

REGISTERED NUMBER: 06397987 (England and Wales)

HLT Secretary Limited

**STRATEGIC REPORT, REPORT OF THE DIRECTORS AND
FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020**



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for the year ended 31 December 2020**

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COMPANY INFORMATION
for the year ended 31 December 2020

DIRECTORS:

Mr B Wilson
Mr S Beasley
Mr J Percival
Mr R Beeston
Mrs M Momdjian
Mr G C Ogle
Ms K J Coari

SECRETARY:

Mr B Wilson

REGISTERED OFFICE:

Maple Court
Central Park
Reeds Crescent
Watford
Hertfordshire
WD24 4QQ

REGISTERED NUMBER:

06397987 (England and Wales)

AUDITORS:

Ernst & Young LLP
Senior Statutory Auditor
1 More London Place
London
SE1 2AF

STRATEGIC REPORT
for the year ended 31 December 2020

The directors present their strategic report for the year ended 31 December 2020.

The principal activity of the company for the year under review was that of an intermediate holding company (within the Hilton Worldwide Holdings Inc. group).

REVIEW OF BUSINESS

The company's key financial indicators of performance during the year are considered to be:

	2020	2019
	\$	\$
Carrying value of investments	22,905	22,905

The company did not trade during the year.

PRINCIPAL RISKS AND UNCERTAINTIES

Impairment Risk

One of the company's activities is that of an investment holding company. As such a risk and uncertainty facing the company relates to the recoverability of the value of its investments. The company monitors the fair value of all underlying assets to determine whether there are indicators that the carrying values of investments are not recoverable.

Exchange rate risk

This company is subject to exchange rate risk on its investments in overseas subsidiaries and joint venture undertakings. On 31 January 2020, the United Kingdom (UK) left the European Union (EU) with a transition period that ended on 31 December 2020 ("Brexit"). Brexit continues to create global economic uncertainty, but to date, Brexit is not considered to have had a material impact on Hilton's UK business although it may impact our customers' behaviours in the future, particularly with respect to closely monitoring their costs and reducing their spending on travel and corporate events. There may also be exchange rate volatility. There continues to be uncertainty therefore over how it will ultimately impact the company, but the company's treasury department monitors exchange rates.

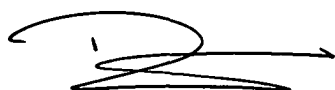
COVID-19

The ongoing COVID-19 pandemic has significantly affected the economy and strained the hospitality industry due to travel restrictions and stay-at-home directives that have resulted in cancellations and reduced travel around the world, as well as complete and partial suspensions of hotel operations. Although the distribution of effective COVID-19 vaccinations, which commenced late 2020, is a promising development, we are unable to predict how widely utilized the vaccines will be, whether they will be effective in preventing the spread of COVID-19 (including its variant strains) and when normal economic activity and business operations will resume. As such, the pandemic has negatively affected and will continue to negatively affect the businesses operated by the company's subsidiaries. The current and uncertain future impact of the COVID-19 pandemic, including its effect on the ability or desire of people to travel and use our hotel properties, as well as the impact of additional and changing government regulations intended to fight COVID-19, is expected to continue to negatively affect the results of our subsidiaries which could have an impact on the carrying value of the investments held by the company.

FUTURE DEVELOPMENTS

The company will continue to operate as an investment holding company in the future.

ON BEHALF OF THE BOARD:



Mr R Beeston - Director

29 July 2021

REPORT OF THE DIRECTORS
for the year ended 31 December 2020

The directors present their report with the financial statements of the company for the year ended 31 December 2020.

DIVIDENDS

No dividends will be distributed for the year ended 31 December 2020.

DIRECTORS

The directors shown below have held office during the whole of the period from 1 January 2020 to the date of this report.

Mr B Wilson
Mr S Beasley
Mr J Percival
Mr R Beeston
Mrs M Momdjian
Mr G C Ogle
Ms K J Coari

GOING CONCERN

The company's activities, together with the factors likely to affect its future development, its competitive, economic and interest rate risks are set out in the "Review of Business" and "Principal Risks and Uncertainties" sections in the Strategic Report.

The company has net assets and net current assets. The financial statements have been prepared on a going concern basis because management believe that the company can meet its liabilities as they fall due for a period of at least 12 months from the date on which these financial statements are approved. Notwithstanding this, the company has obtained a letter of support from its ultimate parent company, Hilton Worldwide Holdings Inc. ("the group") that the group will provide financial support to facilitate repayment of intercompany payable debt due on demand should this be called but only to the extent that money is not otherwise available to meet such liabilities. The directors are satisfied that despite the impact of COVID-19 on the parent company it has sufficient cash and liquidity to provide this support should it be required for a period of 12 months from the date of approval of the financial statements to the 29 July 2022.

As disclosed in the Hilton Worldwide Holdings Inc. Form 10-Q for the quarterly period ended 31 March 2021, the group had total cash and cash equivalents of \$2.4 billion. Stress testing has been performed on the group's conservative forecast cash flows. The group's conservative forecast cash flows are considered severe but plausible and indicate that there is no material risk that the group will be unable to provide financial support within a period of at least 12 months from the date of approval of the financial statements. Given this cash position will be adequate to meet anticipated requirements for debt covenant compliance, operating and other expenditures, including corporate expenses, payroll and related benefits, taxes and compliance costs and other commitments, for the foreseeable future, even if current levels of very low occupancy were to persist, Hilton Worldwide Holdings Inc. has sufficient cash and liquidity to provide financial support to the company should it be required.

Accordingly, the directors have concluded that it is appropriate for the financial statements to be prepared on a going concern basis taking into account the support provided by the ultimate parent company as outlined above for a period of 12 months from the date of approval of the financial statements to 29 July 2022. The financial statements do not contain the adjustments that would result if the company was unable to continue as a going concern.

DIRECTORS' AND OFFICERS' LIABILITY

During the year Hilton Worldwide Holdings Inc. purchased and maintained on behalf of the company liability insurance for its directors and officers, in respect of proceedings brought by third parties, as permitted by section 236 of the Companies Act 2006.

REPORT OF THE DIRECTORS
for the year ended 31 December 2020

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Strategic Report, the Report of the Directors and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including Financial Reporting Standard 101 'Reduced Disclosure Framework'. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information, being information needed by the auditor in connection with preparing its report, of which the auditor is unaware. Having made enquiries of fellow directors and the Company's auditor, each director has taken all the steps that he/she is obliged to take as a director to make himself/herself aware of any relevant audit information and to establish that the auditor is aware of that information.

AUDITORS

Ernst & Young LLP will be re-appointed as the company's auditor in accordance with the elective resolution passed by the company under section 385 of the Companies Act 1985.

ON BEHALF OF THE BOARD:



Mr R Beeston - Director

29 July 2021

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF HLT SECRETARY LIMITED

Opinion

We have audited the financial statements of HLT Secretary Limited (the 'company') for the year ended 31 December 2020 which comprise the Statement of Profit or Loss and Other Comprehensive Income, Balance Sheet, Statement of Changes in Equity and Notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 101 'Reduced Disclosure Framework' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2020 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of 12 months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report. However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern.

Other information

The other information comprises the information included in the annual report other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in this report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of the other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Strategic Report and the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and the Report of the Directors have been prepared in accordance with applicable legal requirements.

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF
HLT SECRETARY LIMITED**

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic Report or the Report of the Directors.

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of directors

As explained more fully in the Statement of Directors' Responsibilities, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF HLT SECRETARY LIMITED

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an Auditors' Report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Explanation as to what extent the audit was considered capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect irregularities, including fraud. The risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below. However, the primary responsibility for the prevention and detection of fraud rests with both those charged with governance of the entity and management.

Our approach was as follows:

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the company and determined that the most significant, which are directly relevant to specific assertions in the financial statements, are those that relate to the reporting framework; FRS 101 "Reduced Disclosure Framework and the Companies Act 2006, the relevant tax compliance regulations in the jurisdictions in which HLT Secretary Limited operates, Health and Safety Regulations, Modern Slavery Act, Bribery Act, Proceeds of Crime Act 2002, Money Laundering Regulations 2003 and the General Data Protection Regulation (GDPR).
- We understood how HLT Secretary Limited is complying with those frameworks through enquiry with management, by identifying the company's policies and procedures regarding compliance with laws and regulations, and through the review of minutes of meetings held by those charged with governance for any instances of non-compliance with laws and regulations.
- We assessed the susceptibility of the company's financial statements to material misstatement, including how fraud might occur by enquiring with management to understand their interactions throughout the year with Internal Audit and the General Counsel's office to assess the risks of material misstatement due to fraud. As part of our procedures we reviewed the annual risk assessment process conducted by Internal Audit. This procedure evaluates the risk of material misstatement due to fraud by considering the nature and complexity of the company's reporting structure, and most notably considering the likelihood of material misstatements. Based on the results of the risk assessment process no material instances of frauds were identified.
- Based on this understanding we designed our audit procedures to identify noncompliance with such laws and regulations. Our procedures involved
 - Enquiry of members of senior management, and when appropriate those charged with governance regarding their knowledge of any non-compliance or potential non-compliance with laws and regulations that could affect the financial statements.
 - Reading minutes of meetings of those charged with governance.
 - Obtaining and reading correspondence from legal and regulatory bodies including HMRC where applicable.
 - Journal entry testing, with a focus on manual journals and journals indicating large or unusual transactions based on our understanding the business.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at www.frc.org.uk/auditorsresponsibilities. This description forms part of our Auditors' Report.

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF
HLT SECRETARY LIMITED**

Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an Auditors' Report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Ernst & Young

Peter McIver (Senior Statutory Auditor)
for and on behalf of Ernst & Young LLP
Senior Statutory Auditor
1 More London Place
London
SE1 2AF

29 July 2021

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
for the year ended 31 December 2020

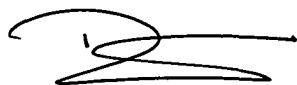
	Notes	2020 \$	2019 \$
TURNOVER		-	-
OPERATING PROFIT		-	-
Income from shares in group undertakings		99,880	99,880
Interest receivable	5	510	615
PROFIT BEFORE TAXATION	6	100,390	100,495
Tax on profit	7	(4,994)	(4,994)
PROFIT FOR THE FINANCIAL YEAR		95,396	95,501
OTHER COMPREHENSIVE INCOME		-	-
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		95,396	95,501

The notes form part of these financial statements

BALANCE SHEET
31 December 2020

		2020	2019
	Notes	\$	\$
FIXED ASSETS			
Investments	8	22,905	22,905
CURRENT ASSETS			
Debtors	9	207,569	112,173
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>230,474</u>	<u>135,078</u>
CAPITAL AND RESERVES			
Called up share capital	10	757,810	757,810
Share premium		28,846	28,846
Other reserves		(744,055)	(744,055)
Retained earnings		<u>187,873</u>	<u>92,477</u>
SHAREHOLDERS' FUNDS		<u>230,474</u>	<u>135,078</u>

The financial statements were approved by the Board of Directors and authorised for issue on 29 July 2021 and were signed on its behalf by:



Mr R Beeston - Director

The notes form part of these financial statements

STATEMENT OF CHANGES IN EQUITY
for the year ended 31 December 2020

	Called up share capital \$	Retained earnings \$	Share premium \$	Other reserves \$	Total equity \$
Balance at 1 January 2019	757,810	(3,024)	28,846	(744,055)	39,577
Changes in equity					
Total comprehensive income	-	95,501	-	-	95,501
Balance at 31 December 2019	757,810	92,477	28,846	(744,055)	135,078
Changes in equity					
Total comprehensive income	-	95,396	-	-	95,396
Balance at 31 December 2020	757,810	187,873	28,846	(744,055)	230,474

The notes form part of these financial statements

NOTES TO THE FINANCIAL STATEMENTS
for the year ended 31 December 2020

1. FUNDAMENTAL ACCOUNTING CONCEPT

The company has net assets and net current assets. The financial statements have been prepared on a going concern basis because management believe that the company can meet its liabilities as they fall due for a period of at least 12 months from the date on which these financial statements are approved. Notwithstanding this, the company has obtained a letter of support from its ultimate parent company, Hilton Worldwide Holdings Inc. ("the group") that the group will provide financial support to facilitate repayment of intercompany payable debt due on demand should this be called but only to the extent that money is not otherwise available to meet such liabilities. The directors are satisfied that despite the impact of COVID-19 on the parent company it has sufficient cash and liquidity to provide this support should it be required for a period of 12 months from the date of approval of the financial statements to the 29 July 2022.

As disclosed in the Hilton Worldwide Holdings Inc. Form 10-Q for the quarterly period ended 31 March 2021, the group had total cash and cash equivalents of \$2.4 billion. Stress testing has been performed on the group's conservative forecast cash flows. The group's conservative forecast cash flows are considered severe but plausible and indicate that there is no material risk that the group will be unable to provide financial support within a period of at least 12 months from the date of approval of the financial statements. Given this cash position will be adequate to meet anticipated requirements for debt covenant compliance, operating and other expenditures, including corporate expenses, payroll and related benefits, taxes and compliance costs and other commitments, for the foreseeable future, even if current levels of very low occupancy were to persist, Hilton Worldwide Holdings Inc. has sufficient cash and liquidity to provide financial support to the company should it be required.

Accordingly, the directors have concluded that it is appropriate for the financial statements to be prepared on a going concern basis taking into account the support provided by the ultimate parent company as outlined above for a period of 12 months from the date of approval of the financial statements to 29 July 2022. The financial statements do not contain the adjustments that would result if the company was unable to continue as a going concern.

2. STATUTORY INFORMATION

HLT Secretary Limited is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the Company Information page.

3. ACCOUNTING POLICIES

Basis of preparation

These financial statements have been prepared in accordance with Financial Reporting Standard 101 "Reduced Disclosure Framework" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

The company's financial statements are presented in US Dollar (USD), which is HLT Secretary Limited's functional currency. Amounts have been rounded to the nearest \$.

HLT Secretary Limited had a functional currency change from GBP to USD effective from 1 July 2014 due to a change in parent and activity as a result of CRA.

FRS 101 is effective for accounting periods beginning on or after 1 January 2015, although early application is permitted. HLT Secretary Limited did select to early adopt.

NOTES TO THE FINANCIAL STATEMENTS - continued
for the year ended 31 December 2020

3. ACCOUNTING POLICIES - continued

The company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by FRS 101 "Reduced Disclosure Framework":

- the requirements of paragraph 24(6) of IFRS 6 Exploration for and Evaluation of Mineral Resources;
- the requirements of IFRS 7 Financial Instruments: Disclosures;
- the requirements of paragraphs 91 to 99 of IFRS 13 Fair Value Measurement;
- the requirements of paragraph 52, the second sentence of paragraph 89 and paragraphs 90, 91 and 93 of IFRS 16 Leases;
- the requirements of paragraph 58 of IFRS 16;
- the requirements of the second sentence of paragraph 110 and paragraphs 113(a), 114, 115, 118, 119(a to c), 120 to 127 and 129 of IFRS 15 Revenue from Contracts with Customers;
- the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D and 111 of IAS 1 Presentation of Financial Statements;
- the requirements of paragraphs 134 to 136 of IAS 1 Presentation of Financial Statements;
- the requirements of IAS 7 Statement of Cash Flows;
- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors;
- the requirements of paragraphs 17 and 18A of IAS 24 Related Party Disclosures;
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group.

Critical accounting judgements and key sources of estimation uncertainty

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported for assets and liabilities as at the balance sheet date and the amounts reported for revenues and expenses during the year. However, the nature of estimation means that actual outcomes could differ from those estimates.

Critical judgements

The following judgements (apart from those involving estimates) have had the most significant effect on amounts recognised in the financial statements:

Foreign currency

An entity's functional currency is determined (not chosen). IAS 21 (The Effects of Changes in Foreign Exchange Rates) provides factors, often referred to as indicators, that are considered when identifying the functional currency. In some cases, the indicators will clearly identify a particular currency as the functional currency. In other cases they will not. When the factors provide a varied result and the functional currency is not obvious, management must use judgement based on the entity's individual facts and circumstances to determine its functional currency in a way that gives a fair presentation (ie faithfully represents the economic effects of transactions, events and conditions). As HLT Secretary Limited has an array of differing cash flows, economic environments, and lack of autonomy, management has used their judgement in determining the functional currency to be USD.

Key sources of estimation uncertainty

The following are the key assumptions concerning the future, and other sources of estimation uncertainty at the end of the reporting period, that may have a significant risk of resulting in a material adjustment to the carrying amounts of assets within the next financial year.

Impairment of investments

Determining whether a subsidiary is impaired requires an estimation of the value in use of its subsidiary. The value in use calculation requires the directors to estimate the future cash flows expected to arise from the subsidiary and a suitable discount rate in order to calculate present value. Each investment in subsidiary is an individual cash generating unit.

NOTES TO THE FINANCIAL STATEMENTS - continued
for the year ended 31 December 2020

3. ACCOUNTING POLICIES - continued

Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through the Statement of Profit or Loss and Other Comprehensive Income. The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the company has applied the practical expedient, the company initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through the Statement of Profit or Loss and Other Comprehensive Income, transaction costs.

Subsequent measurement

The company measures financial assets at amortised cost if both of the following conditions are met:

- The financial asset is held within a business model with the objective to hold financial assets in order to collect contractual cash flows, and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding

Financial assets at amortised cost are subsequently measured using the effective interest (EIR) method and are subject to impairment. Gains and losses are recognised in the Statement of Profit or Loss and Other Comprehensive Income when the asset is derecognised, modified or impaired.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a company of similar financial assets) is primarily derecognised (i.e., removed from the company's statement of financial position) when:

- The rights to receive cash flows from the asset have expired, or
- The company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement? and either (a) the company has transferred substantially all the risks and rewards of the asset, or (b) the company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset

When the company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if, and to what extent, it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the company continues to recognise the transferred asset to the extent of its continuing involvement. In that case, the company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the company could be required to repay.

NOTES TO THE FINANCIAL STATEMENTS - continued
for the year ended 31 December 2020

3. ACCOUNTING POLICIES - continued

Impairment of financial assets

The company recognises an allowance for expected credit losses (ECLs) for all debt instruments not held at fair value through the Statement of Profit or Loss and Other Comprehensive Income. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the company expects to receive, discounted at an approximation of the original effective interest rate. For trade receivables and some intercompany loans, the company applies a simplified approach in calculating ECLs. Therefore, the company does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The company has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

The company considers a financial asset in default when contractual payments are 90 days past due. However, in certain cases, the company may also consider a financial asset to be in default when internal or external information indicates that the company is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the company. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through the Statement of Profit or Loss and Other Comprehensive Income, loans and borrowings, or payables as appropriate. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

Subsequent measurement - Intercompany loans

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in the Statement of Profit or Loss and Other Comprehensive Income when the liabilities are derecognised as well as through the EIR amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the Statement of Profit or Loss and Other Comprehensive Income.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit or Loss and Other Comprehensive Income.

Taxation

Current taxes are based on the results shown in the financial statements and are calculated according to local tax rules, using tax rates enacted or substantially enacted by the balance sheet date.

Foreign currencies

Assets and liabilities in foreign currencies are translated into USD at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into USD at the rate of exchange ruling at the date of transaction. Exchange differences are taken into account in arriving at the operating result.

NOTES TO THE FINANCIAL STATEMENTS - continued
for the year ended 31 December 2020

3. ACCOUNTING POLICIES - continued

Investments

Investments in subsidiary undertakings are stated at cost. The carrying value of investments is reviewed for impairment when events or changes in circumstances indicate the carrying value may not be recoverable.

Group reorganisation

Where investments were acquired in exchange for the issue of shares the company has chosen to account for these transactions using the previous parent's book value with the difference between the value of the investments received and the nominal value of the shares issued being recognised within other reserves in equity.

4. EMPLOYEES AND DIRECTORS

All operations of the company during the year ended 31 December 2020 have been undertaken by employees of other companies within Hilton Worldwide, Inc. A charge of \$- has been included in cost of sales in respect of their services (2019: \$ -).

The directors of the company are also directors of other group companies. The directors received total remuneration for the year of \$2.1m (£1.6m) (2019: \$1.8m (£1.4m)) all of which was paid by other companies within the group. The directors do not believe that it is practicable to apportion this amount between their services as directors of the company and their services as directors of the other group companies.

5. INTEREST RECEIVABLE

	2020	2019
	\$	\$
Interest receivable from fellow group undertakings	<u>510</u>	<u>615</u>

6. PROFIT BEFORE TAXATION

The remuneration of the auditors of £ 12,498 (2019: £9,929) is borne entirely by Hilton Worldwide Limited.

7. TAXATION

Analysis of tax expense

	2020	2019
	\$	\$
Current tax:		
Foreign tax	<u>4,994</u>	<u>4,994</u>
Total tax expense in statement of profit or loss and other comprehensive income	<u>4,994</u>	<u>4,994</u>

NOTES TO THE FINANCIAL STATEMENTS - continued
for the year ended 31 December 2020

7. TAXATION - continued

Factors affecting the tax expense

The tax assessed for the year is lower than the standard rate of corporation tax in the UK. The difference is explained below:

	2020 \$	2019 \$
Profit before income tax	100,390	100,495
Profit multiplied by the standard rate of corporation tax in the UK of 19% (2019 - 19%)	19,074	19,094
Effects of:		
Expenses not deductible for tax purposes	(18,977)	(18,977)
Higher tax on foreign income	4,994	4,994
Group relief surrendered (from) to fellow subsidiaries free of charge	(97)	(117)
Tax expense	4,994	4,994

The enacted main rate of corporation tax was reduced from 20% to 19% from 1 April 2017 and further reduced to 17% from 1 April 2020. In the Finance Act 2020 it was announced that the enacted reduction in the main rate of corporation tax effective 1 April 2020 would not take place. In the Finance Act 2021 it was further announced that the rate of corporation tax would rise to 25% from 1 April 2023 however this change was not enacted as at the balance sheet date. These changes do not have a material effect on these financial statements.

The Group's future tax charge could be affected by numerous factors including, but not limited to, the UK's triggering of Article 50 and any future consequences of the UK leaving the European Union, the UK's proposal to amend the tax rules relating to the utilisation of brought forward losses and any tax reforms adopted from the OECD's BEPS actions such as those in relation to the deductibility of interest, anti-avoidance or transfer pricing. No quantification of these changes is currently possible due to uncertainty around when any currently proposed rules will be enacted or effective.

8. INVESTMENTS

	Shares in group undertakings \$
COST	
At 1 January 2020 and 31 December 2020	25,930
PROVISIONS	
At 1 January 2020 and 31 December 2020	3,025
NET BOOK VALUE	
At 31 December 2020	22,905
At 31 December 2019	22,905

NOTES TO THE FINANCIAL STATEMENTS - continued
for the year ended 31 December 2020

8. INVESTMENTS - continued

Details of the investments in which the company holds nominal value of any class of share capital are as follows:

Investments in directly held subsidiary undertakings are denoted below with an asterisk; all other investments in subsidiary undertakings are indirectly held.

	Country of registration and operation	Principal activities	Proportion of voting rights and shares held
HLT Brazil LLC*	United States	Investment holding company	100%
Hilton of Panama Ltd.*	Panama	Hotel operator	10%
Hilton Egypt Trading Company*	Egypt	License holding company	10%
Hilton International Trinidad Ltd.*	Trinidad and Tobago	Hotel operator	9.988%
PT Conrad Management Indonesia*	Indonesia	Hotel manager	1%
Hilton Brazil Operacoes E Participacoes Ltda	Brazil	Investment holding company	0.25%

Consolidated financial statements have not been prepared as the company is consolidated into the financial statements of a larger group, for which the consolidated financial statements are publicly available, as disclosed in the below note "Parent undertaking, controlling party and consolidating entity".

In the opinion of the directors the aggregate value of the investment in subsidiary and joint venture undertakings is not less than the amounts at which they are stated in these financial statements.

9. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2020	2019
	\$	\$
Amounts owed by group undertakings	207,569	112,173

Amounts owed by group undertakings are included in amounts due within one year where there are no specified repayment terms. Amounts owed by group undertakings are technically repayable on demand and hence are included in amounts due within one year.

10. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:			2020	2019
Number:	Class:	Nominal value:	\$	\$
445,051	Ordinary shares	1.7	757,810	757,810

The number of shares authorised and issued as at the period end was 445,049 ordinary shares of £1 (\$1.70) each and 2 ordinary shares of £1 (\$1.25) each. These shares carry one vote per share and carry a right to dividends.

NOTES TO THE FINANCIAL STATEMENTS - continued
for the year ended 31 December 2020

11. PARENT UNDERTAKING, CONTROLLING PARTY AND CONSOLIDATING ENTITY

The company's immediate parent undertakings are Hilton Worldwide Manage Ltd (99.9%) and HLT Owned VI-A Holding LLC (0.1%), both investment holding companies.

The ultimate parent the only undertaking for which group financial statements were prepared and into which the company is consolidated for 31 December 2020, was Hilton Worldwide Holdings Inc., a Delaware company incorporated in the United States of America. These group financial statements are available from the company secretary, Hilton Worldwide Holdings Inc., 7930 Jones Branch Drive, McLean, Fairfax County, Virginia VA 22102-3302, United States of America .

12. CAPITAL COMMITMENTS

The company has not entered into any capital commitments contracted for but not provided in the financial statements at period end.

13. CONTINGENT LIABILITIES

The company had jointly and severally guaranteed the value added tax liability of other companies within the same UK VAT group, which amounted to approximately £2.7m/\$3.7m (2019: £6.1m/\$8.0m) at 31 December 2020.