



2019 Corporate Responsibility Report



About this Report

This Report reflects portfolio statistics data as of year-end 2019. All other information and data, including environmental data is reported as of year-end 2018 unless otherwise noted. Financial metrics are reported in U.S. dollars. Please note that information in this Report does not constitute any guarantees or promises related to business activities, performance, or future results. Data presented in this Report is not certified or verified. Portfolio attribute percentages are based on survey results from 39 properties that were in the portfolio as of year-end 2019. See the last page of this Report for additional general disclosures.

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Letter from Our CEO

At Xenia Hotels & Resorts, our corporate mission extends beyond the creation of stockholder value to the communities in which we conduct business, as well as the overall environment. Our continued portfolio transformation over the last few years has resulted in the ownership of more luxury properties and unique resorts, which have further diversified our portfolio. Given the profile of higher consumption for these types of properties, this has also presented a greater opportunity to improve building performance for financial and community benefit. This opportunity has been one of the drivers to create a Corporate Responsibility Committee (CRC) with an enhanced focus on operational efficiencies and a structured Environmental, Social, and Governance (ESG) program.

Since our inception, we have been deeply committed to stakeholder engagement. Since 2016, over 90% of our employees have consistently agreed that our Company is a very satisfactory employer. We have committed to the American Hotel & Lodging Association's (AHLA) 5-Star Promise on Sexual Harassment to enhance policies, training, and resources, including providing employee safety devices to strengthen the culture of employee and guest safety at our properties. Additionally, at the corporate office, we continue to support numerous charitable organizations, including inviting local charities to present their mission during our Corporate staff meetings to provide additional community engagement opportunities to our employees.

As we continue our journey toward more environmentally efficient properties, with this Report, we are beginning the process of disclosing energy and water intensity metrics as well as carbon emissions to create a baseline for future years' performance comparisons. We intend to expand our coverage to include waste tracking at all of our properties in 2020. We will continue to work with our third-party management companies and brand partners to guarantee decision-making. This includes not only the financial performance of the property for our investors but also the social and environmental impact within the communities they reside. Furthermore, we will begin benchmarking our portfolio with one ESG survey or index per year. Over the next five years, we intend to set environmental targets to track and further improve our portfolio's performance.

On behalf of our Board of Directors, we look forward to continuing to develop and enhance our corporate responsibility programs and sharing the progress with you now and in the years ahead.

Thank you for your interest in Xenia Hotels & Resorts.

Sincerely,

Marcel Verbaas,
Chairman and Chief Executive Officer



Our Progress at a Glance

Key Portfolio Statistics¹

39 Hotels
11,245 Rooms
16 States
25 Markets

Total Gross Floor Area: 10,187,658 sq.ft.

Environmental Intensity Metrics²



Energy Intensity
36.82 (kWh per sq.ft.)



Carbon Emissions Intensity
12.20 (kg per sq.ft.)



Water Intensity
175.68 (gal per occupied room)

Portfolio Best Practices³



Three
LEED Certified Properties



Eight External, Six Internal
Green Audits Conducted
since 2017



82% of Properties have a
Water Efficiency Program



Over 70% of Portfolio has a
Sustainability Coordinator or
Green Champion



76% of Portfolio
Eliminated Plastic Straws



95% of Portfolio have
Implemented Waste
Management Initiatives



Nine Charities Engaged
in 2018

**Orlando
Sentinel**

Recognized as a
Top 100 Company by
Orlando Sentinel
since 2016

¹ Key Portfolio Statistics reported as of year-end 2019.

² Consumption data through year-end 2018 of portfolio assets owned as of year-end 2019.

³ Property survey data of 38 owned assets as of year-end 2019; excludes Hyatt Regency Portland.

Our Company

About Xenia Hotels & Resorts

Xenia Hotels & Resorts, Inc. is a self-advised and self-administered REIT that invests primarily in uniquely positioned luxury and upper upscale hotels and resorts, with a focus on the top 25 U.S. lodging markets as well as key leisure destinations in the United States. As of year-end 2019, we owned 39 hotels comprised of 11,245 rooms across 16 states. Xenia's hotels are primarily in the luxury and upper upscale segments and operated and/or licensed by industry leaders such as Marriott®, Hyatt®, Kimpton®, Fairmont®, Loews®, and Hilton®, as well as leading independent management companies including The Kessler Collection and Sage Hospitality. For more information on Xenia's business, refer to our [Company website](#).



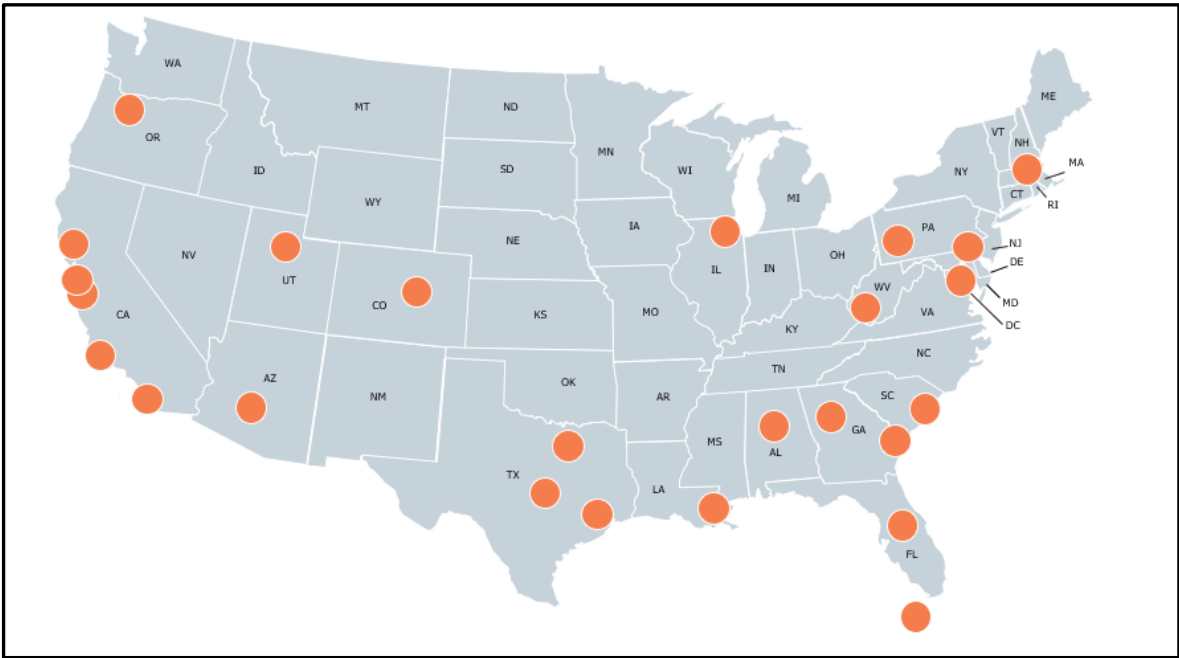
Xenia is the ancient Greek concept of hospitality, the generosity and courtesy shown to those who are far from home and/or associates of the person bestowing guest-friendship. The idea originated as the Greeks believed that Gods mingled among humans and would often travel in disguise. Thus, to avoid angering a possible God in disguise, they thought it wise to treat all guests with the courtesy and respect that you would bestow on a heavenly being. Later, the practice of offering hospitality to "humble strangers" or Xenos became a common custom among the Greeks.

Who We Are:

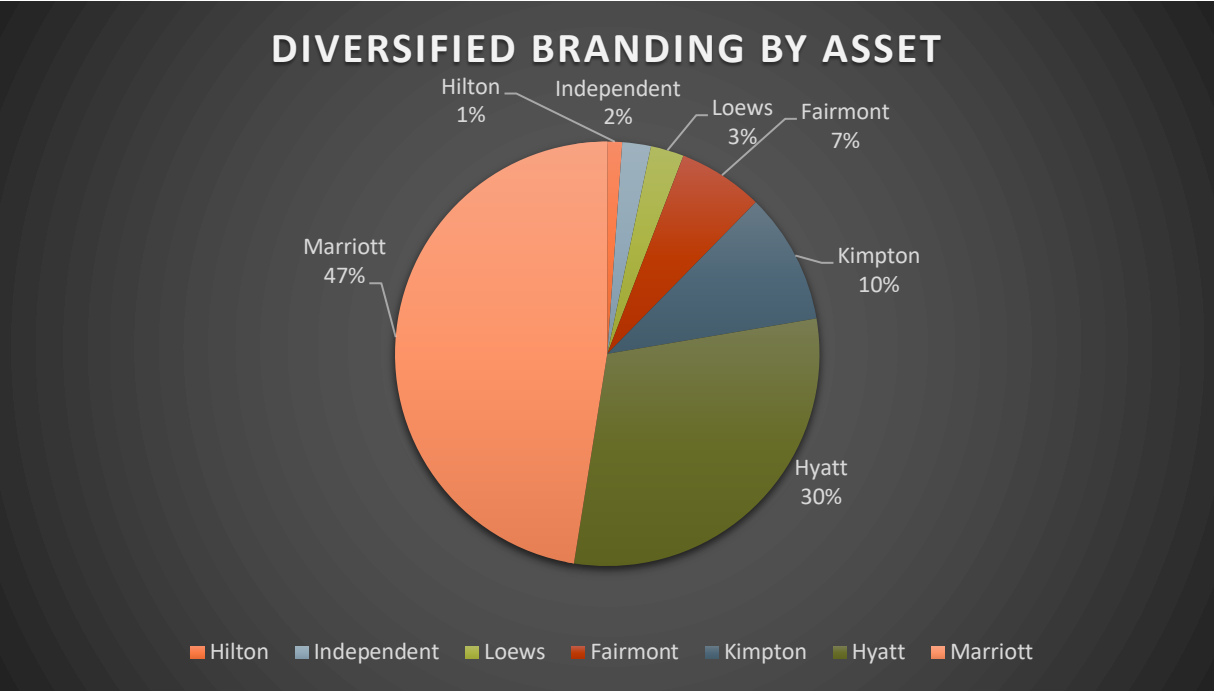
- Owner of Uniquely Positioned Luxury and Upper Upscale Hotels and Resorts
- Top 100 Company as recognized by the Orlando Sentinel
- Advocate of AHLA's 5-Star Promise
- Community Service Champion as recognized by the Orlando Sentinel

Portfolio Overview

Our hotels are located across 25 unique lodging markets*.



**as of year-end 2019*



Our Corporate Responsibility Approach

In 2019, we began developing our corporate responsibility approach by identifying sustainability-linked risks and opportunities, and structuring programs related to corporate governance, environmental responsibility, and social and community engagement. In this Report, we present environmental intensity metrics for the first time, including case studies on property efficiency measures. Xenia will disclose the developing corporate strategy as we ensure these efforts are relevant and enhance value to our business and stakeholders.

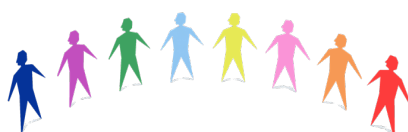
Our Commitment to Corporate Responsibility

- Guide responsible decision-making.
- Invest in efficiency projects, enhance the quality of our existing properties, and reduce their impact on their respective communities.
- Provide support to our third-party managers, vendors, and external partners in their environmental and social efforts.
- Respond to global indices and other benchmarking platforms to provide information and updates on our ESG programs and performance.
- Update and disclose our ESG achievements on a cyclical basis in a corporate responsibility report.



Environment

- Environmental Impact Management
- GHG Emissions Reduction
- Efficiency Investment



Social

- People
- Workplace
- Community



Governance

- Accountability
- Transparency
- Structured Processes
- Diversity & Inclusion

Enterprise Risk Management and Investment Opportunities

As part of our ESG approach, we established the Corporate Responsibility Committee (CRC), a cross-departmental group of senior management level employees who work with and assist our hotel managers in the execution of mitigating the environmental impact at Xenia properties.

Xenia's Project Management (PM) team, an in-house department that oversees major investments made in the portfolio and actively manages all significant capital renovations, also helps to support our corporate responsibility approach. As hotels are brought into our portfolio, the PM team creates dynamic multi-year capital plans for each asset, which include maximizing utility efficiencies and delivering a high-quality, competitive product into their respective markets. Xenia's PM team manages all facets of the capital investment, starting with estimating timeline and budget, design and procurement, and finishing with construction. Such direct management presents great opportunities for Xenia to engage in dynamic decision-making reflective of our values within the environmental, social, and governance lenses.

Corporate Governance

At Xenia, we aim to maintain strong corporate governance standards. Xenia’s Charter, Bylaws, Corporate Governance Guidelines, Charters of the Board Committees, and the Code of Ethics and Business Conduct provide the framework for the governance principles of our Company.

Ethics & Governance Objectives

Maintain strong corporate governance standards

Proactively engage with our stakeholders, including our stockholders, employees, third-party managers, suppliers and vendors

Foster a supportive and inclusive work environment where all associates are empowered to succeed

Roles and Responsibilities

Xenia’s corporate responsibility program, including ESG-related risks and opportunities, is managed by the company’s Corporate Responsibility Committee, which is comprised of members across Asset Management, Project Management, Legal, Finance, and Human Resources departments. The Corporate Responsibility Committee reports directly to Xenia’s Senior Executive Team and the Board’s Nominating and Corporate Governance Committee, which has oversight of the company’s corporate responsibility functions.

Board of Directors



Seven of the eight directors on Xenia's Board of Directors are independent of management



Six men and two women members

Recognized by Women on Board for the past three years as a "Winning W Company" for having at least 20% women on the Board

Industry leadership

Xenia is a member of the American Hotel & Lodging Association (AHLA) and the National Association of Real Estate Investment Trustees (NAREIT).

In 2019, Xenia continued the pledge to the AHLA's 5-Star Promise, a voluntary commitment to enhancing policies, training, and resources to strengthen the culture of employee and guest safety, by supporting and encouraging all third-party management companies to adopt and abide by the principles.

Furthermore, the Company supported, assisted, and funded the current environmental reduction initiatives established by third-party management companies, including Fairmont Sustainability Partnership, Hyatt Thrive, Marriott Serve 360, Hilton's Travel with Purpose, and IHG Green Engage™.

Policies

In February 2020, we adopted the below policies to outline our commitment to maintaining the highest standards concerning environmental sustainability and social responsibility.

1. [Enterprise Environmental Policy](#)
2. [Human Rights & Labor Policy](#)
3. [Supplier and Vendor Code of Conduct](#)

Our Environmental Stewardship Approach

Four core principles govern our commitment to environmental stewardship: investment in defense of our assets from increasing environmental risks such as the adverse effects of climate change; compliance with all applicable laws and governmental regulations; ongoing review of the portfolio to look for opportunities for environmental stewardship; and validated investment in the improvement of the utility usage and efficiency of our portfolio.

Property Due Diligence

All properties in our portfolio undergo a thorough technical due diligence analysis prior to acquisition to identify risks and aim for continuous performance improvement. The due diligence process assists in identifying and planning strategic capital investments while addressing mechanical efficiencies. Each property's due diligence analysis is incorporated into the 5-year Capital Plan, ensuring all plans are relevant and aligned with the most recent needs of the property and its location. The 5-year Capital Plan is reviewed and updated each year.

Defense of our Assets

We are aware that we are operating in a world where the frequency, size, and cost of disasters is increasing. Building resilience into our company and portfolio is vital to mitigate these growing risks and prepare for the challenges ahead. Being proactive in this regard not only lets us protect our assets but ensures continuity for our employees and the communities we embrace.

Our Environmental Stewardship Principles

- Defense of our assets
- Compliance with all applicable laws and governmental regulations
- Review of the portfolio to look for opportunities for environmental stewardship
- Validated investment in the improved performance of our portfolio



Project 1: Building envelope upgrade, replacing sealants, and installing more efficient roof systems and facade coating to protect the Westin Galleria and the Westin Oaks Houston from extreme heat and future catastrophic storms.



Project 2: Window replacement for high winds and wind-driven rain at the Bohemian Hotel Celebration.



Project 3: Numerous projects to minimize the impact of hurricanes and tropical storms in high risk areas including Key West, Orlando, Savannah, Charleston, and Houston.

Review of the Portfolio: Green Audits

As part of our property optimization process, Xenia began conducting priority-based, Green Audits to target high priority needs and progress toward more efficient hotels. The Green Audit process assesses activities and procedures across properties, including hotel guest rooms, public areas, back of house, and external spaces. This strategy helps us identify key areas to improve efficiency, especially in our newly acquired resort properties, which tend to consume higher volumes of energy and water relative to urban hotels. The results of the Green Audits are channeled into the due diligence process, and operational changes or upgrades are developed into capital plans.

The Green Audit covers elements such as:

- Linen and amenity change out and communication with guests
- Installation of low flow showers, tank fill diverters in toilets, and energy-efficient light bulbs
- Thermostat settings, control, positioning, and use of A/C in non-occupied meeting rooms
- Recycling and food waste reduction
- Reduction of single-use plastics
- Use of motion sensors for lighting
- Conversion to residential-style bulk bathroom amenities
- External irrigation and lighting

Validated Investment: Utility Efficiency Projects

Beginning in 2018, we were able to identify and track energy efficiency projects performed throughout the portfolio. Xenia's capital funding in 2018 included over \$4.3 million on projects ranging from LED lighting retrofits to HVAC/major mechanical equipment replacements and linenless banquet tables throughout our portfolio of 39 hotels.

Energy Savings Case Study: LED Lighting Retrofit and Chiller Replacement at the Hotel Commonwealth, Boston, MA

- The Hotel Commonwealth underwent a full conversion of all public areas lighting, from incandescent and fluorescent bulbs to LED. Also, one of the property chillers were replaced in 2018. Xenia invested approximately \$280,000 (inclusive of a \$150,000 incentive from the local jurisdiction) on these projects. Energy intensity at this property declined 5.2% in the year following these upgrades.



Water Savings Case Study: Aqua Recycling Installation at the Hyatt Regency Santa Clara, Santa Clara, CA

- The Hyatt Regency Santa Clara installed an Aqua Recycling solution in mid-2018. Xenia invested approximately \$95,000 (less rebates) into this water recycling project, which had a payback period of 11 months. Since the installation, an average of 79% of water has been recycled on property each month.



Validated Investment: Reporting Metrics and Certifications

With our overall approach to enhancing the environmental stewardship of our portfolio, utility performance is a high priority as its benefits extend to both investors and the community at large. To display our approach, we are disclosing energy, water, and carbon emissions performance data for the first time as disclosure of the roll-up of the metrics that we will use to validate infrastructure investment in our hotels. The goal is to reduce our utility cost exposure and reduce our portfolio's carbon footprint by addressing inefficiencies at the asset level. In 2018, our project management department, in collaboration with third-party managers, executed 29 efficiency projects across the portfolio for a total investment of \$4.3 million.

Environmental Performance – Intensity Metrics	2018
Energy intensity (kilowatt-hours per square foot)	36.82
Water intensity (gallons per occupied room)	175.68
Carbon emissions intensity (kilograms per square foot)	12.20

Environmental Performance – Total Consumption Metrics	2018
Energy consumption (megawatt hours)	320,986
Water consumption (kilogallons)	481,583
Carbon emissions (metric tons CO ₂ e)	106,380
Renewables (%) ⁴	6.84%

⁴ Based on percentage of energy from renewables from EPA eGRID, including hydro

Property Certifications

Certification Type	Number of Certified Properties ⁵
LEED	3
Green Key Eco-Rating	3
TripAdvisor GreenLeaders	28



Hotels with Multiple Property Certifications

- Fairmont Pittsburgh: LEED-certified and a TripAdvisor GreenLeader (Platinum level)
- Kimpton Hotel Palomar Philadelphia: LEED-certified and a TripAdvisor GreenLeader (Platinum level)
- Kimpton Lorient Hotel & Spa: Green Key certified and TripAdvisor GreenLeader (Platinum level)
- Kimpton RiverPlace Hotel: Green Key certified and TripAdvisor GreenLeader (Silver level)
- Royal Palms Resort & Spa, The Unbound Collection by Hyatt: Green Key certified and TripAdvisor GreenLeader (Bronze level)

⁵ Certifications data reported as of year-end 2019, and is based on 38 properties in the portfolio as of year-end 2019, excluding Hyatt Regency Portland

Our Social and Community Engagement Approach

Our commitment to social and community engagement is structured around the following framework: our people, our workplace, and our community.

Our People

At Xenia, outside of our competitive compensation and benefits programs, we are committed to cultivating our employees through programs that help them learn and grow in different facets of their lives, including training & development, wellness, and team-building.

We are highly committed to lifelong learning, and understand that it is an ongoing process that runs parallel to work. To support the continuous development of our employees, we offer various mediums in which we engage our employees through learning. These include Lunch&Learns with external presenters and in-house subject matter experts, online learning opportunities, support for external networking, and cross-training programs. Xenia employees can also pursue and are eligible for reimbursement for continuing education for undergraduate or graduate-level degrees or certifications, industry and career conferences, licenses, or other learning that is related to their role. We further support our employees by providing them access to XeniaU, a web-based learning management system available to all associates. The Company also promotes leadership development by providing leadership development programs for our senior management level employees, which was developed through a partnership with the Center for Creative Leadership.



Associate Learning & Development

Xenia University (XeniaU) is a web-based learning management system available to all associates. It allows learning at an employee's own pace and targeted online course selection based on individual development needs.

Our health and wellness initiatives, such as walking programs, team challenges, and company team building events, all enhance the employee experience. To gain a better understanding of our employee satisfaction each year, we conduct an externally administered Employee Satisfaction Survey⁶. In 2018, 93%⁷ of our employees positively viewed the Company in eight categories and a total of 78 attributes. The survey results also present the opportunity for continuous improvement and will be used in strategic planning for improving employee satisfaction. Since 2016, the Orlando Sentinel has recognized Xenia as a Top 100 Company in the Central Florida area.

Employee Satisfaction Survey	2016	2017	2018
Average Survey Satisfaction Score	92%	90%	93%

Our Workplace

At Xenia, we are guided by our Core Values, which include Civility, Ethics & Integrity, and a Commitment to Quality. These principles continuously serve as a reminder to uphold an inclusive, respectful, and tolerant work culture; to always demonstrate the highest standards of personal and professional integrity; and share in a culture where quality is non-negotiable and ensuring positive outcomes for our clients, shareholders, and employees is paramount.

Equal employment opportunity is a fundamental principle. We do not tolerate discrimination against any person on the basis of race, color, religious creed, sex, age, gender, gender identity, national origin, ancestry, present or past history of mental disability, learning disability, physical disability, marital status, genetic information, sexual orientation, or any

⁶ Orlando Sentinel administered our Employee Satisfaction Survey, which is part of their annual Top 100 Company campaign.

⁷ 94% of employees responded to the Employee Satisfaction survey in 2018.

other protected characteristics as established by law, in recruiting, hiring, compensation, benefits, termination, or any other terms or conditions of employment.

To ensure our workplace remains a safe and inclusive environment for all, we require all new hires to complete online courses titled, "Code of Conduct Awareness" and "Your Role in Workplace Diversity", which is hosted through XeniaU. Finally, we encourage our employees to pursue a healthy and active lifestyle by providing standing workstations available to reserve, healthy lunch options, and an employee assistance program for those who seek confidential advice regarding health, wellness, financial, and legal concerns.



AHLA's 5-Star Promise on Sexual Harassment

The safety and security of our employees and our operators' employees located at our properties have always been a top priority at Xenia Hotels & Resorts, and we are committed to ensuring their safety and well-being at work. We have taken several steps to address the prevention of sexual harassment proactively and fully support our operators' efforts to prevent incidents of sexual harassment. For example, Xenia has dedicated a significant amount of resources to assist our operators with sexual harassment awareness training and avoidance programs, and will continue to engage with our operators to provide any necessary resources to further assist them in ensuring the safety of hotel employees and guests. Furthermore, Xenia fully supports and encourages all our operators to adopt and abide by the principles of the American Hotel & Lodging Association's 5-Star Promise. As for our corporate employees, Xenia has current training and procedures in place that include mandatory anti-sexual harassment policies and training. To the same effect, Xenia expects our operators at our properties to continuously review and implement policies, protocols, training, and new and emerging technologies to enhance employee and guest safety.

Our Community

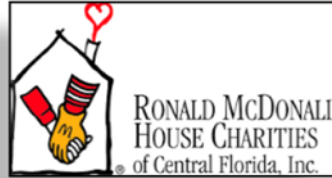
At Xenia, we recognize that the local communities where our corporate office and properties are located are invaluable to our company's longevity. These communities are home to our employees, third-party managers, suppliers, and countless external partners. Therefore, we have been committed to supporting and partnering with our communities since our inception in 2014. Our approach has primarily been through assisting local charitable organizations and encouraging our employees to volunteer for the betterment of the communities in which we live and work. Since 2014, we have engaged with several charitable organizations annually, particularly in Central Florida, where we are headquartered, including Ronald McDonald House Charities® of Central Florida, Cannonball Kids' Cancer, and Second Harvest Food Bank of Central Florida. We aim to contribute meaningfully to the Central Florida community through education, fundraising, and volunteer activities.



2018 Charitable Giving Metrics

- Cash Donations: \$36,000
- In-Kind Donations: 10 Room Nights

To promote a sense of community among our employees, we encourage Xenia employees to invite a local charitable, nonprofit organization, that they are personally involved with, to speak at our staff meetings. This allows our employees to learn about organizations that need support and the opportunity to volunteer their time and effort. In appreciation for sharing their cause and hard work in the community, we make donations to the participating organizations. As a result of our philanthropic efforts, we were rewarded with the “2017 Community Service Champion” by the Orlando Sentinel, an accomplishment we are very proud of and will continue to aim to achieve.



Project Highlight: Ronald McDonald House Charities® of Central Florida

The Ronald McDonald House Charities® of Central Florida has been creating and supporting programs to improve the health and well-being of families in Central Florida for 23 years. Three Ronald McDonald Houses in Orlando provide homes to over 2,700 children with critical illnesses and their families each year at three houses located adjacent to major area hospitals. This charity has helped save over \$3.3 million in hotel costs, and over 50% of patients are from the Central Florida area. Ronald McDonald House Charities® of Central Florida is having a huge impact on the local community, and we are assisting them by participating in the Share-A-Meal volunteer program.

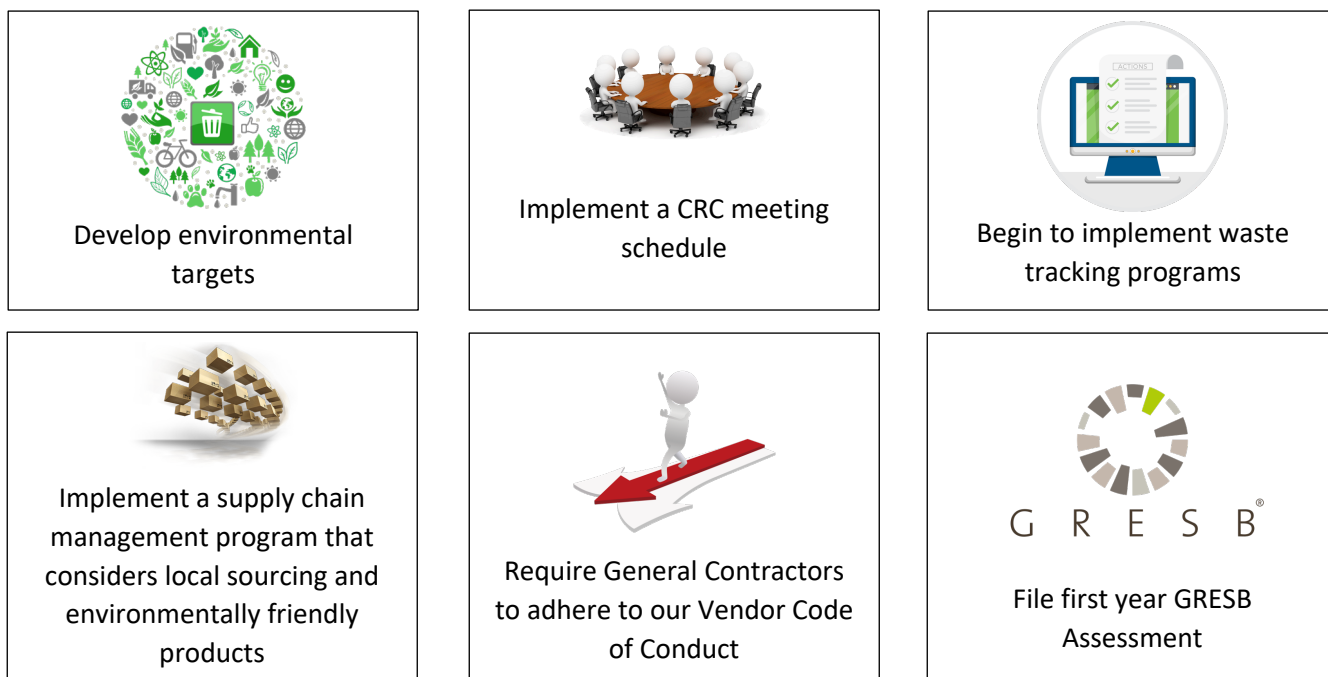
Several times per year, different departments spend two to three hours preparing and serving lunch or dinner to the families staying at the Arnold Palmer Medical Center location. In recent years, the Project Management team has provided dinner by way of a chili cook-off and southern comfort-style menu. The Asset Management team enjoyed serving BBQ, and a combined team from several departments served tacos, burritos, and homemade guacamole.

Barry Bloom, the President and COO of Xenia, has been a member of the RMH Board of Directors since January 2014 through his term limit in December of 2019. He will continue to be actively involved as a member of the House Operations Committee.

Next Steps

Each year our goal is continuous improvement. In 2019, we began a holistic approach to corporate responsibility that not only focuses on environmental efficiencies and a positive social impact but sets the framework for good corporate governance to propel continuous improvement. The development of our Enterprise Environmental Policy, Human Rights and Labor Policy, and Supplier and Vendor Code of Conduct attest to our corporate responsibility commitments. Furthermore, we are currently implementing additional strategies to track various types of energy, water, and waste generated by our hotels. Going forward, these practices will allow us to expand our commitments through environmental targets and committing to green causes like a single-use plastic ban across our portfolio. With the framework in place, we can also support and advise our third-party managers to continue to challenge themselves to improve their efforts.

Presently, we are committing to the following goals and initiatives for 2020 and beyond:



Performance Tables

Employee Metrics	2016	2017	2018
Total Employees (#)	49	51	51
Gender			
Percent of Employees Men	49%	53%	51%
Percent of Employees Women	51%	47%	49%
Race & Ethnicity			
Percent of Employees Black or African American	6%	6%	4%
Percent of Employees Hispanic or Latino	10%	10%	10%
Percent of Employees White	64%	62%	63%
Percent of Employees Asian	10%	14%	17%
Percent of Employees Other	10%	8%	6%
Age			
Percent of Employees under 30	14%	6%	6%
Percent of Employees 30 – 50	59%	69%	69%
Percent of Employees over 50	27%	25%	25%
Other			
Employee Satisfaction Survey Response Rate	94% (46)	86% (44)	94% (48)

GRI Index

Number	Description	Response/Disclosure	References
Organizational Profile			
102-1	Name of the organization	Xenia Hotels & Resorts, Inc. ("Xenia")	Annual Report (p. 5 of pdf)
102-2	Activities, brands, products, and services ⁸	<p>Xenia is a Maryland corporation that invests primarily in uniquely positioned luxury and upper upscale hotels and resorts, with a focus on Top 25 Markets and key leisure destinations in the United States ("U.S.").</p> <p>To qualify as a REIT, the Company cannot operate or manage its hotels. Therefore, the Operating Partnership and its subsidiaries lease the hotel properties to XHR Holding, the Company's TRS, which engages third-party eligible independent operators to manage the hotels. Our portfolio of hotels primarily operates under premium brands, with approximately 87% of our rooms operating under Marriott, Hyatt, or Kimpton brands.</p>	Portfolio Overview
102-3	Location of headquarters	Our Company's headquarters are located at 200 S. Orange Avenue, Suite 2700, Orlando, Florida 32801.	Annual Report (p. 45 of pdf)
102-4	Location of operations ⁹	Our 39 hotels are spread throughout 25 key markets across 16 U.S. states including Alabama, Arizona, California, Colorado, Florida, Georgia, Illinois, Louisiana, Massachusetts, Oregon, Pennsylvania, South Carolina, Texas, Utah, Virginia, and West Virginia.	Portfolio Overview
102-5	Ownership and legal form	On February 4, 2015, the Company became a stand-alone, publicly-traded company. Xenia's Common Stock trades on the New York Stock Exchange ("NYSE") under the ticker symbol "XHR."	Annual Report (p. 15 of pdf)
102-6	Markets served ¹⁰	Our 39 hotels are spread throughout 16 U.S. states across primary markets, including Boston, California North, Dallas, Denver, Houston, Orlando, Phoenix, San Francisco/San Mateo, San Jose-Santa Cruz, and Washington DC-MD-VA.	Annual Report (p. F-19 of pdf)
102-7	Scale of organization ¹¹	As of December 31, 2019, the Company owned 39 lodging properties, with a total of 11,245 rooms.	Portfolio Overview

⁸ Activities, brands, products, and services reported as of year-end 2019.

⁹ Location of operations reported as of year-end 2019.

¹⁰ Markets served reported as of year-end 2019.

¹¹ Scale of organization reported as of year-end 2019.

Number	Description	Response/Disclosure	References
102-8	Information on employees and other workers	<p>As of December 31, 2018, we had 51 employees.</p> <p>We do not manage employees at our hotels. Our third-party managers are responsible for hiring and maintaining the labor force at each of our hotels.</p>	Annual Report (p. 15 of pdf)
102-9	Supply chain	Our supply chain includes key categories, such as products, signage, and furniture, fixtures and equipment (FF&E), among other things.	Annual Report (p. 54 of pdf)
102-10	Significant changes to the organization and its supply chain	No significant changes to our Company or its supply chain occurred in 2018.	Annual Report
102-11	Precautionary principle or approach	Xenia considers risks throughout our Company, and where possible, takes steps to mitigate risks at our standing investments and during renovation projects or acquisitions.	Annual Report (p. 17-44 of pdf)
102-12	External initiatives	<p>Xenia continued its commitment to the AHLA's 5-Star Promise by supporting and encouraging all operators to adopt and abide by the principles.</p> <p>Our Company also supported, assisted, and funded the current reduction initiatives established by our third-party management companies, including Fairmont Sustainability Partnership, Hyatt Thrive, Marriott Serve360, and IHG Green Engage.</p>	Corporate Responsibility Report
102-13	Membership of associations	The company is an active member of the American Hotel and Lodging Association (AHLA) and the National Association of Real Estate Investment Trust (NAREIT).	Corporate Responsibility Report

Strategy

102-14	Statement from senior decision-maker	A statement from our CEO is available in our annual Corporate Responsibility Report and in our Annual Report.	Corporate Responsibility Report Annual Report (p. 3, 4 of pdf)
102-15	Key impacts, risks, and opportunities	<p>We own hotels that have different economic characteristics than many other real estate assets. Our hotels will be subject to various operating risks common to the lodging industry, many of which are beyond our control. These risks are identified in our Annual Report.</p> <p>We are also subject to the risks associated with natural disasters and the physical effects of climate change, which can include more frequent or severe storms, droughts, hurricanes and flooding, wildfires and shortages of water, any of which could have a material adverse effect on our properties, operations, and business.</p>	<p>Annual Report (p. 7, 8, 17, 18, 26 of pdf)</p> <p>Enterprise Environmental Policy</p> <p>Human Rights and Labor Policy</p>

Ethics and integrity

102-16	Values, principles, Standards, and norms of behavior	<p>The values, principles, standards, and behavioral norms of Xenia Hotels & Resorts are outlined in our Code of Ethics and Business Conduct.</p> <p>All directors, officers, (including Senior Financial Officers (as defined below)) and employees (each a “Covered Party” and, collectively, the “Covered Parties”) of the Company and all of its subsidiaries and controlled affiliates are expected to be familiar with the Code and to adhere to those principles and procedures set forth below.</p> <p>Additional policies include our Human Rights and Labor Policy, Enterprise Environmental Policy, and Vendor Code of Conduct.</p>	<p>Code of Ethics and Business Conduct</p> <p>Human Rights and Labor Policy</p> <p>Enterprise Environmental Policy</p> <p>Supplier and Vendor Code of Conduct</p>
102-17	Mechanisms for advice and concerns about ethics	We promote ethical behavior at all times and encourage Covered Parties ¹² to talk to supervisors, managers, and other appropriate personnel, including the Company’s executive officers, General Counsel and outside counsel, and the Board about the best course of action in a particular situation.	Code of Ethics and Business Conduct

¹² Covered Party means any (i) official, officer, employee or representative of, or any person acting in an official capacity for or on behalf of: (A) any Governmental Entity; (B) any public international organization or any department or agency thereof; or (C) any company or other entity owned or controlled by any Governmental Entity, public international organization or any department or agency thereof or (ii) any political party or party official or candidate for political office.

Governance Structure

102-18	Governance Structure	<p>The corporate governance structure of Xenia is outlined in our Charter, Bylaws, Corporate Governance Guidelines, and Committee Charters.</p> <p>Xenia's Board of Directors is our highest governance body, which includes: Nominating and Governance Committee, Compensation Committee, and Audit Committee.</p> <p>Beginning in 2019, ESG-related risks fell under the responsibility of the Nominating and Governance Committee.</p>	Corporate Governance Guidelines Corporate Governance Nominating and Corporate Governance Committee Charter
102-19	Delegating authority	Our Corporate Responsibility Committee was established in January 2019. It is a cross-departmental group of senior management level employees who plan and report on ground-level efforts. The Committee provides updates to the senior executive team and to the Nominating and Corporate Governance Committee, which in turn, reports to the Board on a routine basis.	Corporate Responsibility Report
102-20	Executive-level responsibility for economic, environmental, and social topics	Xenia's Corporate Responsibility Program, including ESG-related risks and opportunities, is managed by the company's Corporate Responsibility Committee, which is comprised of members across Asset Management, Project Management, Legal, Finance, and Human Resources departments. The Corporate Responsibility Committee reports directly to Xenia's Senior Executive Team, and the Board's Nominating and Corporate Governance Committee. The Nominating and Corporate Governance Committee reports directly to Xenia's Board of Directors.	Nominating and Corporate Governance Committee Charter Committee Composition
102-22	Composition of the highest governance body and its committees	<p>Xenia's Board of Directors is comprised of eight members – seven independent board members and our Chairman and Chief Executive Officer, Marcel Verbaas.</p> <p>Furthermore, our independent board members are actively involved in our three governance committees: Audit, Compensation, Executive and Nominating and Corporate Governance.</p>	Board of Directors Committee Composition
102-23	Chair of the highest governance body	Jeffrey H. Donahue is the Lead Director of Xenia's Board of Directors, and Marcel Verbaas is our Chairman and Chief Executive Officer.	Board of Directors Executive Officers

102-24	Nominating and selecting the highest governance body	The purpose of the Nominating and Corporate Governance Committee (the “Committee”) is to identify qualified candidates for election as directors consistent with criteria approved by the Board; to recommend to the Board nominees for election as directors at annual meetings of stockholders (or special meetings of stockholders at which directors are to be elected); to review matters involving the general operation of the Board, including Board size and composition and committee composition and structure; to develop and recommend to the Board a set of Corporate Governance Guidelines; oversight of environmental sustainability and social responsibility matters; to oversee the evaluation of the Board and management.	Nominating and Corporate Governance Committee Charter
102-25	Conflicts of interest	The Company recognizes and respects the right of its directors, officers, and employees to engage in outside activities which they may deem proper and desirable, provided that these activities do not impair or interfere with the performance of their duties to the Company or their ability to act in the Company’s best interests. In most, if not all, cases, this will mean that our directors, officers, and employees must avoid situations that present a potential or actual conflict between their private interests and the Company’s interests. Exceptions may only be made after review and approval of specific or general categories by the Company’s General Counsel (in the case of employees) or the Company’s board of directors (the “Board”) (in the case of directors and executive officers).	Code of Ethics and Business Conduct
102-28	Evaluating the highest governance body’s performance	<p>The Compensation Committee retains its authority over and is responsible for all compensation decisions.</p> <p>The Compensation Committee is responsible for, among other things:</p> <ol style="list-style-type: none"> 1. Annually reviewing and approving the corporate goals and objectives with respect to the compensation of our Chief Executive Officer and evaluating our Chief Executive Officer’s performance in light of these goals and objectives and, based upon this evaluation, setting our Chief Executive Officer’s compensation. 2. Reviewing and setting the compensation of our executive officers other than the Chief Executive Officer. 	Proxy Statement (p. 26, 27 of pdf)

102-35	Remuneration policies	Our Compensation Committee is responsible for determining the amount and composition of compensation paid to all our named executive officers. Our Compensation Committee exercises its independent discretion in reviewing and approving the executive compensation program, as well as specific compensation levels for each named executive officer.	Proxy Statement (p. 37 of pdf)
102-36	Process for determining remuneration	<p>Xenia believes compensation should reinforce and promote the business objectives of the Company. For our executive officers, remuneration is based on Salary, Bonus, At-Risk Equity Awards, and Time-Based Equity Awards.</p> <p>Bonus and At-Risk Equity Awards are performance-based.</p> <p>Our Compensation Committee retains and meets regularly with an independent compensation consultant to advise on executive compensation. In addition, the committee regularly reviews the Company's compensation plans and programs to ensure they are designed to create and maintain stockholder value and do not encourage excessive risk. The Compensation Committee considers, in making its compensation decisions, whether our compensation arrangements create risks that are reasonably likely to have a material adverse effect on us.</p> <p>We maintain a claw back policy to recover amounts inappropriately paid in the event of a restatement of our financial statements.</p>	Proxy Statement (p. 35 of pdf)
102-37	Stakeholders' involvement in remuneration	In its role, the Compensation Committee utilizes market data from publicly available sources and as provided by the Company's compensation consultant. Additionally, the Compensation Committee reviews and considers the recommendations of Mr. Verbaas with respect to compensation decisions of our named executive officers other than himself. At our 2019 annual meeting, over 95% of votes cast were in favor of our "say on pay" proposal. Finally, an independent consultancy, advises our Compensation Committee on compensation program design and the amounts payable to our named executive officers.	Proxy Statement (p. 37 of pdf)
Stakeholder Engagement			
102-40	List of stakeholder groups	Stockholders, third-party managers, brand and management companies, employees, suppliers, industry associations, local communities, and other partners are considered Xenia's primary stakeholder groups.	Corporate Responsibility Report

102-41	Collective bargaining agreements	<p>None of our corporate employees are covered by collective bargaining agreements.</p> <p>Employees at certain of our third-party managed hotels are covered by collective bargaining agreements that are subject to review and renewal on a regular basis.</p>	Annual Report (p. 15 of pdf)
102-42	Identifying and selecting stakeholders	Our stakeholders are identified and selected by determining the groups that may impact our Company.	
102-43	Approach to stakeholder engagement	<p>Xenia engages with stakeholders to inform the groups about our Company's actions and priorities, and to understand the priorities and key issues of these groups.</p> <p>Employees: We engage our employees through an annual employee satisfaction survey.</p> <p>Brand/Third-party managers: We engage with our hotel brands and third-party managers through an on-going Property Optimization Process through asset management, which includes approximately six to eight green audits per year.</p>	
102-44	Key topics and concerns raised	Xenia aims to understand the key topics and concerns of our stakeholders to help develop our company strategy and programs.	

Reporting Practices & Materiality

102-45	Entities included in the consolidated financial statements	A list of our hotel properties, as of December 31, 2019, can be found on our company website.	Portfolio Overview
102-46	Defining report content and topic boundaries	The most relevant and important information deemed by our company define our reporting content and topic boundaries.	Corporate Responsibility Report
102-48	Restatements of information	No information was restated in this report.	
102-49	Changes in reporting	<p>In 2018, we acquired four luxury hotels totaling 841 guestrooms and disposed of three upscale hotels totaling 1,173 guestrooms.</p> <p>In addition to the acquisition of four luxury hotels, the Company purchased a free-standing restaurant. Additionally, the Company completed the acquisitions of its joint venture partner's interest in both the Grand Bohemian Hotel Charleston and Grand Bohemian Hotel Mountain Brook.</p>	Proxy Statement (p. 10 of pdf)

102-50	Reporting Period	Our reporting period is calendar year 2018 (January 1 – December 31, 2018), unless otherwise noted.	Corporate Responsibility Report
102-51	Date of most recent report	Our most recent report was published on March 31, 2020. A prior report without GRI alignment was published in 2019.	Corporate Responsibility Report
102-52	Reporting cycle	Our Corporate Responsibility Report is updated annually.	Corporate Responsibility
102-53	Contact point for questions regarding the report	200 S. Orange Avenue, STE. 2700 Orlando, Florida 32801 Phone 407.246.8100 Fax 866.748.7101	Contact Us
102-56	External assurance	KPMG LLP, an independent registered public accounting firm, has audited our Company's consolidated financial statements included in our Annual Report on Form 10-K. We did not seek external assurance of our environmental performance for this reporting period.	Annual Report (p. 87 of pdf)

Management Approach Disclosures: Economic

In this section, we provide management approach disclosures for the following economic topics: performance, indirect impacts, and anti-corruption.

Number	Description	Response / Disclosure	References
Economic Performance			
201-1	Direct economic value generated and distributed	<p>In 2018, total revenues and total hotel operating expenses (in thousands) were \$1,058,207 and \$689,762, respectively.</p> <p>In addition, \$36,000 was donated to charitable organizations in 2018.</p>	<p>Annual Report (p. 56, 69 of pdf)</p> <p>Corporate Responsibility Report</p>
201-2	Financial implications and other risks and opportunities due to climate change	<p>We are subject to the risks associated with natural disasters and the physical effects of climate change, which can include more frequent or severe storms, droughts, hurricanes and flooding, wildfires and shortages of water, any of which could have a material adverse effect on our properties, operations, and business. Climate change also may affect our business by increasing the cost of (or making unavailable) property insurance on terms we find acceptable in areas most vulnerable to such events, increasing operating expenses at our hotel properties, such as the cost of water or energy, and requiring us to expend funds as we seek to repair and protect our hotel properties against such risks.</p> <p>For a complete list of risks and uncertainties, please refer to our Annual Report.</p>	<p>Annual Report (p. 7, 8, 26 of pdf)</p>
Anti-Corruption			
205-1	Operations assessed for risks related to corruption	Xenia's corporate operations are assessed for corruption.	<p>Code of Ethics and Business Conduct</p>
205-2	Communication and training on anti-corruption policies and procedures	Xenia employees must comply with the Code of Ethics and Business Conduct, which covers anti-corruption. Xenia employees are required to acknowledge the Company's Employee Handbook and any additional relevant internal policies.	<p>Code of Ethics and Business Conduct</p> <p>Employee Handbook</p>
205-3	Confirmed incidents of corruption and actions taken	There were no confirmed incidents of corruption in 2018.	

General Disclosures

Trademarks, Service Marks and Tradenames

Xenia Hotels & Resorts® and related trademarks, trade names and service marks of Xenia appearing in this report are the property of Xenia. Unless otherwise noted, all other trademarks, trade names or service marks appearing in this report are the property of their respective owners, including Marriott International, Inc., Hyatt Corporation, Kimpton Hotel & Restaurant Group LLC, AccorHotels, Loews Hotels, Inc, and Hilton Worldwide Inc. or their respective parents, subsidiaries or affiliates.

Forward looking Statements

This report contains statements that are “forward-looking statements” within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended, pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. Forward-looking statements may be identified by the use of words such as “anticipate,” “believe,” “expect,” “will,” “may,” “estimate,” “plan,” “outlook,” “forecasts,” and “project” and other similar expressions that predict or indicate future events or trends or that are not statements of historical matters. Examples of forward-looking statements include the following: the Company’s ability to realize sustainability goals and objectives or other financial items; descriptions of the Company’s plans or objectives for the future operations and descriptions of assumptions underlying or relating to any of the foregoing expectations regarding the timing of their occurrence. Forward-looking statements are based on Xenia’s current expectations and beliefs, which we believe to be reasonable, and involve a number of risks and uncertainties that are difficult to predict and that could cause actual results to differ materially from those stated or implied by the forward-looking statements. A further description of these risks, uncertainties, and other matters can be found in the Risk Factors detailed in Xenia’s Annual Report on Form 10-K as filed on February 25, 2020, as well as other filings we make with the Securities and Exchange Commission. Because forward-looking statements involve risks and uncertainties, actual results and events may differ materially from results and events currently expected by Xenia, and Xenia assumes no obligation and expressly disclaims any duty to update information contained in this news release except as required by law.