



## HOTEL-LEVEL INTERMEDIARY AGREEMENT ("Agreement")

<b>COMPANY NAME:</b> <b>World Avenues SA</b> (references to "Company" or "you" or "your" throughout the Agreement refer to company listed directly above)	<b>HOTEL NAME/HOTEL ENTITY NAME:</b>  <b>Société d'Exploitation Hôtelière de Roissy d.b.a. Hilton Charles de Gaulle Airport</b> BP 16461 95708 Roissy Charles de Gaulle – France (references to "Hotel", "us", "we" or "our" throughout the Agreement refer to the entity listed directly above)
<b>ADDRESS:</b> Sara Abdelwahed c/o Cofid SA, Route de Frontenex 51 CP 6169, CH 1211 Geneva 3 Switzerland <a href="mailto:contracting1@world-avenues.ch">contracting1@world-avenues.ch</a>	<b>HOTEL CONTACT:</b>  Halimata Sy – Account Manager <a href="mailto:halimata.sy@hiltoncharlesdegaulle.com">halimata.sy@hiltoncharlesdegaulle.com</a>
<b>ACCOUNT NUMBER:</b>  Phone: : +202 2724 1025/26/27 or +41 22 906 9400  Fax: + 202 2724 1037	Fax reservations: +33 1 49 19 77 78  Direct phone: +33 1 49 19 77 05  Mobile Phone: +33 6 64 05 74 74
<b>EFFECTIVE DATE OF AGREEMENT :</b> From November 1st 2019 to October 31st 2020 inclusive of dates	

### I. RETAIL/COMMISSIONABLE ROOM-ONLY RATES:

If this box is checked ☐, then subject to the General Terms and Conditions, the Hotel shall pay Company for each Consumed Room Booking in a particular month a commission of ☐% of the tax exclusive amount based upon the total aggregate Consumed Room Bookings at retail rates made through Company in the prior month (a) ☐ in all Hilton hotels participating in Hilton's centralized travel agent commission payment program, or (b) ☐ at this Hotel (in this case, the Hotel, not Hilton, shall pay Company directly).

Only if directly connected, online on your websites? <input type="checkbox"/> Yes <input type="checkbox"/> No	Only if directly connected, online on other approved third party web sites(s)? <input type="checkbox"/> Yes <input type="checkbox"/> No
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### II. NET RATES FOR ROOM-ONLY FOR DIRECT CONNECTS:

Subject to the General Terms and Conditions, Company may provide rooms in a room-only manner through the Net Rate business model only if and as approved in the following table

Fee as % of the relevant Retail Rates <input type="checkbox"/> % (in lieu of allotment) Only if directly connected, online on your websites? <input type="checkbox"/> Yes <input type="checkbox"/> No	Only if directly connected, online on other approved third party web sites(s)? <input type="checkbox"/> Yes <input type="checkbox"/> No
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### III. NET RATES FOR ROOM-ONLY IF NOT DIRECTLY CONNECTED:

Subject to the General Terms and Conditions, Company may provide rooms in a room-only manner through the Net Rate business model only if and as approved in the following table (if there is no allotment for Company, enter "N/A" in Validity Dates, Allotment, Cut-Off and Net Rates columns and Discount off each off the relevant retail rates at bottom of this box instead; N/A at top of column applies to entire column):

<b>Room type (A)</b>	<input type="checkbox"/> Standard	<input type="checkbox"/> ROH	<input type="checkbox"/> Superior	<input type="checkbox"/> Other:	Max. Occupancy:
Validity Dates	Allotment	Cut-off	Net & Retail Rates per room (in hotel currency)		



From:	To:	Daily	(in days)	Single		Double		Triple		Quad		Room p/p	
				Net	Retail	Net	Retail	Net	Retail	Net	Retail	Net	Retail
	(Weekdays)												
	(Weekdays)												
	(Weekdays)												
	(Weekends)												
	(Weekends)												
	(Weekends)												
Weekend: Friday to Sunday inclusive (or customary weekend where the Hotel is located)													
Fee as % of the relevant Retail Rates <input type="checkbox"/> %				Blackout dates? <input type="checkbox"/> Yes <input type="checkbox"/> No Dates									
Static rates (not directly connected) may not be used online				Tax inclusive <input type="checkbox"/> Yes <input type="checkbox"/> No									
				Tax percentage									
				Other tax									
				Breakfast inclusive <input type="checkbox"/> Yes <input type="checkbox"/> No									
Rates attached, see over <input type="checkbox"/>				Cost of breakfast									
				Rates to be provided by individual hotels <input type="checkbox"/>									



#### IV. NET RATES FOR PACKAGES FOR DIRECT CONNECTS:

Subject to the General Terms and Conditions, Company may provide rooms in a package through the Net Rate business model only if and as approved in the following table

Fee as % of the relevant Retail Rates <input type="checkbox"/> % (in lieu of allotment)	
Only if directly connected, online on intermediary's websites? <input type="checkbox"/> Yes <input type="checkbox"/> No	Only if directly connected, online on other approved third party web sites(s)? <input type="checkbox"/> Yes <input type="checkbox"/> No

#### V. NET RATES FOR PACKAGES IF NOT DIRECTLY CONNECTED:

Subject to the General Terms and Conditions, Company may provide rooms in a package through the Net Rate business model only if and as approved in the following table (if there is no allotment for Company, enter "N/A" in Validity Dates, Allotment, Cut-Off and Net Rates columns and Discount off BAR/FFR at bottom of this box instead; N/A at top of column applies to entire column):

Room type (A) <input type="checkbox"/> Standard <input type="checkbox"/> ROH <input type="checkbox"/> Superior <input type="checkbox"/> Other:		Max. Occupancy:											
Validity Dates		Allotment	Cut-off	Net & Retail Rates per room (in hotel currency)									
From:	To:	Daily	(in days)	Single		Double		Triple		Quad		Room p/p	
				Net	Retail	Net	Retail	Net	Retail	Net	Retail	Net	Retail
	(Weekdays)												
	(Weekdays)												
	(Weekdays)												
	(Weekends)												
	(Weekends)												
	(Weekends)												
Weekend: Friday to Sunday inclusive (or customary weekend where the Hotel is located)													
Fee as % of the relevant Retail Rates <input type="checkbox"/> %				Blackout dates? <input type="checkbox"/> Yes <input type="checkbox"/> No Dates									
Static rates (not directly connected) may not be used online				Tax inclusive <input type="checkbox"/> Yes <input type="checkbox"/> No Tax percentage Other tax Breakfast inclusive <input type="checkbox"/> Yes <input type="checkbox"/> No Cost of breakfast									
Rates attached, see over <input type="checkbox"/>				Rates to be provided by individual hotels <input type="checkbox"/>									

#### VI. PAYMENT:

- ☐ For Retail/Commissionable Rates: Hotel shall charge guest upon check out and Hotel will pay commission to Company through Hilton's centralized payment program unless otherwise indicated above.
- ☐ For Net Rates for Room Only and Packages: Hotel will charge the unique credit card provided by Company upon check out. Net Rates are net of your fee.
- ☒ For Net Rates for Room Only and Packages: Hotel will invoice Company after guest check out and Company will pay Hotel within 30 days from invoice date. Hotel reserves the right to grant Company credit. Net Rates are net of your fee.
- ☐ For Net Rates for Room Only and Packages: Company will remit full payment to Hotel before guest check in. Net Rates are net of your fee.

#### VII. PREFERRED PLACEMENT:

The Company shall promote favorably Hotel's room inventory and products online and offline. The Company shall guarantee that, when selling online, Hotel's room inventory and products will appear on the first page above the fold for the applicable destination search.

#### VIII. OTHER:



- Rates are valid for a maximum of 9 rooms.
- Rooms are available from 2.00pm on the day of arrival and must be released before noon on the day of departure.
- Hotel Cancellation Policy: Reservations are made on a free sale basis with a D-1 release unless written notification has been received to close out any specific dates. All reservations should be made to the hotel and confirmed in writing. Any reservation cancelled less than 24 hours prior to arrival shall be billed on the basis of a one-night stay per room cancelled. No-shows: Will be invoiced on the basis of a one-night stay. The Hotel's rate and cancellation policy applies in the case of no show or cancellation.
- Hotel Child Policy: The room is complementary for one child, who is sharing with parents. However breakfast charges apply for any child aged twelve and above with payment upon departure. The Hotel's child policy applies with regard to free accommodation and meals.
- Hotel currency : EUR
- If the Company is interested in discussing group rates (any booking of more than 9 rooms) please call the Hotel at the contact number given above. This Agreement does not cover other negotiated or corporate rates. Also, static rates (not directly connected) may never be sold online.
- In areas where there are boxes for "yes" and "no", if "yes" is not specifically checked and authorized, then "no" is conclusively presumed to apply even if "no" is not specifically marked.
- If you desire to establish credit with Hilton Hotels Corporation, in order for your vouchers for individuals and groups to be accepted, by participating Hilton, Conrad, Doubletree, Embassy Suites, Hampton Inns, Hilton Garden Inns, Hilton Grand Vacations Club, Homewood Suites by Hilton, and the Waldorf=Astoria Collection properties and conditioned upon payment by you in not more than 30 days after receipt of the invoice, you must provide Hilton Hotels Corporation with an irrevocable letter of credit drawn on an American Bank or bank with US affiliate acceptable to Hilton, in the amount of US\$ 10,000 or equal to your average billings for A two month period at Hilton, whichever is greater. ALL COSTS/CHARGES FOR THE LETTER OF CREDIT ARE TO BE PAID FOR BY THE APPLICANT. The letter of credit must be maintained for minimum of 12 months. There may be some participating Hilton family properties where credit must be individually established, as noted on the leisure web site, [www.hiltonfamilyleisurerates.com](http://www.hiltonfamilyleisurerates.com) By signing this form, you and your company assume responsibility for advising Hilton Hotels Corporation in writing of any change in your company ownership PRIOR TO THE CHANGE. Failure to do so may result in Hilton immediately terminating this Agreement without incurring any liability to your for contracted rooms or rates
- Company agrees that this Intermediary Agreement is not effective unless and until, and is conditional upon, approval of Company by Hilton Worldwide, Inc. ("Hilton") for such services.

In addition to this page containing the Intermediary Agreement Specific Terms ("Specific Terms"), this Agreement is comprised of all the general terms and conditions set forth on the following web site <http://hiltondistribution.com/globaltc/ukstdterms.php> (collectively, the "General Terms and Conditions"). This Agreement, including the General Terms and Conditions, together constitute the entire understanding between you and the Hotel and may not be amended or changed unless done so in writing and signed by you and the Hotel. The persons signing below warrant that they are authorized representatives of the above indicated Company and Hotel who have authority to enter into this Agreement. This Agreement will not be valid and enforceable until a signed copy is returned to the Hotel by 03/08/2018.



**ACCEPTED AND AGREED TO:**

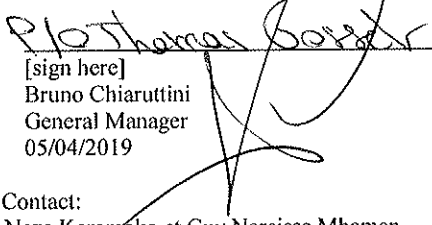
**World Avenues**

By: \_\_\_\_\_  
[sign here]

Name: Sara Abdelwahed  
Title: Contracting Agent  
Date: World Avenues S.A.  
23.04.2019



**Société d'Exploitation Hôtelière de Roissy currently trading as Hilton Paris Charles de Gaulle Airport**

By:   
[sign here]

Name: Bruno Chiaruttini  
Title: General Manager  
Date: 05/04/2019

Billing Contact:  
Name : Naza Karamoko et Guy Narcisse Mbamen  
Tel: 0033 1 49 19 77 17  
Fax: 0033 1 49 19 77 74  
Mail: [naza.karamoko@hilton.com](mailto:naza.karamoko@hilton.com)  
[guynarcisse.mbamen@hilton.com](mailto:guynarcisse.mbamen@hilton.com)

Account Manager Contact:  
Name: Halimata Sy  
Tel : 0033 (0)1 49 17 77 05  
Cel : 0033 (0)6 64 05 74 74  
Mail: [halimata.sy@hiltoncharlesdegaulle.com](mailto:halimata.sy@hiltoncharlesdegaulle.com)

ANNEX – CONTRACT - PRICING GRID - FLEXIBLE BED & BREAKFAST RATE  
HILTON PARIS CHARLES DE GAULLE AIRPORT  
DATE OF CONTRACT: 2019/2020  
DATE OF VALIDITY OF THE CONTRACT: FROM NOVEMBER 1ST 2019 TO OCTOBER 31ST 2020  
NET EURO RATES \* FOR PACKAGES IF NOT DIRECTLY CONNECTED



Below rates are 'net', <u>inclusive of services and VAT*</u>			
Room rates always include American Breakfast Buffet served at the restaurant. **			
2019-2020	Single Guest Room	Double Guest Room	Triple Guest Room
<b>Low Season</b>			
01/11/19 - 08/11/19			
All days	98	108	123
<b>Mid Season</b>			
08/11/19 - 19/12/19			
Week days	131	141	156
Week end (Fri, Sat, Sun)	98	108	123
<b>Low Season</b>			
20/12/19-05/01/20			
All days	98	108	123
<b>Mid Season</b>			
06/01/20 - 07/02/20			
Week days	131	141	156
Week end (Fri, Sat, Sun)	98	108	123
<b>Low Season</b>			
08/02/20 - 23/02/20			
All days	98	108	123
<b>Mid Season</b>			
24/02/20 - 02/04/20			
Week days	131	141	156
Week end (Fri, Sat, Sun)	98	108	123
<b>Low Season</b>			
03/04/20-19/04/20			
Week days	162	172	187
Week end (Fri, Sat, Sun)	98	108	123
<b>Mid Season</b>			
20/04/20-06/09/20			
Week days	131	141	156
Week end (Fri, Sat, Sun)	98	108	123
<b>High Season</b>			
07/09/20-31/10/20			
Week days	162	172	187
Week end (Fri, Sat, Sun)	98	108	123

Fairs Rates	Single Guest Room	Double Guest Room	Triple Guest Room
1ère Vision (TBC)	190	200	220
JEC (TBC)	240	250	270
Intermat (TBC)	240	250	270
Eurosatory (08/06/20- 12/06/20)	400	410	430
Maison & Objet Sept 20 (TBC)	240	250	270
1ère Vision (Sept 20 TBC)	240	250	270
SILMO (TBC)	240	250	270
SIAL 17/10/2020 - 22/10/2020	400	410	430

*Fair dates may vary and we would inform as soon as possible*

\* City tax of 2.88€ per person/night is not included in above rates (based on current legislation) the city tax is payable upon departure

\*\* Room service is at extra cost and will be charged to the guest upon departure.

Room Type Supplement	
Deluxe Room	25
Executive Room = 33m²	59
Executive Room Plus = 55m²	69

The Operator's Hilton account manager shall be

Halimata Sy  
Tél : +33 1 49 19 77 05  
Fax : +33 1 49 19 77 78  
halimata.sy@hiltoncharlesdegaule.com

ACCEPTED AND AGREED TO:  
CLIENT

By:  
Name:  
Title:  
Date:

Reservations have to be made to:

Reservation Department  
Tél: +33 1 49 19 78 11  
Fax : +33 1 49 19 77 78  
Reservation@hiltoncharlesdegaule.com

Hilton Paris Charles de Gaulle Airport

By:  
Name: Bruno Chiarultini  
Title: General Manager  
Date:  
Billing Contact:  
Name : Naza Karamoko & Guy Narcisse Mbamen  
Tel: 0033 1 49 19 77 17  
Fax: 0033 1 49 19 77 74  
Naza.karamoko@hiltoncharlesdegaule.com