

Sim Leisure Group Ltd.

(Company Registration Number: 201808096D)

(Incorporated in the Republic of Singapore)

AMENDMENT TO THE THEME PARK AGREEMENT IN RELATION TO THE DEVELOPMENT, CONSTRUCTION, OPERATION, MANAGEMENT AND MAINTENANCE OF AN ESCAPE THEME PARK OWNED BY A WHOLLY OWNED SUBSIDIARY AT JALAN LAPANGAN TERBANG LAMA, KUALA LUMPUR WILAYAH PERSEKUTUAN, MALAYSIA

For this announcement, where applicable and unless otherwise stated/specified, all definitions and terms used in this announcement shall have the same meaning as defined in the previous announcement dated 1 November 2023.

1.0 INTRODUCTION

- 1.1 The Board of Sim Leisure Group Ltd. refers to the Company's announcement dated 1 November 2023 (the "**Announcement**") in relation to the entry into the Agreement by Sim Leisure Escape with the Owner in relation to the development, construction, operation and maintenance of an environmentally sustainable ESCAPE park owned by Sim Leisure Escape within the designated area at KL Base, Jalan Lapangan Terbang Lama, Kuala Lumpur Wilayah Persekutuan, Malaysia.
- 1.2 Further to the Announcement, the Board wishes to announce that Sim Leisure Escape has on 29 January 2024 entered into a supplementary agreement to the Agreement ("**TPA SA**") with the Owner to amend and revise certain terms of the TPA.
- 1.3 Notwithstanding the above, as the release of this announcement is subject to the Company obtaining the approval and consent from the Owner in accordance with the Agreement, the Company was only able to obtain the approval from the Owner on 2 February 2024.

2.0 INFORMATION ON THE CONDITIONS OF AND PRINCIPAL AMENDMENTS TO THE AGREEMENT

The amendments and revisions contained in the TPA SA are the results of the change in the layout plan and site location which now includes a section of the existing main road and infrastructure at KL Base. This enables the Group to repurpose the existing road and infrastructure hence minimising the environmental impact of the development of the Escape Park @KL Base which is designed and to be built around the natural contour and greenery of the Project Site. Additionally, the Group will be able to efficiently manage the infrastructure cost and construction timeline of the Project. There is no material change to the land area which is at approximately seventy-five (75) acres.

2.1 Amendments to certain principal terms of the Agreement

Pursuant to the TPA SA, the material amendment and revision to the principal terms of the Agreement as disclosed in the Announcement and Agreement are as summarised below:

Commercial and principal terms	As disclosed in the Agreement and Announcement	As amended and restated in the TPA SA
a) Major financial obligations of Sim Leisure Escape	For every operating year commencing from the Opening Date, Sim Leisure Escape shall pay to the Owner, the higher of:	For every operating year commencing from the Opening Date, Sim Leisure Escape shall pay to the Owner, the higher of:

Sim Leisure Group Ltd.

(Company Registration Number: 201808096D)
(Incorporated in the Republic of Singapore)

Commercial and principal terms	As disclosed in the Agreement and Announcement	As amended and restated in the TPA SA
	(i) five per cent (5%) of the gross revenue of operation of the Escape Park @KL Base; or (ii) the Minimum Guarantee. (the “ Owner’s Payments ”)	(i) five per cent (5%) of the gross revenue of operation of the Escape Park @KL Base; or (ii) the Minimum Guarantee. (the “ Owner’s Payments ”) In the event the gross revenue exceeds the Gross Revenue Threshold (as referred below) for the respective operating year, the parties agree to increase the percentage mentioned in paragraph (i) abovementioned from five percent (5%) to five point five percent (5.5%) of the gross revenue of operation of the theme park.

- b) Insertion of a schedule with Gross Revenue Threshold for the purpose of paragraph (a)(i)

The Gross Revenue Threshold which has been principally derived based on the projected ticket price and attendance after considering various growth rates, for every operating year during the Term and the Renewal Term of the Agreement are as set out below:

Operating Year	Gross Revenue Threshold	Operating Year	Gross Revenue Threshold
Year 1	RM68,800,000	Year 16	RM142,900,000
Year 2	RM72,200,000	Year 17	RM150,000,000
Year 3	RM75,600,000	Year 18	RM157,500,000
Year 4	RM79,100,000	Year 19	RM165,400,000
Year 5	RM83,600,000	Year 20	RM173,700,000
Year 6	RM87,200,000	Year 21	RM182,400,000
Year 7	RM91,700,000	Year 22	RM191,500,000
Year 8	RM96,300,000	Year 23	RM201,100,000
Year 9	RM100,900,000	Year 24	RM211,200,000
Year 10	RM106,600,000	Year 25	RM221,800,000
Year 11	RM111,900,000	Year 26	RM232,900,000
Year 12	RM117,500,000	Year 27	RM244,500,000
Year 13	RM123,400,000	Year 28	RM256,700,000
Year 14	RM129,600,000	Year 29	RM269,500,000
Year 15	RM136,100,000	Year 30	RM283,000,000

Sim Leisure Group Ltd.

(Company Registration Number: 201808096D)
(Incorporated in the Republic of Singapore)

3.0 OTHER INFORMATION

The amendments to certain principal terms of the Agreement as set out in Section 2.1 above are in the interest of the Group and minority shareholders as the Group will be in a better position to minimise the environmental impact of the development of the Escape Park @KL Base while efficiently managing the infrastructure cost as well as to potentially attract better visitor traffic with such improved access and exposure at KL Base.

The TPA SA is not expected to have any material impact on the consolidated net tangible assets per share and earnings per share of the Company and the Group for the current financial year ending 31 December 2024.

Save for the Directors' interests arising by way of their shareholdings in the Company and/or directorships in the Group, as the case may be, none of the Directors, the controlling shareholders of the Company, and their respective associates, has any interest, direct or indirect, in the TPA SA.

4.0 DOCUMENTS FOR INSPECTION

A copy of the TPA SA will be made available for inspection during normal business hours at the registered office of the Company at 138 Robinson Road, #26-03 Oxley Tower, Singapore 068906 for a period of three (3) months from the date of this announcement.

5.0 SERVICE CONTRACTS

No person is proposed to be appointed as a director of the Company in connection with the TPA SA. Accordingly, no service contract is proposed to be entered into between the Company and any such person.

By order of the Board,

Dato' Sim Choo Kheng
Executive Chairman
2 February 2024

This announcement has been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. (the "**Sponsor**"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "**Exchange**") and the Exchange assumes no responsibility for the contents of this document, including the correctness of any of the statements or opinions made or reports contained in this document.

The contact person for the Sponsor is Mr Shervyn Essex, 16 Collyer Quay, #10-00 Collyer Quay Centre, Singapore 049318, sponsorship@ppcf.com.sg.
