

FUTURE PLANS AND USE OF PROCEEDS

FUTURE PLANS

See “Business – Our Strategies” for a detailed description of our future plans.

USE OF PROCEEDS

We estimate the net proceeds of the Global Offering which we will receive, assuming an Offer Price of HK\$2.43 per Offer Share (being the mid-point of the Offer Price range stated in this prospectus), will be approximately HK\$2,295.6 million, after deduction of underwriting fees and commissions and estimated expenses payable by us in connection with the Global Offering and assuming the Over-allotment Option is not exercised.

In the event the Over-allotment Option is exercised in full and assuming an Offer Price of HK\$2.43 per Offer Share (being the mid-point of the Offer Price range stated in this prospectus), we will receive additional net proceeds of approximately HK\$353.5 million. We intend to allocate these proceeds to the following purposes on a pro rata basis.

If the Offer Price is fixed at HK\$2.68 per Offer Share (being the high end of the Offer Price range stated in this prospectus) and assuming the Over-allotment Option is not exercised, we will receive additional net proceeds of approximately HK\$242.5 million.

If the Offer Price is fixed at HK\$2.18 per Offer Share (being the low end of the Offer Price range stated in this prospectus) and assuming the Over-allotment Option is not exercised, the net proceeds we receive will be reduced by approximately HK\$242.5 million.

We intend to use the net proceeds of the Global Offering for the following purposes:

- approximately 50% or HK\$1,147.8 million of our net proceeds will be used to develop Shanghai Haichang Polar Ocean World;
- approximately 40% or HK\$918.2 million of our net proceeds will be used to develop Sanya Haitang Bay Dream World; and
- the remaining amount of approximately not more than 10% or HK\$229.6 million of our net proceeds will be used to provide funding for our working capital and other general corporate purposes.

The above allocation of the proceeds will be adjusted on a pro rata basis in the event that the Offer Price is fixed at a higher or lower level compared to the midpoint of the estimated offer price range.

To the extent that the net proceeds are not immediately applied to the above purposes and to the extent permitted by applicable law and regulations, we intend to deposit the net proceeds into short-term demand deposits and/or money market instruments. We will make an appropriate announcement if there is any change to the above proposed use of proceeds.

To the extent our net proceeds are not sufficient to fund the purposes set out above, we intend to fund the balance through a variety of means, including cash generated from operations and bank financing.

FUTURE PLANS AND USE OF PROCEEDS

In the event that any part of Shanghai Haichang Polar Ocean World and/or Sanya Haitang Bay Dream World does not proceed as planned, including as a result of circumstances such as failure to obtain the land use right, the requisite approvals, changes in government policies that would render any of our property developments not commercially viable, or force majeure, our Directors will evaluate the situation, explore other potential development projects, including expansion of our existing theme parks, development of new projects and/or acquisitions of new projects or land for development in the PRC, and utilize the unused portion of proceeds from the Global Offering on such projects. As of the Latest Practicable Date, we had not yet identified or committed to any acquisition targets for such use of net proceeds from the Global Offering. We intend to identify development opportunities and select acquisition targets that can fit into our overall branding and development strategies. See “Business – Project Development Process” for details on our project planning process. In the event that any part of Shanghai Haichang Polar Ocean World and/or Sanya Haitang Bay Dream World does not proceed as planned, our Directors will also consider utilizing the unused portion of proceeds from the Global Offering to repay our existing bank loans and other borrowings and interests accrued thereon.