

APPLICATION LETTER

To: The Hotel Corporation plc

1. I/We, being the registered holder(s) on the Record Date of the number of Ordinary Shares set out in Box 3 (or the beneficial owner of any of those Ordinary Shares by virtue of a bona fide market claim), hereby apply for the number of Open Offer Shares inserted in Box 6 and agree to accept the same on the terms and subject to the conditions set out herein, in the Circular and this Application Form and subject to the Articles of Association of the Company. If no number is inserted in Box 6 (or if a number is inserted in Box 6 which is inconsistent with the amount of the remittance accompanying this Application Form and shown in Box 9), I/we agree that I/We shall be deemed to have applied for the higher of (i) the number of Open Offer Shares shown in Box 4 or (ii) such number of Open Offer Shares at 20 pence per Open Offer Share for which payment accompanies this Application Form.
2. I/We enclose a cheque payable to "Neville Registrars Limited Re clients account" for the sum inserted in Box 9, being the amount payable in full on application for such Open Offer Shares rounded up to the nearest whole penny.
3. In consideration of your agreement to deal with my/our application for the aggregate number of Open Offer Shares applied for or deemed to be applied for in this Application Form and subject to the terms and conditions of the Open Offer set out in Part IV of the Circular, I/we undertake that this application shall be irrevocable and agree that the completion and return of this Application Form with its accompanying payment shall constitute a conditional contract between me/us and the Company which shall become binding upon receipt by Neville Registrars Limited of this Application Form and the accompanying remittance and the Open Offer becoming or being declared unconditional in all respects. I/We acknowledge that you reserve the right to treat any application not strictly complying with the terms and conditions of this Application Form and the terms and conditions of the Open Offer set out in Part III of the Circular as nevertheless valid. I/We acknowledge that the Company reserves the right, in its absolute discretion, to reject any application or purported application under the Open Offer in the circumstances described in the Circular.
4. I/We request and authorise the Company or its agents to send to me/us a definitive certificate in respect of the Open Offer Shares for which this application is accepted by post at my/our risk to the address given above or to the agent whose name appears in Box 12 and to procure my/our name(s) to be placed on the register of members of the Company as holder(s) of the said Open Offer Shares. Pending despatch of definitive certificates, transfers will be certified against the register of members of the Company.
5. I/We represent and warrant that due completion of this Application Form accompanied by a sterling cheque constitutes a warranty that the cheque will be honoured on first presentation and that this shall constitute a fundamental term of the application and that this application may be deemed invalid if such cheque is not so honoured. I/We acknowledge that you reserve the right to instruct Neville Registrars Limited to seek special clearance of cheques to allow the Company to obtain value for remittance at the earliest opportunity.
6. I/We authorise the Company and/or its agents to present the enclosed sterling cheque on receipt and to withhold definitive share certificates pending clearance thereof. In the event that any of the conditions of the Open Offer set out in the Circular are not fulfilled by 25 February 2016 (or such later date as Shore Capital Limited and the Company may agree being no later than 31 March 2016). I/We authorise the Company or its agents to return all application monies without payment of interest to me/us by post at my/our risk either to the address given above or to the agent whose name appears in Box 12 on page 4.
7. By lodging this Application Form, I/we undertake to provide such information as may be required by Neville Registrars Limited to comply with the provisions of the Money Laundering Regulations 2007. Failure to provide the relevant information within a reasonable period of time following a request for verification of identity may result in rejection of an application, in which event the monies payable on application will be returned without interest to the applicant at the address in Box 1.
8. I/we acknowledge that the Company reserves the right to alter the dates and times referred to in the Application Form and accept applications under the Open Offer at a time prior to 3:00 p.m. on 2 February 2016.
9. I/We represent and warrant that I am/we are not (i) applying on behalf of any Shareholder, who is a citizen or resident or which is a corporation, partnership or other entity created or organised in or under any laws of any Restricted Jurisdiction and I am/we are not applying with a view to re-offering, re-selling, transferring or delivering any of the Open Offer Shares which are the subject of this application to, or for the benefit of, a Shareholder who is a citizen or resident or which is a corporation, partnership or other entity created or organised in or under any laws of any Restricted Jurisdiction except where proof satisfactory to the Company has been provided to the Company that I am/we are able to accept the invitation by the Company free of any requirement which it (in its absolute discretion) regards as unduly burdensome, nor acting on behalf of any such person on a non-discretionary basis nor a person otherwise prevented by legal or regulatory restrictions from applying for Open Offer Shares.
10. I/We represent and warrant that I am/we are not and/nor am I/are we applying as nominee or agent for a person who is or may be liable to notify and account for tax under the Stamp Duty Reserve Tax Regulations 1986 at any of the increased rates referred to in Section 93 (depository receipts) or Section 96 (clearance services) of the Finance Act 1986.
11. I/We confirm that in making this application I am/we are not relying on any information or representation in relation to the Company other than that contained in (or incorporated by reference in) the Circular and I/we agree that no person responsible solely or jointly for the Circular or any part thereof or involved in the preparation thereof shall have any liability for any such other information or representation not so contained and I/we further agree that, having had the opportunity to read the Circular, I/we shall be deemed to have had notice of all the information concerning the Company set out (or incorporated by reference) in the Circular.
12. I/We represent and warrant that I am/we are not in breach of the provisions of paragraph 1 of the section headed "Instructions for Transfer and Splitting" on page 3 of this Application Form.

INSTRUCTIONS FOR AND NOTES ON COMPLETION OF THIS APPLICATION FORM

1. If you wish to apply for Open Offer Shares you must complete Boxes 6, 8 and 9 and then sign where indicated on page 1 or in Box 11 (as applicable) and return this Application Form, together with a remittance for the sum inserted by you in Box 9 (as applicable) so as to arrive with Neville Registrars Limited (details in Box 2 on page 1) not later than 3.00 p.m. on 2 February 2016. All joint holders must sign. If you do not wish to apply for Open Offer Shares, you need take no further action but in any event you are urged to complete and return the Form of Proxy.
2. Your basic Open Offer Entitlement is shown in Box 4.
3. **All payments must be in pounds sterling and must be made by cheque, made payable to "Neville Registrars Limited Re client account", and crossed "Account Payee Only". Cheques must be drawn on an account where the applicant has sole or joint title to the funds and on a bank or a building society in the UK, Channel Islands or the Isle of Man, which is either a settlement member of the Cheque and Credit Clearing Company Limited or the CHAPS Clearing Company Limited or a member of either of the committees of the Scottish or Belfast Clearing Houses or which has arranged for its cheques to be cleared through the facilities provided for members of any of those organisations or committees and must bear the appropriate sort code in the top right hand corner. Eurocheques will not be accepted. Third party cheques, building society cheques and banker's drafts will not be accepted. Applications will be subject to the UK verification of identity requirements which are contained, in the UK, in the Money Laundering Regulations 2007.**
4. A corporation should execute the Application Form under seal or as a deed or sign it under the hand of a duly authorised official who should state his capacity. In the case of joint holders, all must sign. If this Application Form is signed under a power of attorney, such power of attorney or a duly certified copy thereof must accompany this Application Form.
5. This Application Form may be transferred, split or consolidated, but only in connection with bona fide market claims. Instructions for transfer, splitting and consolidation are set out below.
6. Shore Capital Limited is authorised and regulated by the Financial Conduct Authority.
7. It is expected that certificates in respect of Open Offer Shares will be despatched to the registered address of the sole or first-named Shareholder shown above or, where Box 10 has been completed, to the address of the person shown in Box 11 within 10 business days of Admission. Where the Open Offer Entitlements shown in Box 4 have been deposited into CREST it is expected that the relevant Open Offer Shares will be credited to the relevant CREST stock account as soon as possible after 8.00 a.m. on 25 February 2016.
8. All applications in respect of the Open Offer, all acceptances thereof and all contracts resulting from such acceptances will be governed by and construed in accordance with the laws of England and Wales.

No person receiving a copy of the Circular and/or this Application Form in any territory other than the UK may treat the same as constituting an invitation to him, nor should he in any event use such Application Form, unless in the relevant territory such an invitation could lawfully be made to him or such Application Form could lawfully be used through compliance with any unfulfilled registration or other legal requirements. It is the responsibility of any person receiving a copy of the Circular and/or this Application Form outside the UK and wishing to make an application for Open Offer Shares to satisfy himself as to full observance of the laws of the relevant territory, including the obtaining of any governmental or other consents which may be required or paying any issue, transfer or other taxes due in such territory or observing any other formalities needing to be observed in such territory. The attention of Shareholders in any territory other than the UK is drawn to the restrictions on applications set out in the Circular.

INSTRUCTIONS FOR TRANSFER AND SPLITTING

1. If you have sold or otherwise transferred all of the Ordinary Shares shown in Box 3 on page 1 prior to 5pm on 14 January 2016, you should complete the declaration in Box 10 on page 4 and send this Application Form to the purchaser or transferee or to the stockbroker, banker or other agent through whom the sale was effected on your behalf. Box 11 on page 4 must be completed by the person(s) to whom the shares have been sold if he/she/they wish(es) to apply on this Application Form for Open Offer Shares in certificated form. If, however, such person(s) would prefer to receive Open Offer Shares in uncertificated form, the Open Offer Entitlements shown in Box 4 must first be deposited into CREST in accordance with the procedures referred to in the paragraph headed "Instructions for Depositing the Open Offer Entitlements into CREST" below.
2. Split Application Forms may be obtained on surrender of this Application Form by post or by hand to Neville Registrars Limited, Neville House, 18 Laurel Lane, Halesowen, West Midlands, B63 3DA with Box 10 on page 4 duly completed. The number of Open Offer Shares to be included in each such Split Application Form must be stated in a separate letter and the aggregate must equal the number shown in Box 4 on page 1. Box 10 on page 4 of each Split Application Form will be marked "Declaration of Sale duly made". The latest time and date for splitting is shown in Box 2 on page 1.
3. If you are entitled to make an application for the number of Open Offer Shares in Box 4 on page 1 by virtue of a bona fide market claim and Box 10 on page 4 is marked "Declaration of Sale duly made", you should, if you wish to apply for Open Offer Shares in certificated form, complete Box 11 on page 4 and submit this Application Form in accordance with the instructions above. If however you would prefer to take up the Open Offer through CREST, the Open Offer Entitlements shown in Box 4 of this Application Form must first be deposited into CREST in accordance with the procedures referred to in the paragraph headed "Instructions for Depositing Entitlements under the Open Offer into CREST" below. Box 11 on page 4 should not be completed.

INSTRUCTIONS FOR CONSOLIDATION

These instructions should be followed when it is desired to register in the name of one holder (or joint holders) all the Open Offer Entitlements under the Open Offer represented by several Application Forms which have been received in settlement of bona fide market claims and it is wished to receive Open Offer Shares in certificated form. If, however, you would prefer to receive Open Offer Shares in uncertificated form, the Open Offer Entitlements shown in Box 4 must first be deposited into CREST in accordance with the procedures referred to in the paragraph headed "Instructions for Depositing the Open Offer Entitlements into CREST" below.

1. Each Application Form must be duly completed and the Application Forms should be sorted into serial number order (lowest first) by reference to the serial number shown on page 1.
2. Details of each Application Form (including the first Application Form (the "Principal Form")) should be inserted in serial number order (lowest first) in the Consolidation Listing Form in Box 14 on page 4 on the Principal Form and the serial number of the Principal Form should be inserted in the space provided at the foot of the Consolidation Listing Form on each of the remaining Application Forms. If the spaces in the Consolidation Listing Form on the Principal Form are not sufficient, the particulars should be listed on separate sheets and attached to the Principal Form.
3. All the Application Forms should be lodged for registration in one batch with the Principal Form on top and the others in serial number order (lowest first) together with the remittance for the total number of Open Offer Shares applied for.

INSTRUCTIONS FOR DEPOSITING THE OPEN OFFER ENTITLEMENTS INTO CREST

1. The Open Offer Entitlements set out in Box 4 may be converted into uncertificated form, that is, into CREST (whether you are the registered holder of the Ordinary Shares set out in Box 3 or are entitled to the Open Offer Entitlements in Box 4 by virtue of a bona fide market claim). Subject as provided in paragraph 2 below, normal CREST procedures (except for the last time for stock deposits) apply in relation to any such conversion. You are recommended to refer to the CREST Manual for details of such procedures. If you are CREST sponsored member, you should contact your CREST sponsor. The Application Form should not be signed on page 1.
2. If you are the registered holder(s) of the Ordinary Shares set out in Box 3, the CREST Deposit Form contained in Box 13 should be completed and then this Application Form should be deposited by you or your CREST sponsor (as appropriate) with the CREST Courier and Sorting Services (CCSS). In addition, the normal CREST Stock Deposit procedures will need to be carried out, except that (a) it will not be necessary to complete and lodge a separate CREST Transfer Form (prescribed under the Stock Transfer Act 1963) with the CCSS and (b) only the total number of Open Offer Entitlements shown in Box 4 may be deposited into CREST. You may deposit some only if the Open Offer Entitlements shown in Box 4 into CREST where you have sold part of your existing holding of Ordinary Shares prior to 5pm on 14 January 2016 only once you have applied for a split Application Form in accordance with the instructions in the paragraph headed "Instructions for Transfer and Splitting" above. If you are entitled to the Open Offer Entitlements shown in Box 4 by virtue of bona fide market claim, the declaration in Box 10 must have been completed or (in the case of a split Application Form) marked "Declaration of Sale duly made", the CREST deposit form in Box 13 completed and the form deposited with the CCSS in accordance with the instructions above. If Open Offer Entitlements represented by more than one Application Form received in settlement of bona fide market claims are to be deposited, the CREST Deposit Form in Box 13 in each Application Form must be completed and the forms deposited. Box 10 in each Application Form must have been completed by the registered holder(s) whose name(s) appear in Box 1 but the Consolidation Listing Form should not be used.
3. A holder of the Open Offer Entitlements shown in Box 4 who is proposing to convert such entitlements into uncertificated form (whether they are to be converted into uncertificated form in the name(s) of the registered holder of the Ordinary Shares set out in Box 1 or in the name of the beneficial owner of those Ordinary Shares by virtue of a bona fide market claim) should ensure that the conversion procedures are implemented in sufficient time to enable the person holding or acquiring the Open Offer Entitlements in CREST following the conversion to take all the necessary steps in connection with applying under the Open Offer prior to 3 p.m. on 2 February 2016. In particular, having regard to processing times in CREST and on the part of the Registrar, the latest time for depositing an Application Form with the CCSS if you are entitled by virtue of a bona fide market claim (in order to enable for you to take all necessary steps in connection with applying under the Open Offer prior to 3.00 p.m. on 2 February 2016) is 3.00 p.m. on 29 January 2016.
4. When Box 10 and the CREST Deposit Form have been duly signed, the title to the Open Offer Entitlements shown in Box 4 will cease forthwith to be transferable by delivery and you will be unable to satisfy a claim to apply under the Open Offer by delivery of this Application Form. Furthermore, entries in Box 11 will not be recognised or acted upon by the Registrar. All transfers of the Open Offer Entitlements to satisfy bona fide market claims must be effected through the means of the CREST system once such rights have been deposited into CREST.

NOTE: Deposit of this Application Form with (a) the CREST Deposit Form in Box 13 duly completed purporting to be signed by the person(s) whose name(s) appear(s) in Box 1 or (b) Box 12 on page 4, duly signed by the person(s) whose name(s) appear(s) in Box 1 or marked "Declaration of Sale duly made" and the CREST Deposit Form in Box 13 duly completed shall be conclusive evidence in favour of the Company and the Registrars of: (i) the rights of the person(s) named in the CREST Deposit Form to be registered as the holder(s) of the Open Offer Entitlements shown in Box 4; and (ii) the authority of the person(s) completing Box 11 (if appropriate) or the CREST Deposit Form. All documents will be despatched by post at the risk of the person(s) entitled to them.

