properties		-	(42,087)
		7,931,332	7,973,549
Constructions in progress		348,795	236,999
Total	$	8,280,127	8,210,548

During the three-month period ended March 31, 2017 and 2016, the Trust didn’t recognize an impairment for its fixed assets, due to the fact that at the reporting date there were no indications that the recoverable value was below the carrying amount. However, as shown in the audited consolidated financial statements as of December 31, 2016, Fibra Inn recognized an impairment expense of $42,087 caused by indications of low occupancy, mainly originated during the fourth quarter of 2016.

(5) TRUSTORS' EQUITY-

Contributions-

a) The Trust´s equity consists of a contribution of $20 and of the proceeds of the issue of CBFIs.

Distributions-

a) On February 22, 2017, based on the terms and conditions established in Appendix 12.9 of the Trust's Contract, the Technical Committee announced a cash distribution from the capital reimbursement for the period from October 1, 2016 to December 31, 2016, which was paid on March 15, 2017. The total payment in Mexican pesos amounted to $111,000 with a value of 0.2523 per outstanding CBFI.

(6) ACQUISITION OF HOTELS-

Fibra Inn determines the classification of the acquired hotels based on the fact that such hotels will be used in the normal course of business. The transactions related to the acquisition of hotels are accounted as business acquisitions. Such transactions are performed to continue with the expansion of operating activities related to the hotel industry in Mexico, in accordance with the established growth and expansion plans.

During the first quarter of 2017, Fibra Inn didn't acquire or begin any hotel development.

(7) OTHER RELEVANT EVENTS-

a) As of December 31, 2016, the Contract for advisory services in acquisition, administration and asset development with Asesor de Activos Prisma, S.A.P.I de C.V. was cancelled. Therefore, as of January 1, 2017, and as agreed between the parties for such early termination, the external advisory activities for the Trust shall be performed by executives and personnel hired by Administradora de Activos Fibra Inn, S.C., a subsidiary of Fibra Inn. As a result of this internalization, corporate expenses for the three-month period ended March 31, 2017 increased 174.3% compared to the three-month period ended March 31, 2016, from $8,533 to $24,409.

b) As of December 31, 2016, the purposes of the Trust No. F/1765 were modified to become a fund-collection trust. Therefore, starting January 1, 2017, the income other than lodgment will be recognized by Operadora México and the obligations for the payment of leases to the Trust No. F/1616 were formalized with the same prevailing conditions.

c) On January 23, 2017, as a result of the amendments to Articles 187 and 188 of the Income Tax Law, which are effective for periods beginning on January 1, 2017, Fibra Inn established the creation of a fund for the repurchase of CBFIs of up to 5% of its securities issued on the Mexican Stock Exchange (Bolsa Mexicana de Valores or "BMV" for its acronym in Spanish), which will allow the Trust to hold them for up to one year without the need to cancel them, as it was previously established. The main objective of the repurchase fund will be to benefit the liquidity of the CBFI and thereby promote the volume of operation.

d) For the three-month period ended March 31, 2017 and 2016, other costs and expenses amounted to $3,138 and $137, respectively. The increase is primarily related to the tax update given the VAT refund of $2,600. The remainder is related to sales of minor fixed assets.

e) For the three-month period ended March 31, 2017 and 2016, interest income amounted to $11,251 and $5,454, respectively. This increase corresponds to higher investments during the months from January to March 2017 compared to the average investments during the first quarter of 2016.

f) For the three-month period ended March 31, 2017 and 2016, the foreign exchange loss amounted to $2,766 and $517, respectively. This increase is related to the exchange rate fluctuation that occurred during the first quarter of 2017. The Trust acquired US dollars in advance to hedge the commitments denominated in that currency given the upward trend of the US dollar. However, with the decline that this currency has had, maintaining US dollars generated a bank loss.

(8) NEW IFRS NOT YET ADOPTED-

Fibra Inn has not applied the following new and revised IFRSs that have been issued but are not yet effective as of March 31, 2017. Fibra Inn is in the process of assessing the potential impacts from the adoption of these standards and amendments in their financial statements.

IFRS 9, Financial Instruments

IFRS 9, "Financial Instruments" issued in July 2014, is the replacement of IAS 39 "Financial Instruments: Recognition and Measurement". This standard includes requirements for recognition and measurement, impairment, de-recognition and general hedge accounting. This version supersedes all previous versions and is mandatorily effective for periods beginning on or after January 1, 2018, with early adoption being permitted. IFRS 9 (2014) does not replace the requirements for portfolio fair value hedge accounting for interest rate risk since this phase of the project was separated from the IFRS 9 project.

IFRS 9 (2014) is a complete standard that includes the requirements previously issued and the additional amendments to introduce a new expected loss impairment model and limited changes to the classification and measurement requirements for financial assets. More specifically, the new impairment model is based on expected credit losses rather than incurred losses, and will apply to debt instruments measured at amortized cost or FVTOCI, lease receivables, contract assets and certain written loan commitments and financial guarantee contracts. Regarding the new measurement category of FVTOCI, it will apply for debt instruments held within a business model whose objective is achieved both by collecting contractual cash flows and selling financial assets.

Fibra Inn is in the process of assessing the potential impacts from the adoption of this standard in its unaudited condensed consolidated financial statements.

IFRS 15, Revenue from Contracts with Customers

IFRS 15, "Revenue from Contracts with Customers", was issued in May 2014 and applies to annual reporting periods beginning on or after 1 January 2018, earlier application is permitted. Under this standard, revenue recognition is based on control; that is, control is used to determine when a good or service is transferred to the customer.

The standard outlines a single comprehensive model for entities to use in accounting for revenue arising from contracts with customers and supersedes most current revenue recognition guidance, including industry-specific guidance. In applying the revenue model to contracts within its scope, an entity will: 1) Identify the contract(s) with a customer ; 2) Identify the performance obligations in the contract; 3) Determine the transaction price; 4) Allocate the transaction price to the performance obligations in the contract; 5) Recognize revenue when (or as) the entity satisfies a performance obligation. In addition, the number of disclosures required is increased for both annual and interim financial statements.

Fibra Inn considers that the current revenue recognition policy does not differ significantly from the requirements of IFRS 15. However, the Trust continues to evaluate the potential impacts that could be derived in its unaudited condensed consolidated financial statements by the adoption of this standard.

IFRS 16, Leases

IFRS 16 “Leases” was issued in January 2016 and supersedes IAS 17 “Leases” and related interpretations. The new standard brings most leases on-balance sheet for lessees under a single model, eliminating the distinction between operating and finance leases. Lessor accounting, however, remains largely unchanged and the distinction between operating and finance leases is retained. IFRS 16 is effective for periods beginning on or after 1 January 2019, with earlier adoption permitted if IFRS 15 'Revenue from Contracts with Customers' has also been applied.

Under IFRS 16 a lessee recognizes a right-of-use asset and a lease liability. The right-of-use asset is treated similarly to other non-financial assets and depreciated accordingly and the liability accrues interest. This will typically produce a front-loaded expense profile (whereas operating leases under IAS 17 would typically have had straight-line expenses) as an assumed linear depreciation of the right-of-use asset and the decreasing interest on the liability will lead to an overall decrease of expense over the reporting period.

The lease liability is initially measured at the present value of the lease payments payable over the lease term, discounted at the rate implicit in the lease if that can be readily determined. If that rate cannot be readily determined, the lessee shall use their incremental borrowing rate.

However, a lessee may elect to account for lease payments as an expense on a straight-line basis over the lease term for leases with a lease term of 12 months or less and containing no purchase options (this election is made by class of underlying asset); and leases where the underlying asset has a low value when new, such as personal computers or small items of office furniture (this election can be made on a lease-by-lease basis).

IFRS 16 establishes different transitional provisions, including retrospective application or the modified retrospective application where the comparative period is not restated.

Fibra Inn is in the process of determining the potential impacts that will be derived in its unaudited condensed consolidated financial statements by the adoption of this standard, although there are not significant effects visualized due to the fact that the Trust primarily maintains leases where it operates as the lessor. The lease agreements where Fibra Inn operates under as a lessee are mainly related to the lease of transportation equipment, which is used as part of the hotel operation and could represent the recognition of the rights of use and the corresponding lease liability, in accordance with the requirements of IFRS 16.

Amendments to IAS 7, *Disclosure initiative*

The amendments to IAS 7 *Statement of Cash Flows*, require that the following changes in liabilities arising from financing activities are disclosed separately:

(i) Changes from financing cash flows
(ii) Changes arising from obtaining or losing control of subsidiaries or other business
(iii) Changes in foreign exchange rates
(iv) Changes in fair values
(v) Other changes

One way to fulfill the new disclosure requirement is to provide a reconciliation between the opening and closing balances in the statement of financial position for liabilities arising from financing activities. Liabilities arising from financing activities are those for which cash flows were, or future cash flows will be, classified in the statement of cash flows as cash flows from financing activities. The new disclosure requirements also relate to changes in financial assets if they meet the same definition. These amendments are effective for annual periods beginning on or after 1 January 2017 with earlier application permitted, and entities need not provide comparative information when they first apply them.

Fibra Inn has determined that it will have impacts from the adoption of these amendments because it will have to increase the amount of disclosures related to changes in liabilities arising from financing activities. The amendments were adopted prospectively in its unaudited condensed consolidated financial statements and the effects of the adoption will be reflected in the consolidated financial statements for the annual period ending on December 31, 2017.

Amendments to IAS 12*, Income taxes*

Amendments to IAS 12 "*Income Taxes"*, clarify that unrealized losses on debt instruments measured at fair value and measured at cost for tax purposes give rise to a deductible temporary difference regardless of whether the debt instrument's holder expects to recover the carrying amount of the debt instrument by sale or by use. Additionally, they specify that the carrying amount of an asset does not limit the estimation of probable future taxable profits and when comparing deductible temporary differences with future taxable profits, these exclude tax deductions resulting from the reversal of those deductible temporary differences. These amendments are effective for annual periods beginning on January 1, 2017 with retrospective application, although earlier application is permitted.

Fibra Inn did not have an impact from the adoption of these amendments because it does not hold debt instruments that are measured at fair value.

IFRIC 22, *Interpretation on Foreign Currency Transactions and Advance Consideration*

This new Interpretation clarifies the accounting for transactions that include the receipt or payment of an advance consideration in a foreign currency. The interpretation is being issued to reduce diversity in practice related to the exchange rate used when an entity reports transactions that are denominated in a foreign currency in accordance with IAS 21 in circumstances in which the consideration is received or paid before the related asset, expense, or income is recognized.

Fibra Inn translates the considerations at the exchange rate of the date of the transaction, whether it is received or paid and recognizes them as a non-monetary item. Therefore, the Trust does not visualize significant impacts on the adoption of this interpretation in its condensed consolidated financial statements.