



HILTON
WORLDWIDE

Architecture Design and Construction
Project Review and Approval Process

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INTRODUCTION

Purpose of this Document

The purpose and objective of this document is to supplement the approval and review process requirements set out in the relevant Franchise Agreement and/or Management Agreement and/or Technical Services Agreement relating to the relevant hotel (the “Operating Agreement”) regarding the design, construction, pre- opening and opening phases of a new or conversion hotel development and to set out the framework around which those reviews and approvals are conducted.

The following procedures are to be read in conjunction with the relevant Operating Agreement. Nothing contained in this document relieves any of the parties of any obligations or contractual responsibilities under the relevant Operating Agreement and in the event of any conflict between this document and the relevant Operating Agreement the latter shall prevail. References in this document to “Hilton Worldwide” means Hilton Worldwide Inc. and/or its affiliates that are party to a relevant Operating Agreement. References in this document to “Owner” mean the counterparty to the relevant Operating Agreement that has an obligation to construct, renovate, fit out, equip and decorate the hotel subject to such Operating Agreement.

All of these pages and the relevant Hilton Worldwide architecture, design and construction standards (of which this document forms part) applicable to the brand under which the hotel which is the subject of the Operating Agreement shall operate (the “Hilton Worldwide Architecture, Design and Construction Standards”) will apply to all of the following situations:

1. New construction hotels.
2. Conversion of non-Hilton Worldwide branded hotels to Hilton Worldwide branded hotels.
3. Conversion of Hilton Worldwide branded hotel to a different Hilton Worldwide branded hotel.
4. Adaptive Re-use of a non-hotel building to a Hilton Worldwide branded hotel.
5. Addition or expansion of a Hilton Worldwide branded hotel.

The Role of Hilton Worldwide Architecture, Design & Construction

Hilton Worldwide’s Architecture, Design and Construction team (the “A,D&C Team”) has experience in the design and management of the branding, refurbishment, extension and construction of Hilton Worldwide hotels. The A,D&C Team covers a diverse range of construction and design disciplines and will provide a range of assistance to the Owner’s Professional Team including in relation to architecture and interior design throughout the hotel development process.

Hilton Worldwide Project Director

For every development opportunity a Project Director will be nominated from within the A,D&C team (the “Hilton Worldwide Project Director”). The Hilton Worldwide Project Director will be the principle point of contact during the entire hotel development process from inception to opening. The Hilton Worldwide Project Director is there to assist the Owner’s Professional Team achieve the smooth and trouble-free delivery of the highest quality hotel product that incorporates the following fundamental components of any Hilton Worldwide hotel from an architecture and construction perspective:

- Cost effective architecture, design and construction that is compliant with relevant Hilton Worldwide Architecture, Design and Construction Standards and any other relevant brand standards and objectives;
- Operational efficiency;

- Architectural and interior design excellence;
- Energy efficiency and sustainability through construction and in operation.

Design

The role of Hilton Worldwide's Global Design Services group is to provide design guidance for key areas of the hotel, including optimizing the spatial requirements and operational relationships in both front and back of house areas of the hotel. Interior architecture, planning and design excellence is a key factor in all Hilton Worldwide hotels and the team provides both design direction and assistance in this area and are happy to recommend relevant architecture, interior design and specialty consultants for each project.

Note: There is an approved/required list of Design firms specifically for the Canopy by Hilton brand.

All of this culminates in Hilton Worldwide's overall objective helping Owners to deliver exceptionally designed hotels while remaining cost effective and operationally efficient.

Engineering Support

The Engineering Support group (within the A,D&C Team) will provide guidance on all mechanical, electrical and plumbing installations and advice on the delivery of a hotel that conforms to Hilton Worldwide's overall global environmental and sustainability initiatives and targets.

GENERAL REQUIREMENTS

Generally

The following sections shall apply to all new construction and conversion projects in whatever form.

Approval of Owner's Professional Team

Hilton Worldwide will only accept the use of qualified professionals that have gained relevant experience in the design and construction of quality hotel operations. This will include all professionals who form part of the professional team for the project ("Owner's Professional Team") including, but not limited to, architects, project managers, MEP engineers, structural engineers, interior designers, kitchen consultants, landscape architects and other specialist consultants. The relevant Operating Agreement may specify those mandatory consultants that must be engaged on the project and that are subject to Hilton's approval.

In order to assist with the selection of appropriate consultants, the A,D&C Team will provide a preferred consultant panel for these mandatory consultants, when requested.

Prior to the commencement of the design, planning and approval process, the A,D&C Team must be furnished with contact information and relevant hotel experience for all of the Owner's Professional Team that the Owner is intending to retain on the project and will review and confirm in writing its approval or rejection of those proposed parties within the project team.

Appointment of Owner's General Contractor

Where requested, the A,D&C Team will provide details of general contractors they consider appropriate for inclusion on the Owner's tender list.

Access to the Hilton Worldwide Architecture, Design & Construction Standards

Access to or distribution of the relevant Hilton Worldwide Architecture, Design and Construction Standards manuals will be arranged by the Hilton Worldwide Project Director. The Hilton Worldwide Project Director will liaise with the Owner and the Owner's Professional Team as to the implementation of these standards. The access to this information will generally be subject to the project being at an appropriate stage and a signed and legally binding unconditional Operating Agreement being in place.

DESIGN REVIEW PROCESS GENERALLY

Design Elements

Competition in today's hotel market makes protecting Hilton Worldwide's brands essential for the success of the hotel for the benefit of all parties. Design elements contained in Hilton Worldwide's brand hotels enable guests to associate Hilton Worldwide's services with the high standards of quality that Hilton strives to provide. For that reason, Owners acknowledge that it is in all parties' interests to develop a design for the hotel project which is consistent with Hilton Worldwide's overall design intent. Accordingly, Owner agrees that Hilton shall have final design approval of all finishes, colors and materials within the hotel project.

Design Review Workshops

While the formal design review process requires specific information (as described later in this document), in order to foster an ongoing, open and collaborative process of communication regarding design elements, it is strongly recommended that separate informal design review workshops are conducted for all areas of the hotel and for all design disciplines during the course of the design development phase of the project.

Experience has shown that not only is the time period required for formal approval significantly reduced if these design workshops are held prior to formal submissions being made, but also the quality of the hotel is enhanced and abortive design and/or construction work is potentially avoided.

All reviews shall be arranged by the Owner and Hilton Worldwide. Ideally, all information to be discussed at the workshop should be supplied seven (7) calendar days prior to any meeting where feedback may be required.

Owner attendees shall include those individuals necessary to provide a full presentation of the design elements being reviewed and to be approved by Hilton Worldwide. Hilton Worldwide attendees shall include those individuals with decision-making authority regarding the design elements to be approved by Hilton Worldwide.

Presentation materials shall include renderings, color boards and technical specification books, as well as material, fabric and carpet samples where relevant.

Formal Design Approvals

Prior to commencing any works on site all documents and drawings describing any proposed new construction, refurbishment and/or alterations to the hotel must be provided to and approved by the A,D&C Team.

The formal plan review process is designed to ensure the timely submittal of the necessary and relevant plans and information required to enable a considered review, give appropriate feedback, and finalize any required amendments to and/or agreement of such plans or project information. This will ensure that all parties have a clear and mutual understanding of what information is required, what is being proposed, what feedback has been given, what actions are required and what is approved.

The Owner shall submit full-size or half-size drawings of all proposed submittals to Hilton Worldwide for its approval as detailed in the following pages. The project director and owner shall mutually agree on drawings, technical specifications and interior specifications submittal formats.

Hilton Worldwide shall provide either written approval or disapproval of the Plans formally submitted. Any items disapproved by Hilton Worldwide will be returned to the Owner with a written explanation detailing the reasons for such disapproval. Promptly following any Hilton Worldwide notice of disapproval, the Owner and Hilton Worldwide shall attempt to reach a satisfactory and agreeable resolution of the disapprovals submitted by Hilton Worldwide. The Owner shall incorporate any agreed upon modifications in a revised submission and resubmit these to Hilton Worldwide.

Review Criteria

The criteria applied by Hilton Worldwide during the formal design review process are to assess the designs and their compliance against the following general criteria (which are set out in no particular order of priority):

- (i) the agreed scope of the project;
- (ii) any relevant Hilton Worldwide Architecture, Design & Construction Standards;
- (iii) accepted industry standards;
- (iv) the design narrative for the relevant Hilton Worldwide brand; and
- (v) any other relevant Hilton Worldwide Brand Standards.

Design Revisions and Changes

All Hilton Worldwide's comments or modifications to all plans and specifications, to the extent necessary to assure that the hotel project meets the Hilton Worldwide Architecture, Design & Construction Standards, shall be implemented by the Owner. In the event the Owner is aware of any deviation, change or departure in the actual design, development, construction, engineering, planning, equipping, fixturing, furnishing, or completion of the hotel project, the Owner shall so advise Hilton Worldwide promptly in writing of any such deviation, change or departure in sufficient detail and with sufficient time to allow Hilton Worldwide to fully evaluate and approve or disapprove the deviation, change or departure.

Review Basis

Hilton Worldwide will be working in an advisory capacity but it is noted that any approval by Hilton Worldwide shall not be deemed or construed to imply any representation or warranty as to the item or matter so approved.

Equally, Hilton Worldwide shall not be responsible for the adequacy or coordination of any plans and specifications or for the structural soundness or integrity of any part of the project, or for the sufficiency of any mechanical and/or electrical systems. This all remains the sole and exclusive responsibility of the Owner.

No review, comment, sanction, agreement, consent or other approval, recommendation (including in respect of the members of the Owner's Professional Team), advice or inspection by or on behalf of Hilton Worldwide or any failure or delay by Hilton Worldwide in making or giving the same shall:

- (i) Relieve the Owner (or any third party engaged by the Owner) in whole or in part of any of its obligations or liabilities under the Operating Agreement;
- (ii) Render Hilton Worldwide responsible or liable to the Owner or to any other person for the project (or any part thereof) or for any delay relating thereto; and
- (iii) Be relied upon by any person other than the Owner, and then only by the Owner for the purposes set out in the Operating Agreement.

PROJECT MEETINGS

Kick-Off Meeting

A kick-off meeting will take place to introduce all of the key contacts from the Owner's Professional Team and the Hilton Worldwide A,D&C Team. It is a forum that will enable Hilton Worldwide to communicate to all parties the intent of the Hilton Worldwide Architecture, Design & Construction Standards which must be followed. It will help the Owner's Professional Team understand the key areas of information that is required. This meeting should be attended by the following: Owner/Developer/Investor and consultants; Architect, Designer, Project Manager, MEP Consultant and from Hilton Worldwide; representatives from the A,D&C Team plus any other relevant Hilton Worldwide parties.

Planning, Design and Pre-Construction Meetings

Pre-construction meetings shall take place in person or by WebEx on a basis that enables regular updates on the design process and approval status. They should be at least every 2 months and the agenda should be similar to that of the kick off meeting. An update shall be produced by the Owner for both the design program and the construction program. A schedule of all outstanding items must be produced and reviewed to keep a record of the approval status and general content.

Pre-Construction Meeting Minutes

The Owner shall arrange for minutes to be prepared and distributed to all meeting attendees promptly following each review session. These minutes shall reflect specifically which design elements were approved and which design elements were rejected by Hilton Worldwide and the steps which need to be taken in order to obtain Hilton Worldwide's full approval of all design elements. The accuracy of the minutes shall be verified by the Hilton Worldwide Project Director.

Construction Progress Meetings and Reports

The Hilton Worldwide Project Director and the members of the Owner's Professional Team shall be available via telephone conference or by attendance at meetings, as agreed between the Owner and Hilton Worldwide from time to time. The schedule of telephone conference calls and meetings shall be periodically reviewed by the Owner and Hilton Worldwide as and when required.

Until completion of the hotel, there shall be regular monthly technical meetings relating to the design and building works arranged for that purpose between the Owner, the Owner's Professional team, and the General Contractor to review the progress of the building works. The Owner shall give to Hilton Worldwide appropriate notice of and copies of the agenda of all such meetings.

The Owner shall provide to Hilton Worldwide the following:

1. Reasonable notice of and an invitation to all relevant meetings (including site, design, team, or project meetings) and the minutes of all such meetings.
2. Contractor's monthly reports produced in connection with the project.
3. Monthly reports identifying all relevant material issues relating to the project including without limitation:

- (i) Monthly program status of overall project and major construction items including any planned measures to recover delays when measured against the initial project program;
- (ii) Digital photographs showing the general level of progress;
- (iii) Schedule of any outstanding information required from Hilton Worldwide; and
- (iv) Formal design submission approval status by Hilton Worldwide.

Construction Meeting Minutes

The Owner shall arrange for minutes to be prepared and distributed to all meeting attendees within five (5) calendar days following each progress/monthly meeting. These minutes shall reflect specifically which design elements were approved and which design elements were rejected by Hilton Worldwide and the steps which need to be taken in order to obtain Hilton Worldwide's full approval of all design elements. The accuracy of the minutes shall be verified by the Hilton Worldwide Project Director.

The Owner shall keep Hilton Worldwide informed of the progress of the project as related to the development program and the dates by which the Owner intends to and does issue all or any part of the project for tender.

NEW CONSTRUCTION

Generally

All of the requirements set out in the preceding sections of this Project Review and Approvals Process will apply to new construction, adaptive re-use and addition/expansion projects. The formal design submittals for a new construction project are described below.

Project Brief

Information required at this stage is to communicate a basic summary of the proposal to ensure that it is aligned with the requirements of the relevant Hilton Worldwide Architecture, Design and Construction Standards and the relevant Hilton Worldwide Brand Standards. It must include a project brief, facilities schedule, development program and concept design.

As required by the Operating Agreement or, if not specified then, within thirty (30) calendar days of the signing of the Operating Agreement, the Owner shall submit to the A,D&C Team, for the approval of Hilton Worldwide, the elements that are required as follows:

1. An **Area Program** (Facilities Schedule) for the project showing public areas, back of house, and guestroom components including a summary page showing gross areas and total enclosed areas per key, gross area of meeting spaces per key, guestroom and suite ratios, and any other significant data unique to this project.
2. The Project Brief which includes a written **design narrative** from the Architect, Interior Designer, and/or F&B Designer incorporating their comments and inspirations for the design. It must outline the key objectives, scope of work, design guidelines, the Owner's Professional Team and other requirements relating to the hotel and the project and, if applicable, information on any mixed use development identifying how the non-hotel aspects of the mixed use development impact or affect the hotel.
3. The **Development Program** shall be a timeline identifying all key activities affecting, relating to or required for completion of the project and opening date including, the duration and completion date for each key milestone, obtaining approvals, developing and completing the concept design, design development (the final floor plans, building envelope and system designs for each design discipline on the consultant category list), contract documents, design approvals, mock-up and prototype rooms, tendering, procurement, construction, fit-out, test and commissioning, completion of construction, pre-opening activities commencement and, if applicable, an indicative timeline for the mixed use development indicating any impact on the hotel project.

Key timing milestones and their completion dates that must be shown on the Development Program will include the following as a minimum:

- (i) Project Brief;
 - Facilities Schedule/Area Program;
 - Development Program;
 - Concept Design;
 - Detailed Budget
- (ii) Appointment of the Owner's Professional Team;

- (iii) Preliminary Plan submission;
- (iv) Design Development (50%) Plans and Specifications Submission;
- (v) Final (100%) Plans and Specifications Submission;
- (vi) Mock-up and Prototype/Control Room(s);
- (vii) Construction commencement;
- (viii) Commissioning commencement;
- (ix) Hotel construction completion date
- (x) Handover of hotel to manager/management company;
- (xi) Hotel opening date.

Schematic Preliminary Plans Submission

As required by the Operating Agreement or if not specified then, within four (4) calendar months of the date of the Operating Agreement, the Owner shall prepare and submit to Hilton Worldwide for the approval of Hilton Worldwide, the Preliminary Plans Submission. A Preliminary Plans Submission must consist of the submission form set out in Appendix A hereto together with the information listed therein.

The submission shall also include a comprehensive list of all of all the facilities of the hotel, including architectural drawings at of all floor plans, sections and elevations of the building and, if applicable, information on any mixed-use development identifying how the non-hotel aspects of the mixed development impact or affect the concept design of the hotel, existing conditions, etc. pertinent to decisions affecting adaptive re-use or addition/expansion projects. The objective of this submission is for the Owner to demonstrate that, in principle, the basic brand requirements as set out in the relevant Hilton Worldwide Brand Standards and Hilton Worldwide Architecture, Design & Construction Standards can be achieved and each of Hilton Worldwide's brand customer satisfaction and brand positioning goals are met and the submission will be reviewed by Hilton Worldwide in this context.

Hilton Worldwide shall respond to this submission with a written schedule highlighting in each case where approvals have been granted or where conditions or standards have not been achieved. Advice on how these areas can be adapted to achieve an approved status may be given where appropriate. Refer to Appendix A for detailed requirements.

Design Development (50%) Plans and Specifications Submission

As required by the Operating Agreement, or if not specified then, within eight (8) calendar months of the date of the Operating Agreement but not less than four (4) calendar months prior to the proposed construction commencement date, the Owner shall submit to Hilton Worldwide, for the approval of Hilton Worldwide, the Design Development (50%) Plans and Specifications Submission. The Design Development (50%) Plans and Specifications Submission must consist of the submission form set out in Appendix B hereto together with the information listed therein.

The Design Development (50%) Plans and Specifications consist of detailed information including MEP design. This submittal will be reviewed mainly for overall design co-ordination and conformance. It must also include outline specifications of all the areas as listed in the Design Development (50%) Plans and Specifications Submission, preliminary interior design elements including concepts, image boards and materials including a written description of the proposed design of the food and beverage concept.

Hilton Worldwide shall respond to this submission with a written schedule highlighting in each case where approvals have been granted or where conditions or standards have not been achieved. Advice on how these areas

can be adapted to achieve an approved status may be given where appropriate. All changes to the design as described in the response shall be incorporated into the Final (100%) Plans and Specifications Submission. Refer to Appendix B for detailed requirements.

Final (100%) Plans and Specifications Submission

As required by the Operating Agreement, or if not specified then within twelve (12) calendar months of the date of the Operating Agreement the Owner shall submit to Hilton Worldwide for the approval of Hilton Worldwide the Final (100%) Plans and Specifications Submission.

The Final (100%) Plans and Specifications Submission shall include but not be limited to layouts, working drawings, millwork details, design detailing, schedules and specifications and must consist of the submission form set out in Appendix C hereto together with the information set out therein.

No construction shall commence prior to the approval of the Final (100%) Plans and Specifications Submission. In the case of a “Phased Design & Build” project this shall apply to each individual element and no element shall commence construction prior to its approval by Hilton Worldwide in accordance with this document.

This submittal will be reviewed for final design co-ordination and conformance. Hilton Worldwide will provide a written response to all items and issued as described in the previous review process. All changes to the design as described in the Plan Review shall be incorporated into the Final Plans Document Review Submittal. A Plan Review will be issued to the Owner with comments noted for incorporation into the final construction documents. Final approval will be issued upon receipt of a written notification by the owner agreeing to respond to outstanding items and describing the method in which these items will be resolved. Addendum drawings may be necessary. Refer to Appendix C for detailed requirements.

Shop Drawings and Other Submissions

Construction submittals must also be provided by the Owner if not included elsewhere to Hilton Worldwide for review and approval prior to purchasing or orders being placed. Manufacturers’ technical information, drawings and specifications should be provided by the Owner to Hilton Worldwide for all of the items set out in Appendix D hereto for conformity review.

Format of all Submissions

All submissions are to be made in Adobe Acrobat pdf format as a minimum.

Mock-Up Rooms and Corridor

The Owner shall build and prepare for design purposes and for the approval of Hilton Worldwide, a section of corridor and mock up rooms for each typical room type e.g. king room, double room or different décor. Such mock-up rooms shall be completed and available for approval within any applicable periods specified in the Operating Agreement, or if not specified then six (6) months from the commencement of construction of the hotel and in any event prior to the mechanical, electrical and fire protection first fix (rough in works) and prior to making purchasing commitments for FF&E and other guestroom materials. The mock up room(s) may be provided on site or off site as determined by the Owner.

All drawings, specifications and FF&E control books in connection to the mock-up room must be submitted by the Owner at least 6 weeks prior to commencement of the construction of the mock-up room and FF&E procurements.

For the purpose of clarity a mock-up room is a fully fitted-out and decorated typical guest room(s) including adjoining corridor and services riser mock up for the purposes of design and operational approvals including all FF&E, operating equipment, functioning furniture, fully operating power points and other electrical services and an air conditioning fan coil in the bulkhead, together with all fixed wall, floor and ceiling finishes, fittings and services for the purpose of benchmarking, quality control and services co-ordination. The review will require the attendance of the following parties: Hilton Worldwide Project Director and Hilton Worldwide Design Manager, Owner's Designer, Owner (or Representative), General Contractor and Owner's Purchasing Agent (if applicable).

Following the mock-up room review meeting, the Hilton Worldwide Project Director will distribute minutes confirming the status of all the items, approved or rejected, and any recommendations considered appropriate.

Approval must be obtained from Hilton Worldwide prior to any of these works being carried out on the actual hotel site and/or materials, products being ordered.

Sample/Control Room

Hilton Worldwide requires a sample/control room to be made available for the purposes of quality control. This room must include all the proposed finishes and furnishings in the proposed guestroom to be constructed for review and approval by Hilton Worldwide.

The review will require the attendance of the following parties: Hilton Worldwide Project Director and Hilton Worldwide Design Manager, Owner's Designer, Owner (or Representative), General Contractor and Owner's Purchasing Agent (if applicable).

Following the review meeting the Hilton Worldwide Project Director will distribute minutes confirming the status of all the items, approved or rejected and any recommendations considered appropriate. All items must be resolved prior to the commencement of any fit out of guest rooms and corridors on the actual hotel site. If the requirements of both the mock-up room(s) and the sample/control room can be accomplished by the construction of only one room this must be completed on site.

Final Inspection, Project Completion and Handover

The Hilton Worldwide Project Director is responsible for coordinating with all Hilton Worldwide functions in order to verify that:

- (i) the hotel has been constructed and fitted out in accordance with Hilton Worldwide Architecture, Design and Construction Standards; and
- (ii) the hotel has been completed in terms of physical condition to such an extent as to be capable of being operated to the requirements of the relevant brand and is ready, in terms of physical condition only, for full opening to the public in accordance with the terms of the relevant Operating Agreement.

For the avoidance of doubt, the Hilton Worldwide Project Director's representations relate to the physical condition of the hotel only and not to the operational readiness of the hotel. The opening of the hotel will only be permitted once approval is given to both its physical condition and operational readiness. As such, the following conditions only relate to the completion of the physical condition of the hotel and not to its operational readiness.

Completion (and in the case of hotels which are to be managed by Hilton Worldwide handover to Hilton Worldwide) of the hotel is defined in and governed by the Operating Agreement and shall include the following conditions which will be coordinated by the Hilton Worldwide Project Director:

1. 100% of the guestrooms and suites must be complete in every detail and ready for habitation.
2. 100% of the public areas must be complete and ready for guest use, including the swimming pool and congruent areas (if applicable).
3. Site construction must be totally complete. Construction trailers and equipment must be off site and away from guest view.
4. All roadways and paved areas must have been swept and be free of any dirt or debris.
5. The hotel must have in place all consents, permits and licenses required to operate all areas of the hotel including but not limited to the hotel's restaurant(s), bar(s), elevators, swimming pools, etc.
6. All terms of the Operating Agreement must be fulfilled on or before the date specified in any conditional opening approval letter served by Hilton Worldwide which relate to the physical condition of the hotel.
7. Evidence of insurance coverage must have been provided to Hilton Worldwide as required in the Operating Agreement.
8. Full inspection by an independent third party inspector of all fire life safety systems and acceptance by Hilton Worldwide.

Fire Life Safety

Written approval of the plans for required fire safety systems must be obtained from the government/regulatory authority having jurisdiction prior to installation of the fire safety system and subsequently prior to handover of the hotel by Hilton Worldwide (in the case of a hotel managed by Hilton Worldwide) and/or hotel opening.

The form of written approval may vary by government/regulatory authority. For the purposes of this document, this shall be defined as a certificate, letter of approval, permit, stamp of approval, or other approval method as used by the relevant government/regulatory authority.

Written certification that the required fire safety systems have been installed according to the plans approved by Hilton Worldwide by a licensed contractor and are fully operational, tested and approved by the authority having jurisdiction must be obtained from the installation contractor.

CONVERSIONS

(OF A NON-HILTON WORLDWIDE BRANDED HOTEL TO A HILTON WORLDWIDE BRANDED HOTEL) or (OF A HILTON WORLDWIDE BRANDED HOTEL TO A DIFFERENT HILTON WORLDWIDE BRANDED HOTEL)

Branded Hotel

A conversion Product Improvement Plan (“PIP”) will be prepared prior to signing an Operating Agreement for any new development deal where a non-Hilton Worldwide brand hotel will convert into one of the brands of Hilton Worldwide. This will be required and must be undertaken prior to execution of the Operating Agreement. A copy of the PIP will be appended to the Operating Agreement.

The Hilton Worldwide Project Director will assist the Owner in the following areas during the course of the conversion process:

1. Compliance with the PIP.
2. Compliance with the relevant Hilton Worldwide Brand Standards and Hilton Worldwide Design and Construction Standards.
3. Compliance with the relevant brand design narrative.

Conversion PIP

Where the PIP requires minor re-design and/or renovation of existing facilities, design drawings of guestrooms and public areas furnishings and layouts and interior/exterior elevations shall be submitted for Hilton Worldwide review and approval. This submittal is to be sent to the A,D&C Team and shall include color renderings or photographs if requested by the A,D&C Team in line with the section of this document headed “Design Review Process Generally – Design Elements”.

Where the PIP requires major refurbishment works and/or construction of additional facilities, complete design and specifications are to be submitted to and approved by the A,D&C Team prior to commencement of construction in line with the previous section of this document relating to New Construction.

Active Conversion PIP

Once a PIP is activated, the process is managed by the A,D&C Team.

Various specialist reports are required such as but not limited to an IT, engineering (including any outstanding maintenance issues), FLS report, acoustics , asbestos and fire stopping (where requested).

Any proposed extensions or deviations from relevant Hilton Worldwide Brand Standards and Hilton Worldwide Design and Construction Standards will be sent to the appropriate Hilton Worldwide brand team for approval.

The design and construction program must be approved by Hilton Worldwide and issued prior to commencement of any works. Design review submittals will be handled by the A,D&C Team. Thirty (30) day progress reports and photographs must be sent to the A,D&C Team after every monthly site meeting. Outstanding works must be tracked on a monthly basis.

The meeting process and requirements shall follow the same as set out in this document for a New Construction. Minutes must be in English and issued within seven (7) calendar days and must include the proposed design program and construction program.

A mock-up room and sample control room (in accordance with the requirements of the previous section of this document relating to New Construction) shall be constructed, fitted out and made available for approval by Hilton Worldwide when the PIP includes the addition of new facilities or where there is refurbishment of guestrooms.

Hilton Worldwide requires a final report of compliance and photos to be submitted by the Owner at least fifteen (20) calendar days prior to opening of the hotel.

Appendix A – Schematic Preliminary Plan Submission

| | |
|-------------------|--|
| Site Name : | |
| Brand : | |
| Site Address : | |
| Owner/Developer : | |
| Contact : | |

The following list comprises the information required for the Hilton Worldwide Design and Construction Department to conduct a formal review of the Preliminary Plans in connection with the above project.

Please submit this form with the information listed.

Plans and documents to be submitted to the Hilton Worldwide Project Director at least (30) calendar days before any sign-off meeting.

1. An Area Program (Facilities Schedule) for the project showing public areas, back of house, and guestroom components. Include a summary page showing gross areas and total enclosed areas per key, gross area of meeting spaces per key, guestroom and suite ratios, and any other significant data unique to this project. The Area Program should clearly indicate any variations from the Initial Area Program.
2. Vicinity Map/Location Plan which must include adjacent properties (existing and planned), associated roads and the like.
3. Site Plan with building, car parking (quantity and size of spaces of aisles to be provided), landscaping and recreational area outlined. Indicate satellite dish location (if provided), signage locations and refuse/storage building location.
4. Floor Plans of all areas with all key dimensions noted and including the following information :
 - (i) No. of guestrooms per floor;
 - (ii) Gross building area in square feet;
 - (iii) Name of all internal spaces;
 - (iv) Larger scale detail of all typical guestroom layouts and bath layouts including dimensions, electrical, HVAC and lighting; and
 - (v) Seating layouts showing capacity of all F&B areas and meeting and conference rooms.
5. Note: For additions, all floor plans and exterior elevations must show the relationship to the existing building(s).
6. A section through the building showing all floor to ceiling heights.
7. Exterior elevations indicating proposed materials and the positions of building signage.
8. Narrative description and design brief for all mechanical, electrical and plumbing installations, including sprinklers (where relevant). Outline scope of works identifying all elements of the following disciplines; mechanical (including design criteria), electrical (including design criteria), plumbing, elevators (including elevator traffic analysis), building energy performance and sustainable elements included in the design and single line schematic diagrams for key systems such as HV/LV distribution, ventilation, chilled water, domestic hot water, heating and plumbing.
9. Outline Fire Strategy including all local codes and design principles for the project.

ARCHITECTURE DESIGN AND CONSTRUCTION PROJECT REVIEW AND APPROVAL PROCESS



10. Drawing Register of attached information including a list of all drawings to be reviewed (including revision number) and a list of any other documents to be reviewed.
11. Updated Project Brief
12. Concept Interior Design

Please provide all sheet numbers, sheet names, scales, current date and a note in the drawing border that indicates "PRELIMINARY PLANS".

Review and approval of the Preliminary Plans must be secured prior to submission of the Design Development (50%) Plans and Specifications.

Appendix B – Design Development (50%) Plans and Specifications Submission

| | |
|-------------------|--|
| Site Name : | |
| Brand : | |
| Site Address : | |
| Owner/Developer : | |
| Contact : | |

The following list comprises the information required for Hilton Design and Construction to conduct a formal review of the Design Development (50%) Plans and Specifications in connection with the above project.

Please submit this form with the information listed.

Plans and documents to be submitted to the Hilton Worldwide Project Director at least (30) calendar days before any sign-off meeting.

1. An updated Area Program clearly indicating any variations from the Initial Area Program.
2. A Site Plan showing dimensioned parking and roadways, all proposed materials, signage locations, external lighting and landscaped zones.
3. Floor plans showing final room designations and numbers, wall types, room dimensions, FF&E and fixed furniture layouts, floor to ceiling heights in each zone, floor, wall and ceiling finishes and fire and acoustic ratings of walls and floors.
4. Large scale floor plans of the following specific areas:
 - (i) Individual guestroom and bathroom types including millwork, lighting and electrical;
 - (ii) Interior elevations of for each guestroom and bathroom type;
 - (iii) Major Public Spaces;
 - F&B outlets
 - Meeting rooms and conference rooms
 - Public toilets
 - Recreational Areas
 - (iv) Major Back-of-House Spaces;
 - Kitchen and Laundry
 - Administration Offices.
5. Building elevations showing all finishes, colors of materials and finishes, window types and operational details, vertical dimensions and signage locations.
6. Building sections showing all overall vertical dimensions, clear ceiling heights, longitudinal and traverse sections through the whole building and fire rating of floors and roof structures.
7. Mechanical, electrical and plumbing engineering plans (showing plant and equipment locations, single line drawings for all piped and ducted services, detailed service riser layout between guestrooms, electrical power and lighting layouts and air balance calculations) as follows :
 - (i) Mechanical design including: plans showing plant and equipment locations, single line drawings for all piped and ducted services, make up air and exhaust calculations, main

- plant locations and indoor unit locations for all piped and ducted systems including outline plant ratings, BMS schedule of included items, heat metering strategy, building energy calculations and proposed building rating, supporting calculations for justification on plant selection and design criteria for all areas. Detailed service riser layout between guestrooms and typical room details and air balance calculations.
- (ii) Fire Life safety design including: wet, dry and chemical fire suppression systems and list of applicable codes used to develop and support the proposal.
 - (iii) Electrical design including: plans showing plant and equipment locations, single line drawings for HV and LV installations including outline load summary, lighting, coordinated riser diagrams, typical guestroom requirements, fire alarm / voice alarm schematic, CCTV system locations brief scope and schematic, generator supported loads, emergency lighting outline design, TV distribution schematic, lightning protection, music systems, lighting controls, energy metering strategy and AV systems.
 - (iv) Audio Visual design must include: scope of works, schematics outline proposals.
 - (v) Plumbing design including: single line drawings for all piped services including systems such as rain water, grey water, detailed service riser layout between guestrooms, main waste locations.
 - (vi) Mechanical handling design including: Elevator traffic analysis', Elevators proposed and manufacturer, escalators proposed and manufacturer, dock levelers, scissor lifts, dumb waiters, hoists. All details of performance criteria must be submitted with a list of suppliers.
8. Kitchen and laundry layouts together with preliminary equipment schedules.
 9. Outline specifications including finishes, fittings, general construction standards and MEP installations.
 10. Location of satellite dish (if provided).
 11. Building and ground signage proposals including any associated electrical requirements.
 12. Drawing Register of attached information including a list of all drawings to be reviewed (including revision number) and a list of any other documents to be reviewed.

Please provide all sheet numbers, sheet names, scales, current date and a note in the drawing border that indicates "DESIGN DEVELOPMENT (50%) PLANS AND SPECIFICATIONS".

Review and approval of the Preliminary Plans and Design Development (50%) Plans and Specifications must be secured prior to submission of the Final (100%) Plans and Specifications.

Appendix C – Final (100%) Plans and Specification Submission

| | |
|-------------------|--|
| Site Name : | |
| Brand : | |
| Site Address : | |
| Owner/Developer : | |
| Contact : | |

The following list comprises the information required for Hilton Design and Construction to conduct a formal review of the Final (100%) Plans and Specifications in connection with the above project.

Please submit this form with the information listed.

Plans and documents to be submitted to the Hilton Worldwide Project Director at least (30) Calendar days before any sign-off meeting.

Complete working drawings and specifications, properly sealed and signed by the architects and engineers of record, when required by government regulations, are to be submitted and approved by Hilton Worldwide before construction begins. For Design and Build conditions, drawings and specifications must be submitted at key milestones for approval as the project progresses.

The drawings and specifications must include the following:

1. An updated Area Program clearly indicating any variations from the Initial Area Program.
2. Complete and indexed civil, architectural, mechanical, plumbing (including detailed fire protection drawings), electrical and structural drawings. All drawings should include definitions of all abbreviations and symbols used within each discipline.
3. All room finishes, door and hardware schedules.
4. Identification of exterior signage drawings showing location and design of all high level, low level and external directional signage.
5. Room layouts for all guestroom types indicating room dimensions, furnishings, electrical, telephone and television outlets. Interior elevations of all guestroom types are also required, together with details of all finishes and artwork locations and details.
6. An interior design package prepared by a professional interior design firm experienced in hospitality interior design. The format of the following submittals must be an 8.5” x 11” 2-ring binder with project name, location and date clearly identified on the front cover and spine. Each finish, fabric and cut sheet must be inserted in a clear 8.5” x 11” sleeve placed in the binder.
7. The submission must include :
 - (i) Floor plans, including ceiling plans showing all guestroom types and all public areas. FF&E, ceiling heights, lighting and floor finishes must also be denoted. Specifications for each item of furnishing and all interior finishes must also be submitted.
 - (ii) Scaled elevations of all interior walls of the public spaces. All finishes must be noted and artwork locations identified along with the size of artwork and subject matter.

- (iii) Samples of all finishes and fabrics, together with cut sheets of all public area and guestroom furniture. All samples and cut sheets must be clearly labelled and identified as to the proposed use and location.
 - (iv) Submissions for conversions must include color photographic documentation of the existing conditions. It must include the exterior, public area and guestroom types and be identified on a location plan. The location plan must identify the location of the photograph and the direction of the photograph.
 - (v) A sample and schedule of the proposed interior signage.
 - (vi) Specialist lighting schemes; details of all lighting and proposed control.
8. A full mechanical, electrical and plumbing design package incorporating the following systems information :
- (i) Final mechanical design including but not restricted to all main system schematics, methods of air distribution, hot water, chilled water, potable water, gas distribution, heat loads, cooling loads, fresh air requirements, design temperatures, air supply and extract calculations, make up air and exhaust calculations, all methods of air distribution, equipment specifications and locations, all controller locations including sample pictures, BMS system, heat metering strategy, building energy calculations and proposed building rating, specifications and proposed plant manufacturers.
 - (ii) Final Fire Life safety design including: fire strategy report, fire strategy drawings, list of applicable codes used to develop and support the design, sprinkler design and calculations, fire alarm design scope and drawings, voice alarm design scope and drawings, emergency lighting layouts and calculations and description on system, kitchen suppression, IT suppression, UPS design, dry/wet risers, smoke extract/clearance, stair ventilation/ pressurization, generator supported loads, hose reels, fire alarm matrix. All system drawings and manufacturers must be provided to support the overall strategy.
 - (iii) Final electrical design including : lighting and coordinated reflected ceiling plans, HV and LV installations including load calculations, small power, lighting, equipments specifications and locations, coordinated riser diagrams, thermostat locations, fire alarm systems, CCTV systems, intruder alarm systems, access control and full layouts of coordinated reception panels, security lodge panels and services, IT rooms services and equipment, including elevations of equipment, generator supported loads, emergency lighting, TV distribution, lightning protection, music systems, lighting controls and energy metering strategy.
 - (iv) Audio Visual design must include: scope of works, detailed drawings including plans and elevations showing equipment finishes, schematics, manufacturer of products including pictures, power and heat output requirements, maintenance and warranty.
 - (v) Final plumbing design including: all piping, connections, sizing, riser diagrams and fixtures schedule.
 - (vi) Final Mechanical handling design including: Elevator traffic analysis' from chosen manufacturer, detail drawings of all elevators proposed by manufacturer, detail drawings of all escalators proposed by manufacturer, dock levelers, scissor lifts, dumb waiters, hoists. All drawings must be submitted from the chosen manufacturer and installer. Details of maintenance and warranties.
9. Kitchen and laundry layouts showing equipment locations and specifications and all mechanical, electrical and plumbing connections and requirements.
10. IT and communications design (where not included in electrical drawings).
11. Bar, service station and pantry equipment locations and specifications and all mechanical, electrical and plumbing connections and requirements.

12. Drawing Register of attached information including a list of all drawings to be reviewed (including revision number) and a list of any other documents to be reviewed.

Please provide all sheet numbers, sheet names, scales, current date and a note in the drawing border that indicates "FINAL (100%) PLANS AND SPECIFICATIONS".

Review and approval of the Preliminary Plans and Design Development (50%) Plans and Specifications must be secured prior to submission of the Final (100%) Plans and Specifications.

Appendix D – Shop Drawings and Other Submissions

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|-------------------|--|
| Site Name : | |
| Brand : | |
| Site Address : | |
| Owner/Developer : | |
| Contact : | |

The following list comprises the information required for Hilton Design and Construction to conduct a formal review of the Shop Drawing and Other Submissions in connection with the above project.

Please submit this form with the information listed.

Plans and documents to be submitted to the Hilton Worldwide Project Director at least (30) calendar days before any sign-off meeting. Variations from the approved documents must be clearly noted on all submittals.

1. Plumbing fixture and equipment cut sheets and trade literature.
2. Light fixture cut sheets and trade literature.
3. Door hardware cut sheets and schedule including electronic locks, proximity readers and any other door locking systems.
4. Roof material sample, cut sheet and trade literature.
5. Exterior wall finish sample, cut sheet and trade literature.
6. Fire sprinkler shop drawings.
7. Elevator & Escalator shop drawings
8. Audio Visual shop drawings
9. Specialist joinery shop drawings.
10. Fitness Center equipment cut sheets and trade literature.
11. FF&E submittal including color boards, cut sheets and specifications.
12. Acoustic and background noise survey confirming compliance with the stated acoustic requirements.
13. Drawing Register of attached information including a list of all drawings to be reviewed (including revision number) and a list of any other documents to be reviewed.

Please provide all sheet numbers, sheet names, scales, current date and a note in the drawing border that indicates “SHOP DRAWINGS AND OTHER SUBMITTALS”.

Review and approval of the Preliminary Plans, Design Development (50%) Plans and Specifications and Final (100%) Plans and Specifications must be secured prior to submission of the above submittal.