

DEFINITIONS

In this prospectus, the following expressions shall have the meanings set forth below unless the context otherwise requires.

"2006 Service Agreement"	the agreement, dated 25 September 2006, between SJM and Hong Hock, for the provision of services and the license for occupation and use of space, through which Hong Hock provides Gaming Services to SJM in relation to the Casinos (which at the time did not include any VIP rooms)
"2006 David Chow Employment Agreement"	the employment agreement dated 20 December 2006 entered into between the Company and David Chow, pursuant to which David Chow was appointed as the chief executive officer of our Company for a term of four years
"2007 Term Loan Facility"	the seven-year term loan facility entered into pursuant to an agreement dated 5 December 2007 between New Macau Landmark as borrower, Hong Hock as corporate guarantor, Seng Heng Bank Limited as the facility agent and security agent, and Seng Heng Bank Limited, Industrial and Commercial Bank of China (Asia) Limited and BEA Macau as coordinating arrangers and original lenders, up to an aggregate amount of HK\$1.2 billion, for the purpose of repayment or prepayment of the then existing debt, personally guaranteed by David Chow, Lam Fong Ngo and Li Chi Keung
"2009 Amendment to the Service Agreement"	the amendment, dated 3 August 2009, to the 2006 Service Agreement, providing for Hong Hock to extend its Gaming Services to VIP rooms located in the Casinos
"2010 David Chow Employment Agreement"	the employment agreement dated 21 December 2010 entered into between the Company and David Chow, pursuant to which David Chow was appointed as the chief executive officer of our Company for a term of four years, which was terminated and superseded by the director's service agreement entered into between the Company and David Chow on 5 June 2013
"2011 Amendment to the Service Agreement"	the amendment, dated 16 December 2011, to the 2006 Service Agreement and the 2009 Amendment to the Service Agreement, providing for, among other things, Hong Hock to designate more than one gaming promoter (subject to SJM's approval) to manage VIP rooms in the Casinos

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“2011 Revolving Credit Facility”	the revolving credit facility entered into pursuant to an agreement dated 31 January 2011 between MFW Investment as borrower, David Chow and Ina Chan as guarantors and BNU as lender, up to an aggregate amount of MOP103 million (or its equivalent in HK dollars)
“2011 Term Loan Facility”	the five-year term loan facility entered into pursuant to an agreement dated 30 March 2011 between New Macau Landmark as borrower, Hong Hock as corporate guarantor, ICBC Macau as facility agent and security agent, and ICBC Macau, BEA Macau, Banco Comercial Português, China Guangfa Bank Macau and Banco Comercial de Macau as original lenders, up to an aggregate amount of HK\$1.8 billion, for the purpose of refinancing the then existing debt and for working capital needs of New Macau Landmark, as supplemented by agreements dated 29 June 2012 and 25 September 2012, personally guaranteed by Li Chi Keung and David Chow
“2012 Additional Gaming Tables Application”	the application submitted by the Company in consultation with SJM for the benefit of SJM and the Group on 8 October 2012 to the DICJ for the grant of additional gaming tables, such that the number of gaming tables allocated to the gaming premises of our properties may increase to 500 in total
“2012 Amendments to the Service Agreement”	the First 2012 Amendment to the Service Agreement and the Second 2012 Amendment to the Service Agreement, which were initially extended to 31 March 2013, and subsequently extended to 31 January 2014
“2012 Term Loan Facility”	the four-year term loan facility entered into pursuant to an agreement dated 25 September 2012 between New Macau Landmark as borrower, Hong Hock as corporate guarantor, ICBC Macau as facility agent and security agent, and ICBC Macau, BEA Macau and BNU as original lenders, up to an aggregate amount of HK\$300.0 million, for the purpose of settling part of the land premium payment under the revised land concession contract for Macau Fisherman’s Wharf and financing part of the renovation costs of The Landmark Macau, personally guaranteed by Li Chi Keung and David Chow
“All Landmark”	All Landmark Properties Limited, a company incorporated under the laws of the BVI on 2 July 2002 and owned as to 73.5% and 15.6% by David Chow and Melinda Chan, among others, respectively, as at the Latest Practicable Date

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"Application Form(s)"	white, yellow and green application forms or, where the context so requires, any of them
"application lists"	the application lists for the Hong Kong Public Offer
"Articles of Association" or "Articles"	the articles of association of our Company, conditionally adopted (with effect from Listing) on 5 June 2013 (as amended or supplemented from time to time)
"Babylon Casino"	a casino (including a slot machine hall) located in Macau Fisherman's Wharf, which opened in December 2006 and is owned by us and operated under the Service Agreement
"Banco Comercial de Macau"	Banco Comercial de Macau, S.A.
"Banco Comercial Português"	Banco Comercial Português, S.A., Macau Branch
"BEA Macau"	The Bank of East Asia, Limited, Macau Branch
"BNU"	Banco Nacional Ultramarino, S.A.
"Board"	the board of Directors
"Business Day"	a day that is not a Saturday, Sunday or a public holiday in Hong Kong
"BVI"	the British Virgin Islands
"casino employees"	the employees who work in the gaming areas of the Casinos, comprising gaming operations employees and gaming services employees
"Casinos"	Pharaoh's Palace Casino, Babylon Casino and any other casino or gaming premises, which may contain slot machines and traditional and electronic gaming tables, at The Landmark Macau and Macau Fisherman's Wharf
"Cayman Companies Law"	the Companies Law, Cap. 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands
"CCASS"	the Central Clearing and Settlement System established and operated by HKSCC
"CCASS Clearing Participant"	a person admitted to participate in CCASS as a direct clearing participant or general clearing participant
"CCASS Custodian Participant"	a person admitted to participate in CCASS as a custodian participant

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"CCASS Investor Participant"	a person admitted to participate in CCASS as an investor participant who may be an individual or joint individuals or a corporation
"CCASS Participant"	a CCASS Clearing Participant or a CCASS Custodian Participant or a CCASS Investor Participant
"China," "mainland China" or the "PRC"	the People's Republic of China which, for the purpose of this prospectus, excludes Hong Kong, Macau and Taiwan
"China Guangfa Bank Macau"	China Guangfa Bank Co., Ltd., Macau Branch
"Coloane"	one of the two main islands of Macau and which is located south of Taipa
"Companies Ordinance"	the Companies Ordinance (Chapter 32 of the Laws of Hong Kong) (as amended, supplemented or otherwise modified from time to time)
"Company" or "our Company"	Macau Legend Development Limited, a company incorporated in the Cayman Islands on 5 October 2006 as an exempted company with limited liability
"complementary tax"	a tax that is imposed on all income earned in Macau by entities or individuals, on a progressive sliding scale up to a maximum of 12%, depending on the amount of taxable income
"concession(s)"	a Macau Government grant for the operation of games of fortune and chance in casinos in Macau under an administrative contract pursuant to which a concessionaire, or an entity holding the concession, is authorized to operate games of fortune and chance in casinos in Macau
"concessionaire(s)"	the holder(s) of a concession for the operation of casino games in Macau, which, as at the Latest Practicable Date, consist of Galaxy, SJM and Wynn Macau
"Controlling Shareholder(s)"	has the meaning ascribed to it under the Listing Rules and, in the context of this prospectus, means the controlling shareholders of our Company, namely David Chow, All Landmark, Lam Fong Ngo and Grand Bright
"Cooperation Agreements"	the cooperation agreements entered into between Hong Hock and certain designated gaming promoters, regarding the provision of services in relation to the VIP rooms in The Landmark Macau

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“Cotai”	an area of reclaimed land located between the islands of Taipa and Coloane in Macau
“David Chow”	David Chow Kam Fai, the co-chairman, executive Director and chief executive officer of our Company and a Controlling Shareholder
“David Chow Share Options”	the option to subscribe for 24,412,724 Shares, exercisable any time within five years of issue at an exercise price of HK\$2.00 per Share, granted to David Chow in November 2011 pursuant to the 2006 David Chow Employment Agreement and the 2010 David Chow Employment Agreement (as adjusted)
“DICJ”	the Direcção de Inspeção e Coordenação de Jogos (the Gaming Inspection and Coordination Bureau), a department of the public administration of Macau
“Director(s)”	the director(s) of our Company
“Directors’ Reward Shares”	Shares amounting to 0.70% of the total issued capital of the Company immediately after the completion of the Global Offering (without taking into account any Shares that may be issued pursuant to the David Chow Share Options and the options that may be granted under the Share Option Scheme) in aggregate agreed by the Company to be issued to David Chow, Sheldon Trainor-DeGirolamo and Tong Ka Wing, Carl pursuant to the terms of their respective service contracts or appointment letters (as applicable) as part of their service fees under such contracts as summarized in the paragraph headed “Appendix V — Statutory and General Information — C. Further Information About our Directors — Particulars of Service Contracts” in this prospectus
“DSEC”	the Direcção dos Serviços de Estatística e Censos (Statistics and Census Service), a public administrative institution responsible for guiding, coordinating, integrating, executing and supervising all local statistical activities in Macau
“Eddie Chan”	Chan Heung Tak, the brother of Melinda Chan
“Elegant Wave”	Elegant Wave Restaurant Group Limited, a company incorporated under the laws of Macau on 29 March 2010 and owned as to 99% by MFW Investment and 1% by David Chow

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“Elite Success”	Elite Success International Limited, a company incorporated under the laws of the BVI on 6 September 2002 and owned as to 44.5%, 44.5% and 11.0% by Li Chi Keung, his wife and his son, respectively, as at the Latest Practicable Date
“First 2012 Amendment to the Service Agreement”	the amendment, dated 7 March 2012, to the 2006 Service Agreement, the 2009 Amendment to the Service Agreement and the 2011 Amendment to the Service Agreement, in relation to the addition of three VIP tables to the gaming areas of The Landmark Macau
“Fortune More”	Fortune More Management Limited, an investment company incorporated under the laws of BVI on 28 September 2005 and wholly owned by Melinda Chan as at the Latest Practicable Date
“Galaxy”	Galaxy Casino, S.A., one of the three concessionaires and an independent third party
“Gambling Ordinance”	the Gambling Ordinance (Chapter 148 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Gaming Credit Law”	Macau Law No. 5/2004 (Legal Framework for the Extension of Credit for Gaming and Betting in Games of Fortune)
“Gaming Law” or “Macau Gaming Law”	Macau Law No. 16/2001 (Legal Framework for the Operation of Games of Fortune and Chance in a Casino)
“gaming operations employees”	the employees employed by SJM but over whom we have oversight in accordance with the Service Agreement, who are generally allocated to work at the gaming tables and cages of the Casinos as dealers and gaming managers (including supervisors, pit managers and shift managers) and on the gaming floors of the Casinos as security staff
“Gaming Promoters Regulation”	Macau Administrative Regulation No. 6/2002 (as amended by Macau Administrative Regulation No. 27/2009)
“Gaming Promotion Agreements”	the agreements entered into between SJM and certain designated gaming promoters relating to the conduct of gaming promotion activities by these gaming promoters in the VIP rooms in The Landmark Macau

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“Gaming Services”	marketing, promotion, publicity, customer development and introduction, and coordination of activities and other services as agreed from time to time by SJM and Hong Hock to be provided by Hong Hock to SJM, pursuant to the Service Agreement
“gaming services employees”	the employees employed by us, who are generally allocated to work on the gaming floors of the Casinos as technicians and administrative, marketing and security staff
“Global Offering”	the Hong Kong Public Offer and the International Placing
“Grand Bright”	Grand Bright Holdings Limited, a company incorporated under the laws of the BVI on 8 October 2002 and owned as to 88.0% by Lam Fong Ngo and 12% by her associates collectively as at the Latest Practicable Date
“Grand Merit”	Grand Merit Retail Group Limited or Grande Merito — Grupo, Limitada, a company incorporated under the laws of Macau on 25 August 2006 and owned as to 99% by MFW Investment and 1% by David Chow
“Greater China”	the PRC including Hong Kong, Macau and Taiwan
“green application form(s)”	the application form(s) to be completed by the White Form eIPO Service Provider, Computershare Hong Kong Investor Services Limited
“Group,” “our Group,” “we” or “us”	our Company and our subsidiaries
“HIBOR”	Hong Kong Interbank Offered Rate
“HK\$” or “HK dollars”	Hong Kong dollars, the lawful currency of Hong Kong
“HKFRS”	Hong Kong Financial Reporting Standards
“HKSCC”	Hong Kong Securities Clearing Company Limited
“HKSCC Nominees”	HKSCC Nominees Limited, a wholly owned subsidiary of HKSCC
“Hong Hock”	Hong Hock Development Company Limited or Sociedade de Investimento Predial Hong Hock, S.A., a company incorporated under the laws of Macau on 8 June 1992 and our subsidiary owned as to 99.98% by our Company, 0.01% by David Chow and 0.01% by Grand Bright

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“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Hongkong Land”	The Hongkong Land Company, Limited, an independent third party
“Hong Kong Offer Shares”	the 204,832,000 new Shares (subject to adjustment as described in the section headed “Structure of the Global Offering” in this prospectus) being offered by us for subscription under the Hong Kong Public Offer
“Hong Kong Public Offer”	the offer of the Hong Kong Offer Shares for subscription by the public in Hong Kong for cash at the Offer Price (plus brokerage of 1%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005%), on the terms and subject to the conditions described in this prospectus and the Application Forms
“Hong Kong Share Registrar”	Computershare Hong Kong Investor Services Limited
“Hong Kong Underwriters”	the underwriters of the Hong Kong Public Offer whose names are set forth in the section headed “Underwriting” in this prospectus
“Hong Kong Underwriting Agreement”	the underwriting agreement dated 14 June 2013 relating to the Hong Kong Public Offer entered into by the Controlling Shareholders, the Sole Sponsor, the Joint Global Coordinators, the Joint Bookrunners, the Hong Kong Underwriters and us
“ICBC Macau”	Industrial and Commercial Bank of China (Macau) Limited
“Ina Chan”	Chan Un Chan, a substantial shareholder of our Company
“independent third party(ies)”	individual(s) or company(ies) who/which is not connected with (within the meaning of the Listing Rules) any directors, chief executive or substantial shareholders or our Company or any of our subsidiaries, or their respective associates
“International Placing”	the conditional placing of the International Placing Shares to institutional, professional and other investors
“International Placing Agreement”	the underwriting agreement relating to the International Placing which is expected to be entered into by the Controlling Shareholders, the Selling Shareholders, the Sole Sponsor, the Joint Global Coordinators, the Joint Bookrunners, the International Underwriters and us on or around 21 June 2013

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“International Placing Shares”	the 1,560,952,000 Shares (subject to adjustment as described in the section headed “Structure of the Global Offering” in this prospectus) to be issued by us under the International Placing, together with 282,525,000 Sale Shares offered by the International Placing Share Sellers (subject to adjustment and the Over-allotment Option)
“International Placing Share Sellers”	Lam Fong Ngo and Grand Bright
“International Underwriters”	the underwriters of the International Placing
“IVS”	the Individual Visit Scheme that allows citizens of mainland China to obtain visas to visit Macau and Hong Kong individually and not as part of a tour group
“Joint Bookrunners”	CLSA Limited, CITIC Securities Corporate Finance (HK) Limited and Credit Suisse (Hong Kong) Limited
“Joint Global Coordinators”	CLSA Limited and CITIC Securities Corporate Finance (HK) Limited
“Joint Lead Managers”	CLSA Limited, CITIC Securities Corporate Finance (HK) Limited, Credit Suisse (Hong Kong) Limited, BOCOM International Securities Limited and CIMB Securities Limited
“Lam Fong Ngo”	Lam Fong Ngo, the mother of David Chow, an executive Director, the vice chairman, and a Controlling Shareholder
“Latest Practicable Date”	7 June 2013, being the latest practicable date prior to the publication of this prospectus for ascertaining certain information contained in this prospectus
“Legend King”	Legend King International Limited or Legend King Internacional, Limitada, formerly known as Legend King International Food & Beverage Management Company Limited or Legend King Internacional — Gestão de Restaurantes, Limitada, a company incorporated under the laws of Macau on 25 August 2006 and owned as to 99% by MFW Investment and 1% by David Chow
“Legendale Hotel Macau”	the proposed five-star deluxe family-oriented flagship hotel of Macau Fisherman’s Wharf that is expected to be modeled after the Neo-Renaissance style of architecture of mid-17th century Vienna
“Li Chi Keung”	Li Chi Keung, a substantial shareholder of our Company

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“Listing”	the listing of our Shares on the Main Board
“Listing Committee”	the Listing Committee of the Stock Exchange
“Listing Date”	the date, expected to be on or about 27 June 2013, on which our Offer Shares are listed on the Main Board
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as amended, supplemented or otherwise modified from time to time)
“Macau”	the Macau Special Administrative Region of the PRC
“Macau Ferry Terminal”	the outer harbor ferry terminal located in Porto Exterior on the Macau Peninsula
“Macau Fisherman’s Wharf”	an integrated gaming, hotel, convention and entertainment complex located on the outer harbor of the Macau Peninsula, which opened in 2006 and is owned by MFW Investment
“Macau Government”	the government of Macau
“Macau Intellectual Property Department”	the Intellectual Property Department of the Macau Economic Services Bureau
“Macau Landmark”	Macau Landmark Limited, a company incorporated under the laws of Hong Kong on 15 June 2006 and a wholly owned subsidiary of our Company
“Macau Legend Company”	Macau Legend Development Company Limited, formerly known as Will Investment Limited, a company incorporated under the laws of Hong Kong on 9 May 2006 and a wholly owned subsidiary of our Company
“Macau Legend (Hong Kong)”	Macau Legend Development (Hong Kong) Limited, formerly known as Grand Empire Limited, a company incorporated under the laws of Hong Kong on 4 May 2007 and a wholly owned subsidiary of our Company
“Macau Peninsula”	the peninsula in Macau which is located north of Taipa
“Main Board”	the main board of the Stock Exchange
“Marina”	the area at Macau Fisherman’s Wharf situated on the harbor that is expected to feature a yacht mooring area

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“Melco Crown Gaming”	Melco Crown Gaming (Macau) Limited, one of the three subconcessionaires and an independent third party
“Melinda Chan”	Melinda Chan Mei Yi, the spouse of David Chow
“Memorandum” or “Memorandum of Association”	the memorandum of association of our Company adopted on 5 June 2013, as amended or supplemented from time to time
“MFW Investment”	Macau Fisherman’s Wharf International Investment Limited or Macau Fisherman’s Wharf — Companhia de Investimento Internacional, S.A., a company incorporated under the laws of Macau on 28 August 2000 and one of the subsidiaries of our Company through which we hold the land and buildings of Macau Fisherman’s Wharf
“MFW Redevelopment Project”	the redevelopment for Macau Fisherman’s Wharf as described in “Business — Our Development Projects — The MFW Redevelopment Project”
“MGM Grand Paradise”	MGM Grand Paradise, S.A., one of the three subconcessionaires and an independent third party
“MOP” or “Pataca(s)”	Macau Pataca, the lawful currency of Macau
“New Macau Landmark”	New Macau Landmark Management Limited or Novo Macau Landmark — Sociedade Gestora, Limitada, a company incorporated under the laws of Macau on 9 December 2002 and our subsidiary owned as to 99% by our Company and 1% by David Chow
“Non-redeemable Preferred Shares”	the mandatorily convertible and non-redeemable shares in our Company
“Offer Price”	the final Hong Kong dollar price per Offer Share (exclusive of brokerage, SFC transaction levy and Stock Exchange trading fee) at which the Offer Shares are to be subscribed under the Hong Kong Public Offer and the International Placing Shares are to be offered under the International Placing, to be determined in the manner further described in the section headed “Structure of the Global Offering — Pricing and allocation” in this prospectus
“Offer Shares”	the Hong Kong Offer Shares and the International Placing Shares together, where relevant, with any additional Shares offered under the exercise of the Over-allotment Option

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“Over-allotment Option”	the option expected to be granted by All Landmark to the International Underwriters exercisable by the Joint Bookrunners on behalf of the International Underwriters under the International Placing Agreement under which All Landmark may be required to sell up to 264,868,000 additional existing Shares, representing approximately 12.9% of the initial number of Offer Shares offered under the Global Offering, both at the final Offer Price, to cover over-allocations in the International Placing
“Palace Hotel”	the proposed five-star deluxe medieval Persian-themed hotel of Macau Fisherman’s Wharf that is expected to feature high-end gaming, retail, entertainment and leisure facilities
“Pharaoh’s Palace Casino”	a casino (including VIP rooms and a slot machine hall) located in The Landmark Macau, which opened in January 2003 and is operated under the Service Agreement
“Prague Harbor View Hotel”	the proposed four-star Baroque-styled hotel at Macau Fisherman’s Wharf modeled after 18th century Prague architecture
“Price Determination Agreement”	the agreement to be entered into among the Joint Bookrunners (on behalf of the Underwriters), the Selling Shareholders and us immediately following the determination of the Offer Price in accordance with Hong Kong Underwriting Agreement to record the Offer Price so determined
“Price Determination Date”	the date on which the Offer Price is fixed for the purpose of the Global Offering
“Pre-IPO Vendors”	the vendors under the SJM Pre-IPO Investment Agreement, namely, David Chow, Lam Fong Ngo, Li Chi Keung and Ina Chan
“QIBs”	qualified institutional buyers within the meaning of Rule 144A
“Regulation S”	Regulation S under the U.S. Securities Act
“Reorganization”	the reorganization of our group of companies now comprising our Group conducted in preparation for the Listing, details of which are set out in “History, Reorganization and Corporate Structure”
“Rocks Hotel”	the boutique hotel situated on a promontory at Macau Fisherman’s Wharf, operated by MFW Investment

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“Royal Garden”	Royal Garden Flower and Fruit Company Limited
“Rule 144A”	Rule 144A under the U.S. Securities Act
“Sale Shares”	the 282,525,000 Shares offered for sale by the International Placing Share Sellers in the Global Offering and up to 264,868,000 Shares offered for sale by All Landmark upon exercise of the Over-allotment Option
“Second 2012 Amendment to the Service Agreement”	the amendment, dated 19 April 2012, to the 2006 Service Agreement, the 2009 Amendment to the Service Agreement, the 2011 Amendment to the Service Agreement and the First 2012 Amendment to the Service Agreement, in relation to the further addition of three VIP tables to the gaming areas of The Landmark Macau
“Selling Shareholders”	the International Placing Share Sellers (in the case of the Sale Shares offered for sale in the Global Offering) and All Landmark (in the case of the Sale Shares offered for sale upon exercise of the Over-allotment Option)
“Service Agreement”	the 2006 Service Agreement, the 2009 Amendment to the Service Agreement, the 2011 Amendment to the Service Agreement and the 2012 Amendments to the Service Agreement as executed between SJM and Hong Hock, under which we provide Gaming Services to SJM in relation to the Casinos
“SFC”	the Securities and Futures Commission of Hong Kong
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (as amended, supplemented or otherwise modified from time to time)
“Share(s)”	ordinary share(s) with a nominal value of HK\$0.10 each in the capital of our Company
“Shareholder(s)”	holder(s) of the Share(s)
“Share Option Scheme”	the share option scheme conditionally adopted by our Company on 5 June 2013, the principal terms of which are set forth in “Appendix V — Statutory and General Information — D. Share Option Scheme”
“SJM”	Sociedade de Jogos de Macau, S.A., one of the three concessionaires, in which SJM Holdings Limited holds 90% of its issued share capital and 100% of its economic interest, and an independent third party

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“SJM Concession”	the concession awarded to SJM under the SJM Concession Contract
“SJM Concession Contract”	the concession contract for the operation of games of fortune and chance in casinos in Macau between SJM and the Macau Government dated 28 March 2002, as amended and supplemented by a supplemental agreement between the same parties dated 19 April 2005
“SJM Holdings Limited”	SJM Holdings Limited, a company listed on the Stock Exchange and an independent third party
“SJM Pre-IPO Investment Agreement”	the share purchase agreement dated 20 July 2012 (as amended by the parties on 30 August 2012), entered into among the Pre-IPO Vendors as vendors and Vast Field as purchaser
“Slot Hall Agreement”	the agreement dated 1 February 2013 between Hong Hock and Weike, providing for, among other things, the installation and servicing of the slot machines in the casino and other gaming areas in The Landmark Macau by Weike
“Sole Sponsor”	CLSA Equity Capital Markets Limited
“Sponsor Fee”	the sponsor fee of US\$2 million payable by our Company to the Sole Sponsor in connection with the Listing
“Stabilizing Manager”	CLSA Limited
“Stanley Ho”	Ho Hung Sun, Stanley, a director of MFW Investment, the chairman of SJM Holdings Limited
“Star Pyramid”	Star Pyramid Limited, a company incorporated under the laws of the BVI on 16 March 2012 and a wholly owned subsidiary of our Company
“STDM”	Sociedade de Turismo e Diversões de Macau, S.A., a joint stock company incorporated on 18 May 1962 under the laws of Macau, a controlling shareholder of SJM Holdings Limited and an independent third party
“Stock Borrowing Agreement”	a stock borrowing agreement to be entered into on or about 21 June 2013 between the Stabilizing Manager and All Landmark
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

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“subconcession”	an agreement for the operation of games of fortune and chance in casinos between an entity holding the concession, or a concessionaire, a subconcessionaire and the Macau Government, pursuant to which the subconcessionaire is authorized to operate games of fortune and chance in casinos in Macau
“subconcessionaire(s)”	the holder(s) of a subconcession for the operation of games of fortune and chance in casinos in Macau, which, as at the Latest Practicable Date, consisted of VML, Melco Crown Gaming and MGM Grand Paradise
“substantial shareholder(s)”	has the meaning ascribed to it under the Listing Rules and, in the context of this prospectus, means the substantial shareholders of our Company
“Taipa”	one of the two main islands of Macau and which is located north of Coloane and south of the Macau Peninsula
“TCL”	The Company Lore Limited, or Chon Choi — Sociedade Unipessoal, Limitada, a company incorporated under the laws of Macau on 10 June 2008, which is wholly owned by Eddie Chan
“The Landmark Macau”	the hotel, dining, conference and casino complex situated at 549–567 Avenida da Amizade, Macau, operated by New Macau Landmark
“Track Record Period”	the three years ended 31 December 2010, 2011 and 2012
“Tri-Party Agreements”	the agreements entered into among Hong Hock, SJM and certain designated gaming promoters regarding the provision of services in relation to the VIP rooms in The Landmark Macau
“Triumphant Time”	Triumphant Time Limited, a company incorporated under the laws of the BVI on 13 March 2012 and a wholly owned subsidiary of our Company
“Underwriters”	the Hong Kong Underwriters and the International Underwriters
“Underwriting Agreements”	the Hong Kong Underwriting Agreement and the International Placing Agreement
“Union Gaming”	Union Gaming Research Macau, an independent third party
“United States” or “U.S.”	the United States of America

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“US\$” or “U.S. dollars”	United States dollars, the lawful currency of the United States
“U.S. Securities Act”	the U.S. Securities Act of 1933, as amended from time to time, and the rules and regulations promulgated under it
“Vast Field”	Vast Field Investments Limited, an investment company incorporated under the laws of the BVI on 11 June 2012 and an indirect subsidiary of SJM Holdings Limited, which owns approximately 3.95% of our Company’s issued share capital as at the Latest Practicable Date
“VML”	Venetian Macau, S.A., one of the three subconcessionaires and an independent third party
“Weike”	Weike (G) Management Macau Limited, or Weike (G) Gestão Macau Limitada, a limited liability company incorporated under the laws of Macau on 3 June 2009, an independent third party and a slot machine vendor and operator
“White Form eIPO”	the application for Hong Kong Offer Shares to be issued in the applicant’s own name by submitting applications online through the designated website of www.eipo.com.hk
“White Form eIPO Service Provider”	Computershare Hong Kong Investor Services Limited
“Wynn Macau”	Wynn Resorts (Macau), S.A., one of the three concessionaires and an independent third party
“%”	percent

In this prospectus:

- the English names of certain entities are provided for identification purposes and for your convenience only. Some of these entities do not have registered English names and, accordingly, in the event of any inconsistency, the Chinese names or Portuguese names (as the case may be) shall prevail;
- the terms “associate,” “connected person,” “connected transaction,” “controlling shareholder,” “subsidiary” and “substantial shareholder” have the meanings given to such terms in the Listing Rules, unless the context otherwise requires;
- unless otherwise specified, all references to any shareholdings in our Company following the completion of the Global Offering assuming no Shares have been transferred by the Pre-IPO Vendors pursuant to the SJM Adjustment Rights and the Over-allotment Option is not exercised and without taking into account any Directors’ Reward Shares, and any Shares that may be issued pursuant to the David Chow Share Options and any option that may be granted under the Share Option Scheme; and

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- references to “we,” “us,” and “our” in the context of Macau gaming activities and operations are specifically to our subsidiary, Hong Hock, through which we provide Gaming Services to SJM in relation to the Casinos.

This prospectus contains explanations and definitions of certain terms used in connection with our business. The terms and their meanings used in this prospectus may not correspond to standard industry meaning or usage of these terms. As there is no official industry classification, the classification of our services is determined based on our Directors’ knowledge and experience.