

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Peterson Karl Mr.</u> (Last) (First) (Middle) C/O TPG GLOBAL, LLC, 301 COMMERCE STREET, SUITE 3300 (Street) FORT WORTH TX 76102 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Playa Hotels & Resorts N.V. [PLYA]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 11/10/2020	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Ordinary Shares	11/10/2020		j ⁽¹⁾		5,202,633	D	\$0 ⁽¹⁾	3,954,033	I	See Explanation of Responses ⁽⁵⁾⁽⁶⁾⁽⁷⁾⁽⁸⁾
Ordinary Shares	11/11/2020		s		100,000	D	\$4.5386 ⁽²⁾	3,854,033	I	See Explanation of Responses ⁽⁵⁾⁽⁶⁾⁽⁷⁾⁽⁸⁾
Ordinary Shares	11/12/2020		s		125,000	D	\$4.4323 ⁽³⁾	3,729,033	I	See Explanation of Responses ⁽⁵⁾⁽⁶⁾⁽⁷⁾⁽⁸⁾
Ordinary Shares	11/13/2020		s		125,000	D	\$4.3742 ⁽⁴⁾	3,604,033	I	See Explanation of Responses ⁽⁵⁾⁽⁶⁾⁽⁷⁾⁽⁸⁾

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date					

Explanation of Responses:

- Effective November 10, 2020, TPG Pace Sponsor, LLC ("TPG Pace Sponsor"), of which Mr. Karl Peterson (the "Reporting Person") is a managing member, distributed, in accordance with its limited liability company agreement, ordinary shares, par value euro 0.10 per share ("Ordinary Shares"), of Playa Hotels & Resorts N.V. (the "Issuer") pro rata to its members (the "Distribution"). The ultimate general partner (and its stockholders) of TPG Holdings III, L.P., the other managing member of TPG Pace Sponsor, is making a separate Form 4 filing with respect to the Distribution.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$4.40 to \$4.78, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission (the "Commission"), upon request, full information regarding the number of shares sold at each separate price within the range set forth above.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$4.26 to \$4.54, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth above.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$4.30 to \$4.43, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth above.
- Held through Peterson Capital Partners, LP.
- Excludes 2,000,000 Ordinary Shares issuable upon the exercise of 2,000,000 earnout warrants that were inadvertently included in Table I of the Form 4 filed by Mr. Peterson on August 13, 2018.
- Because of the relationship between Mr. Peterson and TPG Pace Sponsor, Mr. Peterson may have been deemed to have beneficially owned the securities held by TPG Pace Sponsor to the extent of his direct or indirect pecuniary interests therein. Mr. Peterson disclaims beneficial ownership of the securities held by TPG Pace Sponsor, except to the extent of his pecuniary interest therein, if any.
- Pursuant to Rule 16a-1(a)(4) under the Securities Exchange Act of 1934, as amended (the "Exchange Act"), this filing shall not be deemed an admission that Mr. Peterson is, for purposes of Section 16 of the Exchange Act or otherwise, the beneficial owners of any equity securities in excess of his pecuniary interests.

Remarks:

9. Michael LaGatta is signing on behalf of Mr. Peterson pursuant to an authorization and designation letter dated March 30, 2020, which was previously filed with the Commission.

/s/ Michael LaGatta on behalf of Karl Peterson (9) 11/13/2020

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.