PLAYA HOTELS & RESORTS N.V.

Public Disclosure Policy

Playa Hotels & Resorts N.V. (the "**Company**") is committed to providing shareholders, the media and other market participants accurate and timely information about the Company in a manner that complies with our legal and regulatory obligations. The Securities and Exchange Commission's (the "**SEC**") "Regulation FD," or "Fair Disclosure," regulates how U.S. public companies disclose information to the public. Under Regulation FD, companies must take reasonable steps to disclose material, non-public information to all market participants at the same time. The consequences for failing to comply with Regulation FD are severe and could subject the Company and responsible individuals to government enforcement lawsuits. In addition, the Dutch Corporate Governance Code (the "**DCGC**") makes recommendations as to how Dutch listed companies should disclose information to their shareholders and to the public, and unless such provisions conflict with Regulation FD, the Company intends to also comply with those recommendations.

This Public Disclosure Policy is designed to comply with Regulation FD and where appropriate, the DCGC, and to maintain the Company's credibility with the market. The success of the policy depends on the efforts of all officers and employees of the Company and its subsidiaries (the "**Company Group**"), including any persons involved in the business and affairs of the Company or who otherwise have access to material, non-public information related to, affecting or regarding the Company Group (collectively, the "**Covered Persons**"). Please understand your duties under the disclosure policy—if you are not authorized to speak to the public on behalf of the Company Group, please refer any inquiries for information from the media, financial community and shareholders to the appropriate company officials (as identified below). In addition, Covered Persons are reminded that (i) they are subject to U.S. securities laws and regulations (and possibly also securities laws and regulations under other jurisdictions) which may prohibit or restrict trading in the Company's securities and the use and disclosure of material non-public information (including "tipping" others while in possession of material non-public information) and (ii) compliance with Regulation FD does not protect the Company or others against any liabilities arising from violation of any other securities laws or regulations (for example, anti-fraud provisions of and rules under the Securities Exchange Act of 1934, as amended).

A. Company Spokespersons Authorized to Speak on Behalf of the Company Group

The following officials are authorized to speak on behalf of the Company Group (each an "**Authorized Spokesperson**" and collectively, the "**Authorized Spokespersons**"):

- the Company's Chairman and Chief Executive Officer;
- the Company's Chief Financial Officer; and

- other members of the Company's management team specifically designated by the Chief Executive Officer to speak on behalf of the Company Group with respect to a particular topic or purpose (including external investor relations personnel), such as broker or industry conferences and analyst site visits or due diligence. Such persons shall be Company Group spokespersons only for the particular topic or purpose specified.

The Authorized Spokespersons shall be fully apprised of all Company Group developments that affect matters that they are authorized to discuss, in order to ensure that they may fulfill their disclosure obligations.

Persons with positions not listed above are not authorized to speak on behalf of the Company Group without permission of the Chief Executive Officer or the Company's Board of Directors (the "**Board**"). Any inquiries received by persons not listed above from the financial community, shareholders or the media should be referred to an Authorized Spokesperson.

B. Oversight of Disclosure Policy by the Compliance Officer

In overseeing the Company's compliance with this policy, the person designated by the Chief Executive Officer of the Company as the compliance officer, or his or her designee (the "**Compliance Officer**") shall:

1. be fully apprised, as appropriate, of all material Company Group developments in order to evaluate and discuss events that may impact the disclosure process and the Company's disclosure obligations (for example, extraordinary transactions, material operational developments, threatened material litigation, major management changes and events affecting the Company's securities, such as share issuances (other than those effected in the Company's ordinary course of business) and splits);

2. monitor the Company's disclosures, SEC filings, internet website and other public statements, and all reports regarding the Company issued by analysts, in order to make disclosure determinations and ensure accurate reporting and compliance with Regulation FD and to take corrective measures, if and when necessary;

3. review all written statements, presentations to securities analysts and institutional investors (including scripts for conference calls) and other external communications (including press releases) concerning the Company's financial performance, prospects and business developments, as well as other material information concerning the Company Group, prior to use;

4. generally oversee and coordinate the Company Group's public disclosures and this Public Disclosure Policy, including making decisions regarding responses to non-intentional disclosures as described below; and

5. inform the Board, as appropriate, of all material developments and significant information disseminated to the public.

C. Timing of Disclosure

The Company shall make:

- simultaneous public disclosure of material non-public information that is intentionally disclosed to an analyst, shareholder or other market participant to whom disclosure is subject to Regulation FD;

- prompt public disclosure (as soon as reasonably practicable, but in no event after the later of 24 hours or the start of the next day's trading on the NASDAQ) of material non-public information that was unintentionally disclosed (that is, information that the spokesperson did not know, and was not reckless in not knowing, was material and non-public) in the manner required under the rules and regulations of NASDAQ;

- disclosure as required under the rules and regulations of NASDAQ; and

- disclosure as required by applicable case law, SEC rules and regulations and the applicable securities laws generally.

If an unintentional disclosure occurs, the Covered Person that disclosed or first learns of the disclosure must immediately contact the Compliance Officer. The Compliance Officer shall determine whether a selective disclosure has occurred and, if so, devise a disclosure plan that conforms to the time limitations noted above. When in doubt, an Authorized Spokesperson should avoid answering sensitive questions until he or she receives guidance from the Compliance Officer. If an Authorized Spokesperson realizes that a "slip of the lip" may have been a selective disclosure, the Authorized Spokesperson should seek an express agreement from the recipient to keep the information confidential and to avoid trading on the information until the Company has made any required public disclosure. The Authorized Spokesperson should make a written record of any express oral confidentiality agreement and give a copy to the Compliance Officer.

When making a disclosure, the Company shall disclose material non-public information in a manner designed for broad non-exclusionary distribution to the public. As the circumstances require, this shall involve some combination of a press release, publicly available conference call and/or Form 8-K or quarterly filing with the SEC. The SEC has provided guidance indicating that, in certain circumstances, it may be permissible to disclose new material information by a posting on the Company's website. The guidance conditions the availability of this method on several factors, including whether such website is widely recognized as a source of material information about the issuer, the manner in which the information is posted, whether the company has made investors and the market aware that it will post important information on its website, and whether the website is kept current and accurate. Given these limitations on the use of websites, the Company should consult with counsel before attempting to use a website posting to satisfy Regulation FD disclosure requirements in respect of material non-public information. However, there are certain recommendations under the DCGC which promote

disclosure of material information on the Company's website and the Company intends to comply with those recommendations in a manner that would also comply with Regulation FD.

D. Conference Calls

The Company's policy is to open all earnings or other investor conference calls to the public. Public access to the calls shall be provided through the following procedures:

- well-publicized notice of the time and date of call, and instructions on how to access the call, at least several days in advance of the call through (1) a press release issued through PR newswire or similar reputable organization, (2) posting on the Company's website and/or (3) fax/email to media organizations and others;

- prior to the call, public distribution of a press release outlining the topics expected to be discussed during the call and a statement as to where on the Company's website, and for how long, the playback and or webcast archive will be available;

- live public access to the call through a toll free number and/or simultaneous webcast; and

- telephonic playback of the call shall be available for at least one week and webcast archive shall be available for at least twelve months after the call.

Earnings or other investor conference calls shall be structured so that only pre-designated sell-side analysts and institutional investors may ask questions. Participants shall be encouraged to ask all questions during the public conference call.

E. Forward-Looking Information

The Company may provide material forward-looking information—such as market trends, earnings outlook and favorable or unfavorable external factors—in quarterly conference calls or by other means that can adequately disseminate such information to the public on a widespread basis. Any release of material forward-looking information shall be subject to the prior approval of the Compliance Officer. All such statements (whether oral or written) shall be accompanied by meaningful cautionary statements and disclaimers that satisfy the "safe harbor" rules outlined in the Private Securities Litigation Reform Act of 1995 and that disclaim responsibility to update any such forward-looking information. If a forward-looking statement has been made (i.e., one that has a forward intent and connotation upon which parties can reasonably be expected to rely), a Covered Person with knowledge thereof shall promptly report to the Compliance Officer any facts or events that might cause actual results and future events to differ materially from those set forth or contemplated in the forward-looking statements.

F. Other Requests for Information from the Media and the Investment Community

1. Private Earnings Guidance.

It is the Company's policy not to provide any private earnings guidance—including expressions of "comfort" with a forecast or indications that a forecast "seems high," "seems low" or is "within range"—prior to public disclosure of the information. The Authorized Spokespersons should avoid even implicit private earnings guidance. Similarly, the Authorized Spokespersons should not express private views regarding consensus analyst estimates by third parties. The Company's policy is to provide guidance of earnings expectations only in a public forum, if at all.

2. Review of Analyst Reports; Private Conversations with Analysts; Fees.

It is important that analysts be provided with the necessary information to enable them to conduct analyses regarding the Company. However, comments on analysts' reports and models and private discussions with analysts are particularly vulnerable to potential violations of Regulation FD.

As a general matter, the Company's policy is not to review, assess, correct or comment on analyst financial models or drafts of analysts' reports. Guidance shall be provided only when factual inaccuracies can be pointed out by reference to prior public disclosures by the Company. Control of this very limited scope of review shall be centralized through the Chief Financial Officer. This policy includes analysts working for brokerage houses and independent research companies.

Private conversations with analysts may be conducted by the Chairman and Chief Executive Officer or the Chief Financial Officer, but these conversations must be carefully monitored. No material non-public information may be disclosed in these conversations. Authorized Spokespersons may respond to questions about the Company's business and/or operations, so long as the information is not material non-public information. Authorized Spokespersons should keep a record of the date and time of the meeting and a brief description of the matters discussed and send a copy to the Compliance Officer. It is inadvisable to have conversations with analysts during the period from quarter- or year-end until the Company releases earnings for such period.

The Company also shall not distribute to the investing public or otherwise appear to approve a research report or analyst rating.

The Company shall not pay any fees to parties to conduct research for analysts' reports or for the production or publication of analysts' reports, with the exception of credit rating agencies.

3. One-on-One Meetings.

One-on-one meetings with members of the investment community and individual shareholders can be a significant component of a company's investor relations process. These one-on-one meetings, however, are vulnerable to violations of Regulation FD and the Company's Policy on Inside Information and Insider Trading. As with meetings with analysts, no material non-public information may be disclosed during these meetings, unless an oral or written agreement is obtained in which the recipient expressly agrees not to use and to maintain the confidentiality of the material non-public information being disclosed. An Authorized Spokesperson may respond to questions about the Company's business and/or operations, but only so long as the information is not material non-public information.

One-on-one meetings should be scheduled at a time when the amount of material non-public information is smallest, usually soon after release of quarterly earnings and the related conference call. Unless approved by the Compliance Officer, the Company will not have one-on-one meetings, analysts meetings, presentations to institutional or other investors or direct discussions with investors during the period commencing on the first day of the month following the end of the first, second and third fiscal quarters and on the first day of the second month following the year-end, as applicable, and ending on the issuance of the release disclosing quarterly or annual results, as applicable. The Company may, as a result of special circumstances, establish additional periods when such meetings and presentations are prohibited.

Where possible, the Authorized Spokesperson should request a written agenda or an advance list of questions to avoid surprises. Authorized Spokespersons should keep a record of the date and time of the meeting and a brief description of the matters discussed and send a copy to the Compliance Officer. Any agreements regarding confidentiality should be promptly disclosed to the Compliance Officer.

The Authorized Spokespersons also should be careful in private settings when asked to comment on factually incorrect information. Guidance shall be provided only when factual inaccuracies can be pointed out by reference to prior public disclosures by the Company.

4. Meetings with Ratings Agencies.

As with analysts, it is important that rating agencies be provided with the necessary information to enable them to conduct analyses regarding the Company. Following the passage of the Dodd-Frank Wall Street Reform and Consumer Protection Act, signed into law on July 21, 2010 (the "**Dodd-Frank Act**"), a company's communications with analysts at nationally recognized statistical rating organizations (the "**Ratings Agencies**") are no longer explicitly excluded from Regulation FD. No material non-public information should be disclosed to Ratings Agencies, unless an oral or written agreement is obtained in which the recipient expressly agrees to maintain the confidentiality of the material non-public information being disclosed or the Compliance Officer advises that such an agreement is not required based on the applicable facts.

Where possible, the Authorized Spokesperson should request a written agenda or an advance list of questions to avoid surprises when speaking with Ratings Agencies. Authorized Spokespersons should keep a record of the date and time of the meeting and a brief description of the matters discussed and send a copy to the Compliance Officer. Any agreements regarding confidentiality should be promptly disclosed to the Compliance Officer.

5. Industry Conferences.

At times, Company officials shall be called upon to make presentations at conferences sponsored by investment banks, industry and trade associations or other groups in settings that are not open to the general public. Such presentations should be made only by Authorized Spokespersons and should be limited to information that is already publicly available. No material non-public information may be disclosed at these conferences. Any planned or pre-scripted portions of any conference presentation to be given regarding the Company should be reviewed in advance by the Compliance Officer or his or her designee.

6. Responding to Rumors.

The Company's policy is to not comment on market rumors. Authorized Spokespersons should respond that "it is our policy not to comment about rumors or speculation." Requests for comments or responses should be referred to the Compliance Officer.

Other responses, such as "the Company is not aware of the basis of the rumor" or "management is not sure what is causing volatility in our shares," are not consistent with our "no comment" policy. These responses could subject the Company to liability and could also be considered selective disclosure of material non-public information. If the source of the rumor is found to be internal, the Compliance Officer should be consulted to determine the appropriate response.

In certain situations, stock exchange guidelines may require the Company to make a more definitive statement when it is clear that the Company is the source of rumors that are influencing the Company's share price. The Compliance Officer shall determine if and when such disclosure is required.

7. Internet Chat Rooms and Social Networks.

The Company's policy is that no Covered Person, including Authorized Spokespersons, may participate in or respond to discussions about the Company Group or the Company's securities in online chat rooms such as Silicon Investor, the Motley Fool, Raging Bull and Yahoo! Finance. In addition, use of social networks, including corporate blogs, employee blogs, Facebook, LinkedIn, Twitter, YouTube and any other similar means of communication, to disclose material, nonpublic information is considered selective disclosure would violate this policy. Any use of social media platforms to communicate corporate information that does not constitute material nonpublic information shall comply with any Company guidelines applicable to those communications. These policies apply regardless of whether you access the chat room or social network at home or at the office.

8. Website.

The Company shall place and update information which is relevant to its shareholders and that it is required to publish, pursuant to the provisions of applicable Company policies and corporate and securities law, in a separate section of the Company's website.

9. What is Material Information?

As a general rule, information about the Company is "material" if it could reasonably be expected to affect someone's decision to buy, hold or sell the Company's securities. In particular, information is considered to be material if its disclosure to the public would be reasonably likely to affect (i) an investor's decision to buy or sell the securities of the company to which the information relates, or (ii) the market price of that company's securities. While it is not possible to identify in advance all information that will be deemed to be material, some examples of such information would include the following:

- significant changes in financial results and/or financial condition and financial projections;
- news of major new contracts or possible loss of business;
- dividends or share splits;
- share redemption or repurchase programs;
- significant financing transactions;
- changes in management or control;
- plans or agreements related to significant mergers, acquisitions, reorganizations or joint ventures;
- significant litigation or regulatory developments;
- significant increases or decreases in the amount of outstanding securities or indebtedness;
- write-ups or write-downs of assets or changes in accounting methods;
- actual or projected changes in industry circumstances or competitive conditions that could significantly affect the Company's revenues, earnings, financial position or future prospects; and
- transactions with directors, officers or principal security holders.

It can sometimes be difficult to know whether information would be considered "material." The determination of whether information is material is almost always clearer after the fact, when the effect of that information on the market can be quantified. Although you may have information about the Company that you do not consider to be material, U.S. federal regulators and others may conclude (with the benefit of hindsight) that such information was material. When doubt exists, the information should be presumed to be material. **If you are unsure whether you are in possession of material non-public information, you should consult with the Compliance Officer prior to any disclosure.**

G. Violation of this Policy

Violations of Regulation FD are subject to SEC enforcement action, which may include an administrative action seeking a cease-and-desist order, or a civil action against the Company or an individual seeking an injunction and/or civil money penalties. Any violation of this policy by a Covered Person shall be brought to the attention of the Compliance Officer and may constitute grounds for termination of service with the Company.

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If you have any questions regarding this Public Disclosure Policy, please contact the Compliance Officer.

Last updated: December 10, 2020