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Wynn Macau, Limited
永利澳門有限公司*

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 1128 and Debt Stock Codes: 5279, 5280, 40102, 40259, 40357)

INSIDE INFORMATION

ENTRY INTO A FACILITY AGREEMENT ANNOUNCEMENT PURSUANT TO RULES 13.09 AND 13.18 OF THE LISTING RULES

This announcement is issued pursuant to Rules 13.09, 13.18 and 37.47B of the Listing Rules and under Part XIVA of the Securities and Futures Ordinance (Cap. 571).

The Company is pleased to announce that, on 16 September 2021, the Company as guarantor and WM Cayman II, a wholly-owned subsidiary of the Company, as borrower entered into the Facility Agreement with, among others, Bank of China Limited, Macau Branch, as agent and a syndicate of lenders, pursuant to which the lenders will make available the Revolving Facility in an aggregate amount of US\$1.50 billion equivalent, consisting of one tranche in an amount of US\$312.5 million and one tranche in an amount of HK\$9.26 billion to WM Cayman II. WM Cayman II has the ability to upsize the total Revolving Facility by an additional US\$1.00 billion equivalent under the Facility Agreement and related agreements upon the satisfaction of various conditions. The final maturity of all outstanding loans under the Revolving Facility is 16 September 2025 (or if 16 September 2025 is not a business day, the next business day in the relevant calendar month) by which time any outstanding borrowings from the Revolving Facility must be repaid.

Each loan under the Revolving Facility, consisting of both United States dollar and Hong Kong dollar tranches, will bear interest at LIBOR or HIBOR, as applicable, plus a margin of 1.875% to 2.875% per annum based on the leverage ratio of WM Cayman II on a consolidated basis.

Borrowings under the Facility Agreement will be used to refinance certain indebtedness of the Group, to pay the financing costs, fees and expenses in respect of the facility, and to fund ongoing working capital needs and for general corporate purposes.

* For identification purposes only

The Facility Agreement contains representations, warranties, covenants and events of default customary for similar financings in Macau, including, but not limited to, restrictions on indebtedness to be incurred by WM Cayman II or its group members and restrictions on creating security over the assets of WM Cayman II or by its group members. The Facility Agreement also requires WM Cayman II to maintain a certain leverage ratio and interest coverage ratio from time to time as provided under the Facility Agreement. The Facility Agreement also contains certain events of default (some of which are subject to grace and remedy periods and materiality qualifiers). It is a mandatory prepayment event under the Facility Agreement if there is a loss of gaming operation or concession agreement by the Group. Customary fees and expenses were paid by WM Cayman II in connection with the Facility Agreement and related agreements.

DISCLOSURE PURSUANT TO RULE 13.18 OF THE LISTING RULES

It is a mandatory prepayment event under the Facility Agreement if Wynn Resorts, Limited ceases to legally and beneficially own and control, directly or indirectly, more than 50% of the outstanding share capital of WM Cayman II through the Company measured by voting power. As at the date of this announcement, Wynn Resorts, Limited beneficially owned approximately 72% of the issued share capital of the Company.

In accordance with the requirements pursuant to Rule 13.21 of the Listing Rules, we will include appropriate disclosures in subsequent interim and annual reports for so long as the mandatory prepayment event concerning Wynn Resorts, Limited's ownership and control of WM Cayman II continues to exist under the Facility Agreement.

ANTICIPATED FORM 8-K FILING BY WYNN RESORTS, LIMITED

The Company anticipates that Wynn Resorts, Limited will file a Form 8-K with the United States Securities and Exchange Commission in relation to the Facility Agreement on or about 16 September 2021. The Company will publish a separate announcement with details as to how the Form 8-K can be reviewed. Shareholders of and potential investors in the Company are reminded that the Form 8-K will be prepared by Wynn Resorts, Limited and not the Company.

DEFINITIONS

In this announcement, the following expressions shall have the meanings set out below unless the context requires otherwise:

“Board”	the board of Directors of the Company
“Company”	Wynn Macau, Limited, a company incorporated on 4 September 2009 as an exempted company with limited liability under the laws of the Cayman Islands and an indirect subsidiary of Wynn Resorts, Limited
“Directors”	the director(s) of the Company, including the independent non-executive directors of the Company

“Facility Agreement”	the Facility Agreement dated 16 September 2021 entered into, among others, the Company, WM Cayman II and Bank of China Limited, Macau Branch
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“HIBOR”	Hong Kong Interbank Offered Rate or, if a market disruption event occurs, an alternative basis for determining the rate of interest applicable to the relevant loans under the Revolving Facility as set out in the Facility Agreement
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“LIBOR”	London Interbank Offered Rate or, if a market disruption event occurs, an alternative basis for determining the rate of interest applicable to the relevant loans under the Revolving Facility as set out in the Facility Agreement
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended from time to time
“Revolving Facility”	the revolving unsecured credit facility extended to WM Cayman II pursuant to the Facility Agreement
“US\$”	United States dollars, the lawful currency of the United States
“WM Cayman II”	WM Cayman Holdings Limited II, a company incorporated on 8 September 2009 as an exempted company with limited liability under the laws of the Cayman Islands and a wholly-owned subsidiary of the Company
“Wynn Resorts, Limited”	Wynn Resorts, Limited, a corporation formed under the laws of the State of Nevada, United States, listed on the NASDAQ Global Select Market in the United States and the Company’s controlling shareholder (as defined in the Listing Rules)

By order of the Board
Wynn Macau, Limited
Dr. Allan Zeman
Chairman

Hong Kong, 16 September 2021

As at the date of this announcement, the Board of Directors of the Company comprises Matthew O. Maddox and Ian Michael Coughlan (as Executive Directors); Linda Chen (as Executive Director and Vice Chairman); Craig S. Billings (as Non-Executive Director); Allan Zeman (as Independent Non-Executive Director and Chairman); and Lam Kin Fung Jeffrey, Bruce Rockowitz, Nicholas Sallnow-Smith and Leah Dawn Xiaowei Ye (as Independent Non-Executive Directors).