

ROSEWOOD
PHUKET

2018/2019 FIT WHOLESALE AGREEMENT

Between

Rosewood Phuket
88/28 Muen-Ngern Road
Patong, Kathu, Phuket, 83150, Thailand
TEL: +66 76-356-888
FAX: +66 76-356-889

(Herein referred to as "The Hotel")

AND

Winged Boots
Floor 9, North House, St. Edwards Way Romford Essex,
RM1 3AE
TEL: 0203 816 0985
FAX: -

(Herein referred to as "The Operator")

AGREEMENT PERIOD – 01 November 2018 through 31 October 2019



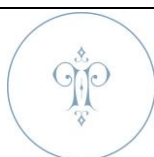
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PAVILIONS & VILLAS DESCRIPTION

ROOM TYPES	UNITS	ROOM DESCRIPTION
The Ocean House	1 Unit King (1) Twin (1)	The elegant, residential-style two-bedroom Ocean House offers enhanced privacy along a secluded stretch of the shoreline. Centered around a lush oasis of garden courtyards and shady terraces, guests have the choice of a plunge in their private infinity pool or taking a short walk through tropical surroundings to the warm, crystal-clear waters of Emerald Bay. A master bedroom with king-size bed, a second twin bedroom and completely separate living and dining rooms feature soft neutral tones infused with natural light through retractable floor-to-ceiling windows for an immersive experience of the tropical setting. Both bedrooms feature ensuite bathrooms with double vanities and an outside courtyard with deep soaking bathtub and rain shower (796 square meters)
The Beach House	1 Unit King (1) Twin (1) Interconnecting with Beachfront Pool Villa (1)	The elegant, residential-style two-bedroom Beach House is centered around a lush oasis of garden courtyards and shady terraces where guests have the choice of a plunge in their private infinity pool or taking a short walk to the warm, crystal-clear waters of Emerald Bay. A master bedroom with king-size bed, a second twin bedroom and completely separate living and dining rooms feature soft neutral tones infused with natural light through retractable floor-to-ceiling windows for an immersive experience of the tropical setting. Both bedrooms feature ensuite bathrooms with double vanities and an outside courtyard with deep soaking bathtub and rain shower. A connecting Beachfront Pool Villa is available to create a third bedroom (796 square meters)
Ocean View Pool Pavilion Two-Bedrooms	4 Units King (4) Twin (4)	Each elegant, residential-style two-bedroom pavilion features a master bedroom with king-size bed and second twin bedroom, both with ensuite bathrooms with double vanities and an outside courtyard with deep soaking bathtub and rain shower. A central living and dining area provides a relaxing focal point with soft neutral tones and the infusion of natural light through retractable floor-to-ceiling windows. The sun terrace provides an immersive experience of the lush tropical setting and has a daybed, outdoor dining area and spacious infinity pool overlooking the Andaman Sea (253 square meters)
Beachfront Pool Villa	9 Units King (8) Twin (1)	Just moments from a tropical beach and the sparkling Andaman Sea, each of the one-bedroom villas feature a master bedroom separated from the living and dining room by an outdoor courtyard. The elegant indoor living spaces blend seamlessly with the lush, tropical setting, while neutral tones infused with natural light through retractable floor-to-ceiling windows evokes feelings of tranquility and escape. An elegant bathroom includes double vanities and an outside courtyard with deep soaking bathtub and rain shower. The expansive private sun terrace has a daybed, sofa and spacious infinity pool with spectacular views over the Andaman Sea. Connecting rooms are available to create a second bedroom. 3,509 square feet (326 square meters)
Ocean View Pool Villa	6 Units King (6) Connecting Villa (3)	Feelings of tranquillity and escape merge effortlessly in each of the one-bedroom villas, where elegant indoor living spaces blend seamlessly with the lush, tropical setting. The master bedroom, adjoining a separate living and dining room, features soft neutral tones infused with natural light through retractable floor-to-ceiling windows overlooking the garden courtyard and terrace. An elegant bathroom includes double vanities and an outside courtyard with deep soaking bathtub and rain shower. The sun terrace has a daybed, sofa and spacious infinity pool with spectacular views over the Andaman Sea. Connecting rooms are available to create a second bedroom (211 square meters)
Oceanfront Pool Pavilion	8 Units King (8) Connecting Pavilions (4)	Set on a tranquil lagoon overlooking the beach, each elegant, residential-style one-bedroom pavilion features a king-size bed, partitioned living room area, elegant bathroom with double vanities and an outside courtyard with deep soaking bathtub and rain shower. Soft neutral tones are utilized throughout, infused with natural light through retractable floor-to-ceiling windows. The sun terrace provides an immersive experience of the lush, tropical setting and has a daybed, sofa and infinity pool overlooking the Andaman Sea. Connecting rooms are available to create a second bedroom. 1,572 square feet (146 square meters)
Ocean View Pool Pavilion	27 Units King (24) & Twin (3) Connecting Pavilions (11) Interconnecting with Partial Ocean Pool Pavilion (5)	Each elegant, residential-style one-bedroom pavilion features a king-size bed, partitioned living room area, elegant bathroom with double vanities and an outside courtyard with deep soaking bathtub and rain shower. Soft neutral tones are utilized throughout, infused with natural light through retractable floor-to-ceiling windows. The sun terrace provides an immersive experience of the lush, tropical setting and has a daybed, sofa and infinity pool overlooking the Andaman Sea. Guests have an option of two twin beds, while connecting rooms are available to create a second bedroom (130 square meters)
Partial Ocean Pool Pavilion	15 Units King (12) & Twin (3) Connecting Pavilions (5)	Each elegant, residential-style one-bedroom pavilion features a king-size bed, partitioned living room area, elegant bathroom with double vanities and an outside courtyard with deep soaking bathtub and rain shower. Soft neutral tones are utilized throughout, infused with natural light through retractable floor-to-ceiling windows. The ocean-facing sun terrace provides an immersive experience of the lush, tropical setting and has a daybed, sofa and infinity pool. Guests have an option of two twin beds, while connecting rooms are available to create a second bedroom (130 square meters)



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Exquisite Emerald Bay, a secluded beach hideaway and evocative expression of the ocean village ideal. Innovative architecture infuses a timeless elegance, blending organically with lush tropical landscapes and subtle Thai influences along a 600-meter beachfront. Tranquillity and refinement capture the essence of a luxury beach residence, awakening feelings of escape in all 71 pavilions and villas, with minimum areas of 130 square meters, plunge pool and uninterrupted sea views. An array of culinary journeys envisioned throughout five unique resort outlets complement an integrated wellness concept, fitness centre, wedding space, kids club and beachside pools for an authentic sense of place.

PAVILION & VILLA	HIGH 01 Nov 18 to 19 Dec 18	PEAK 20 Dec 18 to 10 Jan 19	HIGH 11 Jan 19 to 15 Apr 19	LOW 16 Apr 19 to 31 Oct 19
The Ocean House	142,000	180,000	150,000	135,000
The Beach House	128,000	165,000	135,000	120,000
Ocean View Pool Pavilion Two-Bedrooms	58,000	89,500	62,000	52,500
Beachfront Pool Villa	46,500	72,000	48,500	44,200
Ocean View Pool Villa	39,500	64,000	41,000	36,500
Oceanfront Pool Pavilion	35,800	59,850	37,200	32,500
Ocean View Pool Pavilion	30,500	55,000	32,500	27,500
Partial Ocean Pool Pavilion	27,300	48,800	28,800	24,800
EXTRA ADULT / EXTRA BED Inclusive of Breakfast	THB 4,500 net per person per night			
Baby Cot	Free of Charge			

INCLUSIONS

- Daily breakfast at Red Sauce Restaurant: Two (2) persons in Partial Ocean Pool Pavilion, Ocean View Pool Pavilion, Oceanfront Pool Pavilion, Ocean View Pool Villa and Beachfront Pool Villa or Four (4) persons in Ocean View Pool Pavilion Two-Bedrooms
- Arrival Fast Track Service for all room (International direct flights only) requires 3 days' notice: Applicable when booking an airport transfer with Rosewood Phuket only.
- Round trip airport transfers from Phuket International Airport (24 hours' notice): Applicable for Ocean View Pool Pavilion Two-Bedrooms
- Complimentary selected mini bar including snacks, replenished once daily
- Complimentary High Speed Wi-Fi in room and throughout the Hotel
- Complimentary 24-hour access to the Fitness Centre

ADDITIONAL INCLUSIONS (THE BEACH HOUSE & THE OCEAN HOUSE)

- Daily breakfast for four (4) persons in Red Sauce or in villa
- Butler service
- In-villa check in
- Sense of Place Amenities
- Round trip airport transfers from Phuket International Airport (24-hour prior notice is required)



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SPECIAL OFFERS		
Early Bird Offer	Validity: 01 November 2018 to 31 October 2019 <u>Remark:</u> <ul style="list-style-type: none"> Blackout Period: 02–10 Feb 19 & 01-07 Oct 19 Combinable with Honeymoon Benefits only Not applicable on extra bed 	<ul style="list-style-type: none"> Book 45 days in advance and receive 15 % Discount off Contracted Rates Book 60 days in advance and receive 20 % Discount off Contracted Rates
Honeymoon Benefits	Year round 3 nights' minimum length of stay	<ul style="list-style-type: none"> Complimentary in-room cocktails and canapés at sunset, once during stay
	Year round 5 nights' minimum length of stay	<ul style="list-style-type: none"> Complimentary in-room cocktails and canapés at sunset, once during stay Complimentary 30 min. Asaya treatment
	Year round 7 nights' minimum length of stay	<ul style="list-style-type: none"> Complimentary in-room cocktails and canapés at sunset, once during stay 4-course candlelit romantic dinner, excluding beverages, once during stay (24 hour notice required)
Stay 3 Pay 2	Validity: 01 November 2018 to 31 October 2019 <u>Remark:</u> <ul style="list-style-type: none"> Worldwide Market Valid for Partial Ocean Pool Pavilion and Ocean View Pool Pavilion only Blackout Period: 20 Dec 18 - 10 Jan 19, 02-10 Feb 19 and 01-07 Oct 19 Combinable with Honeymoon Benefits only Not applicable on extra bed 	<ul style="list-style-type: none"> Stay minimum 3 nights get complimentary 3rd night Applicable for cumulative stays; Stay 3 pay 2, Stay 6 pay 4, Stay 9 pay 6 etc.

BOOKINGS

- No minimum length of stay is required to benefit from the attached rates unless specified
- Should the guest request a higher room category to the one initially booked, then a relevant surcharge will be applied directly to the guest
- Check-in time is 15:00 hours on the arrival date. Access to rooms prior to this time will only be offered depending on the availability of rooms at the time of arrival. In order to guarantee early check-in, the approximate arrival time shall be stated on the reservations form of the Operator and one (1) full night accommodation charge will apply.
- Check-out time is 12:00 noon on the departure date. Late check-out may be arranged by the Hotel. Depending on the availability of rooms at the time of the departure, an additional charge will apply to be paid directly by the Guest.
- In order to confirm the honeymoon benefits, a marriage certificate will be requested at time of check-in

Booking confirmation needs to state:

- Surname, first name of the guest and any sharers
- Age of children (if applicable)
- Number and category of reserved rooms
- Date and time of arrival/flight details
- Date and time of departure/flight details
- Country of origin
- Partner Agency or Tour Operator generating the booking



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FESTIVE SEASON CONDITIONS (20 December 2018 – 10 January 2019)

- Minimum stay of 5 nights apply for arrivals between 23 December 2018 to 03 January 2019
- No check-out is allowed on 31 December 2018
- Compulsory New Year's Eve Gala Dinner on 31st December 2018:
 - Adults - THB 17,000 NET/person
 - Children (6 – 12 years old) - THB 6,000 NET/person
 - Children (Below 6 years old) - Complimentary

MINIMUM LENGTH OF STAY

- Minimum stay of 3 nights apply for arrivals between 02 to 10 February 2019

MEAL PLANS

Meal Plans	Half Board Lunch/Person	Half Board Dinner/Person	Full Board/Person
Adult	THB 2,000 NET	THB 3,000 NET	THB 4,500 NET
Children (6- 12 years old)	THB 1,000 NET	THB 1,500 NET	THB 2,000 NET

- Half Board (lunch) includes 3-course menu at Red Sauce or The Shack
- Half Board (dinner) includes 3-course menu at Red Sauce, The Shack or Ta Khai
- A la carte menu is available for children under 6 years old throughout the resort outlets (subject to additional charge)

DOUBLE BOOKINGS

In case that the Hotel has sufficient reasons to believe that a potential double booking may occur, due to an existing booking with same or similar booking details (name, number of rooms and dates) via a third party source, the Hotel may reject any new booking requests with the same booking details, until the existing booking via a third party has been cancelled.

MINIMUM AGE

Minimum age of 18 years or above is required for a stay at the Hotel, unless minors are accompanied by parents or another legal adult guardian.



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ROOM OCCUPANCY & EXTRA BED

ROOM TYPES	ROOM OCCUPANCY
The Ocean House	4 adults + 2 baby cot (age up to 3 inclusive) or 1 roll-away bed Rollaway are set up in master bedroom or living room – Please note that the bedroom is separated from the living room by an outdoor courtyard
The Beach House	4 adults + 2 baby cot (age up to 3 inclusive) or 1 roll-away bed Rollaway are set up in master bedroom or living room – Please note that the bedroom is separated from the living room by an outdoor courtyard
Ocean View Pool Pavilion Two-Bedrooms	4 adults + 2 baby cot (age up to 3 inclusive) or 1 roll-away bed
Beachfront Pool Villa	2 adults + 1 baby cot (age up to 3 inclusive) + 1 roll-away bed or 1 roll-away bed + 1 existing day bed (age up to 8 inclusive) - Please note that the bedroom is separated from the living room by an outdoor courtyard
Ocean View Pool Villa	2 adults + 1 baby cot (age up to 3 inclusive) + 1 roll-away bed or 1 roll-away bed + 1 existing day bed (age up to 8 inclusive)
Oceanfront Pool Pavilion	2 adults + 1 baby cot (age up to 3 inclusive) + 1 roll-away bed or 1 roll-away bed + 1 existing day bed (age up to 8 inclusive)
Ocean View Pool Pavilion	2 adults + 1 baby cot (age up to 3 inclusive) + 1 roll-away bed or 1 roll-away bed + 1 existing day bed (age up to 8 inclusive)
Partial Ocean Pool Pavilion	2 adults + 1 baby cot (age up to 3 inclusive) + 1 roll-away bed or 1 roll-away bed + 1 existing day bed (age up to 8 inclusive)

CONNECTING ROOMS & BEDDING REQUIREMENTS (KING OR TWIN)

Offered upon request, subject to availability at the time of check-in. Bedding requirements must be stated at the time of booking however will remain subject to availability.

- Roll-away beds are subject to availability and must be requested at the time of booking.
- Third person supplement of THB 4,500 net/person/night include breakfast and 1 roll-away bed
- Roll-away bed size: 91 cm x 190 cm x 20 cm
- Promotion rates are not applicable to additional person

CHILD POLICY

Rosewood Child Policy when travelling with parents:

- Children of age up to 12 inclusive may share their parent's room at no charge
- Complimentary breakfast for children of age up to 12 years old
- Baby cots, day bed or extra roll-away beds are provided free of charge
- Children's and toddler's menu is available in all hotel outlets
- Day bed size for children under 8 years old: 81 cm x 208 cm

ADDITIONAL AMENITIES FOR CHILDREN

- Child-sized bathrobes
- Children toiletries
- Welcome gift for kids
- Children programme with its extensive benefits and amenities i.e. baby bottles, children games
- Children's menus and snacks (additional charge)
- Babysitting services (additional charge)
- Complimentary access to Rosewood Explorers Club during 9:00 a.m. – 8:00 p.m. for children from 4 -12 years old



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TRANSPORTATION

We offer a private airport transfer between Phuket International Airport to the Hotel or from the Hotel to the airport with following options

- Luxury Car at THB 3,500 net per vehicle per way (Maximum 3 persons)
- Luxury Van at THB 4,200 net per vehicle per way (Maximum 5 persons)

DAILY ALLOTMENT

	LOW SEASON		HIGH SEASON		PEAK SEASON	
Room Category	Allotment	Release Date	Allotment	Release Date	Allotment	Release Date
Partial Ocean Pool Pavilion	1	3	1	7	1	45
Ocean View Pool Pavilion	1	3	1	7	1	45

Allotments offered of rooms reserved are for Operator to sell the rooms during the contractual period at the contracted rates. Any unsold rooms will be released automatically on the release date.

In the event that there is a market compression for a particular period, the Hotel shall automatically release allotment/s on affected date/s after sending your Agency an advanced written notice, either thru facsimile or email at least three days prior to affected date/s. The Hotel and not the operator will bear the full risk of loss with respect to unsold inventory of.

Hotel reserves the right to offer Best Available Rate with 10% commission to the operator when all the allotments are fully utilized before or after the release date.

RESERVATIONS

Net rates and room availability are subject to confirmation at time of booking. All booking requests should be sent via fax or e-mail directly to reservations office of the Hotel. Bookings will only be confirmed once a confirmation number has been issued. The Hotel will refrain from verbal confirmations over the phone.

Reservations contact information is as follows:

ADDRESS	88/28 Muen-Ngern Road, Patong, Kathu, Phuket, 83150 Thailand
E-MAIL	phuket.reservations@rosewoodhotels.com
TEL	+66 76 356 888
FAX	+66 76 356 889

CLOSE-OUT & STOP SELL PERIODS

The Hotel reserves the right to update any close out dates or stop sell as deemed necessary.



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CANCELLATIONS

A written notification must be received when any reservation is to be cancelled.

PERIOD	CANCELLATION PERIOD	CANCELLATION CHARGE
High Season & Low Season Except 02 to 10 Feb 19 and 1 to 7 Oct 19	Within 14 days prior to arrival	One-night accommodation
	Within 7 days prior to arrival	Two-night accommodation
Peak Season Inclusive of 02 to 10 Feb 19 and 1 to 7 Oct 19	Within 90 days prior to arrival	100% cancellation charge for the entire stay
All Seasons	No Show & Early Departure	100% cancellation charge for the entire stay

PAYMENT TERMS & CREDIT

- Credit facilities need the Hotel's approval
- Credit facilities will officially take effect once the Hotel notifies the Operator
- All invoices must be settled within 30 days after the date of issue
- All reservations are payable / guaranteed via credit card at time of booking, unless credit facilities are in place.
- In the event of payment arrangements are not confirmed in advance, the Hotel reserves the right to collect such payment from the guest directly upon check-out, at the Best Available Rate.
- Where a Partner arranges payment to the Hotel through a third party, the Operator shall remain responsible for such accounts until full payment has been received by the Hotel.
- The Operator agrees to assist with any and all damages incurred as a result of the failure of the guest to pay for the Hotel's service.
- Unless otherwise agreed, all incidentals will be billed directly to each guest. In order to be able to access the ancillary services of the Hotel, each guest will be required to present a valid credit card upon check-in, on which an amount of sufficient pre-authorization can be obtained to cover the anticipated use of the Hotel's ancillary services, and we require each guest's home/business address and e-mail address. Each guest must settle his or her account in full upon departure.
- The Operator will be liable to pay interest on the outstanding amount of the invoice at the rate of one point five percent (1.5%) per month. Delay in payment may result in suspension or withdrawal of credit facilities.

BANK REFERENCE

BANK	Bangkok Bank
BRANCH	Patong
ACCOUNT NUMBER	563-0 74779-7
ACCOUNT NAME	Emerald Bay Resort Co.,Ltd.
COMPANY ADDRESS	88/28 Muen Ngern Road, Patong, Kathu, Phuket, 83150 Thailand
SWIFT CODE	BKKBTHBK
BANK ADDRESS	147 Rat Utit 200 Years Rd., Patong, Kathu, Phuket, 83150 Thailand
BANK TEL	(+66) 76344 906-9



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TERMS & CONDITIONS

- All rates in this agreement are quoted in local currency (THB) per room per night and are inclusive of all applicable taxes and breakfast. The Hotel reserves the right to amend the rates to reflect any change in rates as a result of change in any and all taxes, duties, charges and governmental fees that are applicable to the difference between the Consumer Price and the Standard Room Charge
- These rates are for the use of bona fide customers travelling on an individual basis and are not applicable to groups (8 rooms and above), exhibition delegates or corporate/business travelers.
- Quoted rates are not to be loaded on any e-commerce or websites, unless explicit approval is given by Hotel in writing.
- Quoted rates cannot be sold directly or indirectly to public unless they are packaged with air/cruise/tours or other value added offers and only through authorized travel companies with bona fide tour programs.
- Onward Distribution: Except for B2B Partners, The operator may not transfer or assign rates provided through this letter to any operator or organization. Upon receipt of written notice from Hotel or Rosewood Hotels & Resorts. The operator must stop distributing rates provided through this letter to any B2B Partner.
- Quoted rates are not valid for local corporate/commercial accounts and cannot be sold to local consumer retail agencies.
- Any extension or shortening of stay is subject to the hotel's discretion. The Hotel reserves the right to impose a penalty on any early check-out before the stated departure date. A penalty of a one-night charge will be levied for every room blocked.
- For all groups requesting a room blockage, Hotel reserves the right to request for a deposit to secure the rooms accordingly, regardless of any credit facility established between the operator and the Hotel.
- For your the operator to continue to enjoy the wholesaler contract rates and privileges, a minimum production of 20 room nights is required during the contractual year. Hotel reserves the right to review the actual materialization on a quarterly basis, and rates and benefits may be adjusted or revoked accordingly.
- The operator undertakes with Hotel to maintain to the satisfaction of the Hotel a 50% materialization of room accommodation through the contractual period. In the event such materialization is not met to the satisfaction of the Hotel, then, notwithstanding and terms herein to the contrary, the Hotel reserves the right to issue a written notice to the Operator, releasing any or all of the reserved rooms during any period throughout the contractual period.
- If the Operator makes Program Rates available to partnered agents, Operator is required to ensure the compliance by both parties and such agents with all applicable laws; and these Terms and Conditions.
- Hotel may terminate this agreement immediately with written notice to the Contract Party if the Operator commits a breach of this agreement and fails to remedy such breach within seven days of receipt of notice from the Hotel.
The Operator may never participate in any co-op advertising or brochure without prior written approval from the Hotel's Director of Sales & Marketing.
- The Operator shall not use the name, trademark or logo or any other proprietary designation of the Hotel in any advertising or promotional material without the prior written permission of the Hotel. The Operator shall comply with the terms and conditions required by the Hotel for such use. Any use of the Hotel name, images or logo for the purpose of promoting your product must have prior written approval from The Hotel or Rosewood Hotel Group. Any printed forms or literature pertaining to each hotel must be reviewed and approved in writing by The Hotel or Rosewood Hotel Group.
- The Hotel reserves the right to proof all photography and copy used in any brochure or tariff. A proof of all copy and photography must be submitted to the Hotel prior to the printing and distribution of brochure and/or advertising.




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- By signing and returning this agreement on or before the due date, this agreement will constitute a binding contract between both parties. The individuals signing are authorized to bind his or her party to this agreement. In the event that a fully signed copy of this agreement is not received by the due date, neither party will have any further obligations under this agreement.

WINGED BOOTS	ROSEWOOD PHUKET
<p>By: <u>Anna-M. Janssen</u></p> <p>Name: Anna-Maria Janssen Title: Product Manager Date: <u>02nd January 2019</u></p>	<p> By: _____</p> <p>Name: Jodie Clark Title: Area Director of Sales & Marketing Date: 2 January 2019</p>



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