



## 2015 Interim Report 中期報告

**Wynn Macau, Limited 永利澳門有限公司\***

*(incorporated in the Cayman Islands with limited liability)* (於開曼群島註冊成立的有限公司)

Stock Code 股份代號 : 1128

\* for identification purposes only 僅供識別

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## Corporate Information

### BOARD OF DIRECTORS

#### Executive Directors

Mr. Stephen A. Wynn (*Chairman of the Board*)  
Mr. Gamal Aziz  
Ms. Linda Chen  
Mr. Ian Michael Coughlan

#### Non-Executive Director

Mr. Matthew O. Maddox

#### Independent Non-Executive Directors

Dr. Allan Zeman, *GBM, GBS, JP*  
(*Vice-chairman of the Board*)  
Mr. Jeffrey Kin-fung Lam, *GBS, JP*  
Mr. Bruce Rockowitz  
Mr. Nicholas Sallnow-Smith

### AUDIT AND RISK COMMITTEE

Mr. Nicholas Sallnow-Smith (*Chairman*)  
Mr. Bruce Rockowitz  
Dr. Allan Zeman, *GBM, GBS, JP*

### REMUNERATION COMMITTEE

Mr. Nicholas Sallnow-Smith (*Chairman*)  
Mr. Jeffrey Kin-fung Lam, *GBS, JP*  
Mr. Matthew O. Maddox  
Mr. Bruce Rockowitz

### NOMINATION AND CORPORATE GOVERNANCE COMMITTEE

Mr. Jeffrey Kin-fung Lam, *GBS, JP* (*Chairman*)  
Mr. Nicholas Sallnow-Smith  
Dr. Allan Zeman, *GBM, GBS, JP*

### COMPANY SECRETARY

Ms. Ho Wing Tsz Wendy, *FCIS, FCS*

### AUTHORIZED REPRESENTATIVES

Dr. Allan Zeman, *GBM, GBS, JP*  
Ms. Ho Wing Tsz Wendy, *FCIS, FCS*  
(Mrs. Seng Sze Ka Mee, Natalia as alternate)

### AUDITORS

Ernst & Young  
*Certified Public Accountants*

### LEGAL ADVISORS

*As to Hong Kong and U.S. laws:*  
Skadden, Arps, Slate, Meagher & Flom

*As to Hong Kong law:*  
Mayer Brown JSM

*As to Macau law:*  
Alexandre Correia da Silva

*As to Cayman Islands law:*  
Maples and Calder

## Corporate Information

### REGISTERED OFFICE

P.O. Box 309  
Ugland House  
Grand Cayman  
KY1-1104  
Cayman Islands

### HEADQUARTERS IN MACAU

Rua Cidade de Sintra  
NAPE, Macau SAR

### PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Level 54, Hopewell Centre  
183 Queen's Road East  
Hong Kong

### PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

Appleby Trust (Cayman) Limited

### HONG KONG SHARE REGISTRAR

Computershare Hong Kong Investor  
Services Limited

### STOCK CODE

1128

### COMPANY WEBSITE

[www.wynnmacaulimited.com](http://www.wynnmacaulimited.com)

## Highlights

### FINANCIAL HIGHLIGHTS

	For the Six Months Ended 30 June	
	2015	2014
	HK\$	HK\$
	(in thousands, except per share amounts or otherwise stated)	
Casino revenues	<b>9,623,267</b>	15,358,669
Other revenues	<b>631,024</b>	879,691
Adjusted EBITDA	<b>2,548,692</b>	4,623,914
Profit attributable to owners	<b>1,437,001</b>	3,649,615
Earnings per Share — basic and diluted (HK\$)	<b>28 cents</b>	70 cents

## Management Discussion and Analysis

### OVERVIEW

Wynn Macau opened to the public on 6 September 2006 at the center of casino activities on the urban Macau peninsula. In December 2007 and November 2009, Wynn Macau completed expansions, adding more gaming space and additional food and beverage and retail amenities. Encore at Wynn Macau, a further expansion of Wynn Macau that added a fully integrated resort hotel, opened in April 2010.

Our Macau resort complex features:

- Approximately 284,000 square feet of casino space, offering 24-hour gaming and a full range of games, including private gaming salons, sky casinos and a poker pit;
- Two luxury hotel towers with a total of 1,008 spacious rooms and suites;
- Casual and fine dining in eight restaurants;
- Approximately 57,000 square feet of high-end, brand-name retail shopping, including stores and boutiques such as Bvlgari, Cartier, Chanel, Dior, Dunhill, Ermenegildo Zegna, Ferrari, Giorgio Armani, Graff, Gucci, Hermes, Hugo Boss, Jaeger-LeCoultre, Loro Piana, Louis Vuitton, Miu Miu, Piaget, Prada, Richard Mille, Roger Dubuis, Rolex, Tiffany, Vacheron Constantin, Van Cleef & Arpels, Versace, Vertu, and others;
- Recreation and leisure facilities, including two health clubs and spas, a salon, and a pool; and
- Approximately 31,000 square feet of lounges and meeting facilities.

The following table presents the number of casino games available at our Macau Operations:

	As at 30 June	
	2015	2014
VIP table games	237	256
Mass market table games	208	200
Slot machines	693	613
Poker tables	13	9

In response to on-going evaluation of our operations and the feedback from our guests, we have been making, and will continue to make enhancements and refinements to our resort complex. In February 2015, we completed the renovation of approximately 27,000 square feet of our casino space at Wynn Macau for new VIP gaming rooms.

## Management Discussion and Analysis

### Cotai Development — Wynn Palace

The Group is currently constructing Wynn Palace, an integrated resort containing an approximately 1,700-room hotel, a performance lake, meeting space, a casino, a spa, retail offerings and food and beverage outlets in the Cotai area of Macau. The total project budget is approximately HK\$31 billion including construction costs, capitalized interest, pre-opening expenses, land costs and financing fees. As at 30 June 2015, we have invested approximately HK\$20.6 billion in the project. The Company expects to open Wynn Palace in the first half of 2016.

On 29 July 2013, WRM and Palo finalized and executed a guaranteed maximum price construction ("GMP") contract with Leighton Contractors (Asia) Limited, acting as the general contractor. Under the GMP contract, the general contractor is responsible for both the construction and design of the Wynn Palace project. The general contractor is obligated to substantially complete the project in the first half of 2016 for a guaranteed maximum price of HK\$20 billion. Our general contractor has notified us that it will not achieve the early completion milestone on 25 January 2016. However, the general contractor stated it remains on schedule to complete the project on or before the substantial completion date. We continue to expect to open Wynn Palace in the first half of 2016. Both the contract time and guaranteed maximum price are subject to further adjustment under certain specified conditions. The performance of the general contractor is backed by a full completion guarantee given by Leighton Holdings Limited, the parent company of the general contractor, as well as a performance bond for equal to 5% of the guaranteed maximum price.

### Macau

Macau, which was a territory under Portuguese administration for approximately 450 years, was transferred from Portuguese to Chinese political control in December 1999. Macau is governed as a special administrative region of China and is located approximately 37 miles southwest of, and approximately one hour away via ferry from, Hong Kong. Macau, which has been a casino destination for more than 50 years, consists principally of a peninsula on mainland China, and two neighboring islands, Taipa and Coloane between which the Cotai area is located. We believe that Macau is located in one of the world's largest concentrations of potential gaming customers, despite a recent decline in gaming revenues. According to Macau statistical information, casinos in Macau, the largest gaming market in the world, generated approximately HK\$118.1 billion in gaming revenue during the six months ended 30 June 2015, a decrease of approximately 37.0% compared to the approximate HK\$187.5 billion generated in the six months ended 30 June 2014.

## Management Discussion and Analysis

### FACTORS AFFECTING OUR RESULTS OF OPERATIONS AND FINANCIAL CONDITION

#### Tourism

The levels of tourism and overall gaming activities in Macau are key drivers of our business. Both the Macau gaming market and visitation to Macau grew significantly leading up to 2014. However, beginning in 2014, the Macau gaming market experienced its first year-over-year decline in annual gaming revenues since its liberalization in 2002, despite the increase in tourist arrivals to Macau, by 7.5% in 2014 as compared to 2013. Commencing from the fourth quarter of 2014, tourist arrivals to Macau have experienced a downward trend. Statistics show a decrease of 3.5% from 15.3 million in the six months ended 30 June 2014 to 14.8 million in the six months ended 30 June 2015. The decrease in tourist arrivals to Macau and a change in their spending habits and gaming activities have contributed to the further reduction in gaming revenues in Macau for the six months ended 30 June 2015.

The Macau market has experienced tremendous growth in capacity since the opening of Wynn Macau. As at 31 May 2015, there were 29,900 hotel rooms and as at 30 June 2015, there were 5,814 table games and 14,192 slots in Macau, compared to 12,978 hotel rooms and 2,762 table games and 6,546 slots as at 31 December 2006.

Gaming customers traveling to Macau typically come from nearby destinations in Asia including mainland China, Hong Kong, Taiwan, South Korea and Japan. According to the Macau Statistics and Census Service Monthly Bulletin of Statistics, approximately 90.8% of visitors to Macau for the six months ended 30 June 2015 were from mainland China, Hong Kong, and Taiwan.

Tourism levels in Macau are affected by a number of factors, all of which are beyond our control. Key factors affecting tourism levels in Macau may include, among others:

- Prevailing economic conditions in mainland China and Asia;
- Restrictions, conditions or other factors which affect visitation by citizens of mainland China to Macau;
- Various countries' policies on currency exchange controls and currency export restrictions, for example on the Renminbi, the currency of the PRC, and the issuance of travel visas that may be in place from time to time;
- Competition from other destinations which offer gaming and leisure activities;
- Occurrence of natural disasters and disruption of travel; and
- Possible outbreaks of infectious disease.

## Management Discussion and Analysis

### **Economic and Operating Environment**

A significant number of our gaming customers at Wynn Macau come from mainland China. Any economic disruption or contraction in China could disrupt the number of patrons visiting our property or the amount they may be willing to spend. In addition, policies adopted from time to time by the Chinese government, including any travel restrictions imposed by China on its citizens such as restrictions imposed on exit visas granted to residents of mainland China for travel to Macau, could disrupt the number of visitors from mainland China to our property. Furthermore, the Chinese government's ongoing anti-corruption campaign has influenced the behavior of Chinese consumers and their spending patterns both domestically and abroad. The campaign has specifically led to tighter currency transfer regulations, including real time monitoring of certain financial channels, which has disrupted the number of visitors and the amount of money they can bring from mainland China to Macau. The overall effect of the campaign and monetary transfer restrictions has resulted in decreased visitation and negatively affect our revenues and results of operations.

### **Competition**

Since the liberalization of Macau's gaming industry in 2002, there has been a significant increase in the number of casino properties in Macau. There are six gaming operators in Macau, including WRM. The three concessionaires are WRM, SJM, and Galaxy. The three subconcessionaires are Melco Crown, MGM Macau, and Venetian Macau. As at 30 June 2015, there were approximately 35 casinos in Macau, including 20 operated by SJM. Each of the six gaming operators has operating casinos and expansion plans underway.

Wynn Macau also faces competition from casinos located in other areas of Asia, such as Resorts World Sentosa and Marina Bay Sands in Singapore and Resorts World Genting, located outside of Kuala Lumpur, Malaysia. Wynn Macau also faces competition from casinos in the Philippines such as Solaire Resort and Casino and City of Dreams Manila. Several other major casino resorts are scheduled to open over the next few years. Wynn Macau also encounters competition from other major gaming centers located around the world, including Australia and Las Vegas, cruise ships in Asia that offer gaming, and other casinos throughout Asia. Further, if current efforts to legalize gaming in other Asian countries are successful, Wynn Macau will face additional regional competition.

## Management Discussion and Analysis

### Gaming Promoters

A significant amount of our casino play is brought to us by gaming promoters. Gaming promoters have historically played a critical role in the Macau gaming market and are important to our casino business.

Gaming promoters introduce premium VIP players to Wynn Macau and often assist those players with their travel and entertainment arrangements. In addition, gaming promoters often grant credit to their players. In exchange for their services, Wynn Macau generally pays the gaming promoters a commission which is a percentage of the gross gaming win generated by each gaming promoter. Approximately 80% of these commissions are netted against casino revenues, because such commissions approximate the amount of the commission returned to the VIP players by the gaming promoters, and approximately 20% of these commissions are included in other operating expenses, which approximate the amount of the commission ultimately retained by the gaming promoters as compensation. The total amount of commissions paid to gaming promoters and netted against casino revenues was HK\$2.0 billion and HK\$4.0 billion for the six months ended 30 June 2015 and 2014, respectively. Commissions decreased 50.5% for the six months ended 30 June 2015 compared to the six months ended 30 June 2014 as VIP gross table games win decreased due to decreased business volumes.

We typically advance commissions to gaming promoters at the beginning of each month to facilitate their working capital requirements. These advances are provided to a gaming promoter and are offset by the commissions earned by such gaming promoter during the applicable month. The aggregate amounts of exposure to our gaming promoters, which is the difference between commissions advanced to each individual gaming promoter, and the commissions payable to each such gaming promoter, were HK\$509.6 million and HK\$683.5 million as at 30 June 2015 and 2014, respectively. At the end of each month any commissions outstanding are cleared no later than the fifth business day of the succeeding month and prior to the advancement of any further funds to a gaming promoter. We believe we have developed strong relationships with our gaming promoters. Our commission percentages have remained stable throughout our operating history.

In addition to commissions, gaming promoters each receive a monthly complimentary allowance based on a percentage of the turnover its clients generate. The allowance is available for room, food and beverage and other products and services for discretionary use with the gaming promoter's clients.

## Management Discussion and Analysis

Given present market conditions in Macau and certain economic and other factors occurring in the region, gaming promoters have encountered difficulties in attracting patrons to come to Macau. Further, gaming promoters have experienced decreased liquidity, limiting their ability to grant credit to their patrons, resulting in decreased gaming volumes in Macau and at Wynn Macau. Credit already extended by our gaming promoters to their patrons may become difficult for them to collect. The inability to attract sufficient patrons, grant credit and collect amounts due in a timely manner can negatively affect our gaming promoters' operations, cause gaming promoters to wind up or liquidate their operations or result in our gaming promoters leaving Macau, and as a result, our results of operations could be adversely impacted.

### **Premium Credit Play**

We selectively extend credit to our VIP players contingent upon our marketing team's knowledge of the players, their financial background and payment history. We follow a series of credit procedures and require various signed documents from each credit recipient that are intended to ensure, among other things, that if permitted by applicable law, the debt can be legally enforced in the jurisdiction where the player resides. In the event the player does not reside in a jurisdiction where gaming debts are legally enforceable, we can attempt to assert jurisdiction over assets the player maintains in jurisdictions where gaming debts are recognized. In addition, we typically require a check in the amount of the applicable credit line from credit players, collateralizing the credit we grant.

### **Number and Mix of Table Games and Slot Machines**

The mix of VIP table games, mass table games and slot machines in operation at our resort changes from time to time as a result of marketing and operating strategies in response to changing market demand and industry competition. The shift in the mix of our games will affect casino profitability.

## Management Discussion and Analysis

### ADJUSTED EBITDA

Adjusted EBITDA is earnings before finance costs, finance revenues, net foreign currency differences, changes in fair value of interest rate swaps, taxes, depreciation and amortization, pre-opening costs, property charges and other, share-based payments, Wynn Macau, Limited corporate expenses, and other non-operating income and expenses. Adjusted EBITDA is presented exclusively as a supplemental disclosure because our Directors believe that it is widely used to measure the performance, and as a basis for valuation, of gaming companies. Our Adjusted EBITDA presented herein also differs from the Adjusted Property EBITDA presented by Wynn Resorts, Limited for its Macau segment in its filings with the SEC, primarily due to the inclusion of license fees, adjustments for IFRS differences with U.S. GAAP, corporate support and other support services in arriving at operating profit.

The following table sets forth a quantitative reconciliation of Adjusted EBITDA to its most directly comparable IFRS measurement, operating profit, for the six months ended 30 June 2015 and 2014.

	For the Six Months Ended	
	30 June	
	2015	2014
	HK\$	HK\$
	(in thousands)	
Operating profit	1,754,628	3,914,996
Add		
Depreciation and amortization	526,888	485,939
Pre-opening costs	158,632	62,117
Property charges and other	285	80,954
Share-based payments	68,459	26,295
Wynn Macau, Limited corporate expenses	39,800	53,613
<b>Adjusted EBITDA</b>	<b>2,548,692</b>	<b>4,623,914</b>

## Management Discussion and Analysis

### REVIEW OF HISTORICAL OPERATING RESULTS

#### Summary Breakdown Table

The following table presents certain selected statement of profit or loss and other comprehensive income line items and certain other data.

	For the Six Months Ended	
	30 June	
	2015	2014
	HK\$	HK\$
	(in thousands, except for averages, daily win figures and number of tables and slot machines)	
Total casino revenues <sup>(1)</sup>	9,623,267	15,358,669
Rooms <sup>(2)</sup>	62,282	65,647
Food and beverage <sup>(2)</sup>	110,075	101,973
Retail and other <sup>(2)</sup>	458,667	712,071
<b>Total operating revenues</b>	<b>10,254,291</b>	<b>16,238,360</b>
VIP table games turnover	253,295,988	483,737,001
VIP gross table games win <sup>(1)</sup>	7,239,754	13,764,628
Mass market table drop	19,194,956	21,716,415
Mass market gross table games win <sup>(1)</sup>	3,770,430	4,745,327
Slot machine handle	16,029,350	22,157,034
Slot machine win <sup>(1)</sup>	759,762	1,050,412
Average number of gaming tables <sup>(3)</sup>	468	473
Average daily gross win per gaming table <sup>(4)</sup>	129,929	216,094
Average number of slots <sup>(3)</sup>	678	732
Average daily win per slot <sup>(4)</sup>	6,190	7,928

## Management Discussion and Analysis

### Notes:

- (1) Total casino revenues do not equal the sum of "VIP gross table games win", "mass market gross table games win" and "slot machine win" because casino revenues are reported net of the relevant commissions. The following table presents a reconciliation of the sum of "VIP gross table games win", "mass market gross table games win" and "slot machine win" to total casino revenues.

	For the Six Months Ended 30 June	
	2015	2014
	HK\$	HK\$
	(in thousands)	
VIP gross table games win	7,239,754	13,764,628
Mass market gross table games win	3,770,430	4,745,327
Slot machine win	759,762	1,050,412
Poker revenues	81,915	82,731
Commissions	(2,228,594)	(4,284,429)
<b>Total casino revenues</b>	<b>9,623,267</b>	<b>15,358,669</b>

- (2) Promotional allowances are excluded from revenues in the accompanying condensed consolidated statement of profit or loss and other comprehensive income prepared in accordance with IFRS. Management also evaluates non-casino revenues on an adjusted basis.

## Management Discussion and Analysis

The following table presents a reconciliation of net non-casino revenues as reported in our condensed consolidated statement of profit or loss and other comprehensive income to gross non-casino revenues calculated on the adjusted basis. The adjusted non-casino revenues as presented below are used for management reporting purposes and are not representative of revenues as determined under IAS 18.

	For the Six Months Ended 30 June	
	2015 HK\$	2014 HK\$
	(in thousands)	
Room revenues	62,282	65,647
Promotional allowances	430,068	452,851
<b>Adjusted room revenues</b>	<b>492,350</b>	<b>518,498</b>
Food and beverage revenues	110,075	101,973
Promotional allowances	204,185	301,442
<b>Adjusted food and beverage revenues</b>	<b>314,260</b>	<b>403,415</b>
Retail and other revenues	458,667	712,071
Promotional allowances	26,123	22,775
<b>Adjusted retail and other revenues</b>	<b>484,790</b>	<b>734,846</b>

- (3) For purposes of this table, we calculate average number of gaming tables and average number of slots as the average numbers of gaming tables and slot machines in service on each day in the period.
- (4) Daily gross win per gaming table and daily win per slot are presented in this table on the basis of the average number of gaming tables and average number of slots, respectively, over the number of days Wynn Macau and Encore were open in the applicable period. In addition, the total table games win figures used herein do not correspond to casino revenues figures in our financial information because figures in our financial information are calculated net of commissions and the total table games win herein is calculated before commissions.

## Management Discussion and Analysis

### Discussion of Results of Operations

**Financial results for the six months ended 30 June 2015 compared to financial results for the six months ended 30 June 2014**

#### Operating Revenues

Total operating revenues decreased 36.9% from HK\$16.2 billion in the six months ended 30 June 2014 to HK\$10.3 billion in the six months ended 30 June 2015. This decrease was primarily due to lower gaming volume in our VIP casino in the six months ended 30 June 2015 compared to the six months ended 30 June 2014.

#### Casino Revenues

Casino revenues decreased 37.3% from HK\$15.4 billion (94.6% of total operating revenues) in the six months ended 30 June 2014 to HK\$9.6 billion (93.8% of total operating revenues) in the six months ended 30 June 2015. The components and reasons are as follows:

*VIP casino gaming operations.* VIP gross table games win decreased from HK\$13.8 billion in the six months ended 30 June 2014 to HK\$7.2 billion in the six months ended 30 June 2015. VIP table games turnover decreased by 47.6%, from HK\$483.7 billion in the six months ended 30 June 2014 to HK\$253.3 billion in the six months ended 30 June 2015. VIP gross table games win as a percentage of turnover (calculated before commissions) was 2.85% in the six months ended 30 June 2014 compared to 2.86% in the six months ended 30 June 2015, which was within our expected range of 2.7% to 3.0%.

*Mass market casino gaming operations.* Mass market gross table games win decreased by 20.5%, from HK\$4.7 billion in the six months ended 30 June 2014 to HK\$3.8 billion in the six months ended 30 June 2015. Mass market table drop decreased 11.6% from HK\$21.7 billion in the six months ended 30 June 2014 to HK\$19.2 billion in the six months ended 30 June 2015. The mass market gross table games win percentage was 21.9% in the six months ended 30 June 2014 compared to 19.6% in the six months ended 30 June 2015.

*Slot machine gaming operations.* Slot machine win decreased by 27.7% from HK\$1.1 billion in the six months ended 30 June 2014 to HK\$759.8 million in the six months ended 30 June 2015. Slot machine handle decreased by 27.7%, from HK\$22.2 billion in the six months ended 30 June 2014 to HK\$16.0 billion in the six months ended 30 June 2015. Slot machine win per unit per day decreased by 21.9% from HK\$7,928 in the six months ended 30 June 2014 to HK\$6,190 in the six months ended 30 June 2015. Slot machine win, slot machine handle and slot machine win per unit per day decreased primarily due to decreased business volumes.

## Management Discussion and Analysis

### Non-casino Revenues

Net non-casino revenues, which include rooms, food and beverage and retail and other revenues, decreased by 28.3% from HK\$879.7 million (5.4% of total operating revenues) in the six months ended 30 June 2014 to HK\$631.0 million (6.2% of total operating revenues) in the six months ended 30 June 2015. The decrease in revenues was largely due to lower retail sales in the six months ended 30 June 2015.

*Room.* Our room revenues, which exclude promotional allowances in our condensed consolidated statement of profit or loss and other comprehensive income, decreased by 5.1% from HK\$65.6 million in the six months ended 30 June 2014 to HK\$62.3 million in the six months ended 30 June 2015.

Management also evaluates room revenues on an adjusted basis which include promotional allowances. Adjusted room revenues including promotional allowances decreased by 5.0% from HK\$518.5 million in the six months ended 30 June 2014 to HK\$492.4 million in the six months ended 30 June 2015.

The following table presents additional information about our adjusted room revenues (which include promotional allowances):

### Adjusted room revenues information

	For the Six Months Ended 30 June	
	2015	2014
Adjusted Average Daily Rate (includes promotional allowances of HK\$2,217 in the six months ended 30 June 2015 and HK\$2,284 in the six months ended 30 June 2014)	<b>HK\$2,529</b>	HK\$2,605
Occupancy	<b>96.9%</b>	98.3%
Adjusted REVPAR (includes promotional allowances of HK\$2,149 in the six months ended 30 June 2015 and HK\$2,245 in the six months ended 30 June 2014)	<b>HK\$2,451</b>	HK\$2,559

## Management Discussion and Analysis

*Food and beverage.* Food and beverage revenues, which exclude promotional allowances in our condensed consolidated statement of profit or loss and other comprehensive income increased by 7.9% from HK\$102.0 million in the six months ended 30 June 2014 to HK\$110.1 million in the six months ended 30 June 2015.

Management also evaluates food and beverage revenues on an adjusted basis including promotional allowances. Food and beverage revenues adjusted to include these promotional allowances decreased by 22.1% from HK\$403.4 million in the six months ended 30 June 2014 to HK\$314.3 million in the six months ended 30 June 2015. The decrease was due primarily to decreased business volumes in VIP casino gaming operations.

*Retail and other.* Our retail and other revenues, which exclude promotional allowances in our condensed consolidated statement of profit or loss and other comprehensive income, decreased by 35.6%, from HK\$712.1 million in the six months ended 30 June 2014 to HK\$458.7 million in the six months ended 30 June 2015. The decrease was due primarily to lower retail sales.

Management also evaluates retail and other revenues on an adjusted basis which includes promotional allowances. Adjusted retail and other revenues including promotional allowances decreased by 34.0% from HK\$734.8 million in the six months ended 30 June 2014 to HK\$484.8 million in the six months ended 30 June 2015, reflecting lower retail sales.

### **Operating Costs and Expenses**

*Gaming taxes and premiums.* Gaming taxes and premiums decreased by 39.3% from HK\$7.8 billion in the six months ended 30 June 2014 to HK\$4.7 billion in the six months ended 30 June 2015. This decrease was due primarily to decreased gross gaming win. WRM is subject to a 35% gaming tax on gross gaming win. In addition, WRM is required to pay 4% of its gross gaming win as contributions for public development and social facilities.

*Staff costs.* Staff costs increased by 4.0%, from HK\$1.5 billion in the six months ended 30 June 2014 to HK\$1.6 billion in the six months ended 30 June 2015. This increase in staff costs was primarily due to general salary increment and additional staff benefits in the form of non-vested Shares of the Company. Additionally, the Company is carrying excess headcount above the needs for its current operations as the Company prepares for the opening of Wynn Palace.

## Management Discussion and Analysis

*Other operating expenses.* Other operating expenses decreased by 31.8% from HK\$2.5 billion in the six months ended 30 June 2014 to HK\$1.7 billion in the six months ended 30 June 2015. Provision for doubtful accounts increased from a benefit during the six months ended 30 June 2014 to a provision for the six months ended 30 June 2015. The increase was primarily a result of additional reserves based on specific review of customer accounts during the six months ended 30 June 2015 and a benefit from adjustments made to provision for doubtful accounts based on the results of historical collection patterns and current collection trends in the same period of 2014. For the six months ended 30 June 2015, the increase in provision for doubtful accounts, repairs and maintenance and operating rental expense, other support services, auditors' remuneration and other operating expenses were offset by reductions in business volume related expense such as gaming promoters' commissions, license fees and cost of sales.

*Depreciation and amortization.* Depreciation and amortization in the six months ended 30 June 2014 increased 8.4% from HK\$485.9 million to HK\$526.9 million in the six months ended 30 June 2015. The increase was primarily due to additional depreciation associated with building improvements of our casino space at Wynn Macau for new VIP gaming rooms.

*Property charges and other.* Property charges and other decreased from HK\$81.0 million in the six months ended 30 June 2014 to HK\$0.3 million in the six months ended 30 June 2015. Amounts in each period represent the gain/loss on the sale of equipment and other asset as well as costs related to assets retired or abandoned as a result of renovating certain assets of Wynn Macau in response to customer preferences and changes in market demand.

As a result of the foregoing, total operating costs and expenses decreased by 31.0%, from HK\$12.3 billion in the six months ended 30 June 2014 to HK\$8.5 billion in the six months ended 30 June 2015.

### **Finance Revenues**

Finance revenues decreased from HK\$73.9 million in the six months ended 30 June 2014 to HK\$18.9 million in the six months ended 30 June 2015. The decrease was primarily due to holding lower average cash balances for the six months ended 30 June 2015 compared to the six months ended 30 June 2014. During 2015 and 2014, our short-term investment strategy has been to preserve capital while retaining sufficient liquidity. The majority of our short-term investments were primarily in time deposits and fixed deposits with a maturity of three months or less.

## Management Discussion and Analysis

### **Finance Costs**

Finance costs increased by 1.5%, from HK\$295.7 million in the six months ended 30 June 2014 to HK\$300.1 million in the six months ended 30 June 2015. Finance costs increased in the six months ended 30 June 2015 primarily due to the issuance of the WML 2021 Notes with the aggregate principal amount of US\$750 million (approximately HK\$5.9 billion) in March 2014 and the drawing of a total of approximately HK\$4.2 billion under the senior secured revolving credit facility during the period from December 2014 through June 2015, partially offset by the increase in capitalized interest related to the construction of Wynn Palace.

### **Interest Rate Swaps**

As required under the terms of the Wynn Macau Credit Facilities, we entered into agreements to swap the interest on our loans from floating to fixed rates. These transactions did not qualify for hedge accounting.

Changes in the fair value of our interest rate swaps are recorded as an increase or decrease in swap fair value during each period. During the six months ended 30 June 2015 and 30 June 2014, we recorded a loss of HK\$44.4 million and a loss of HK\$29.6 million, respectively, resulting from the movement in the fair value of our interest rate swaps.

### **Income Tax Expense**

In the six months ended 30 June 2015, our income tax expense was HK\$3.2 million compared to an income tax expense of HK\$12.5 million in the six months ended 30 June 2014. Our tax expense for the six months ended 30 June 2015 primarily relates to the current tax expense recorded by our subsidiaries owning WRM's shares under the WRM Shareholder Dividend Tax Agreement and a deferred tax benefit resulting from a decrease in the deferred tax liability for property and equipment. In the six months ended 30 June 2014, our income tax expense relates to the current tax expense of our subsidiaries owning WRM's shares under the WRM Shareholder Dividend Tax Agreement and a deferred tax expense resulting from an increase in the deferred tax liability for property and equipment.

### **Net Profit Attributable to Owners of the Company**

As a result of the foregoing, compared to HK\$3.6 billion for the six months ended 30 June 2014, net profit attributable to owners of the Company was HK\$1.4 billion for the six months ended 30 June 2015.

## Management Discussion and Analysis

### LIQUIDITY AND CAPITAL RESOURCES

#### Capital Resources

Since Wynn Macau opened in 2006, we have generally funded our working capital and recurring expenses as well as capital expenditures from cash flow from operations and cash on hand.

Our cash balances as at 30 June 2015 were approximately HK\$2.5 billion. Such cash is available for operations, new development activities, the development of Wynn Palace and enhancements to Wynn Macau and Encore.

Our Wynn Macau Credit Facilities consist of approximately HK\$19.5 billion in a combination of Hong Kong dollar and U.S. dollar facilities, including an approximately HK\$7.4 billion fully funded senior term loan facility and an approximately HK\$12.1 billion senior revolving credit facility. As at 30 June 2015, the Group had approximately HK\$7.8 billion of available borrowing capacity under the Wynn Macau Credit Facilities.

The Company has issued 5.25% fixed rate, unsecured senior notes due 2021 with an aggregate principal amount of US\$1.35 billion (approximately HK\$10.5 billion) for working capital requirement and general corporate purposes.

## Management Discussion and Analysis

### Gearing Ratio

The gearing ratio is a key indicator of our Group's capital structure. The gearing ratio is net debt divided by total capital plus net debt. The table below presents the calculation of our gearing ratio as at 30 June 2015 and 31 December 2014.

	As at	
	30 June 2015 HK\$	31 December 2014 HK\$
	(in thousands except for percentages)	
Interest-bearing borrowings	21,830,632	18,604,658
Accounts payable	1,592,279	2,008,724
Land premiums payable	245,005	363,044
Other payables and accruals	4,751,939	5,406,607
Construction retentions payable	305,970	402,898
Amounts due to related companies	162,472	159,198
Other liabilities	202,590	137,321
Less: cash and cash equivalents	(2,452,995)	(10,789,890)
restricted cash and cash equivalents	(14,130)	(7,580)
<b>Net debt</b>	<b>26,623,762</b>	<b>16,284,980</b>
Equity	3,092,290	7,043,713
<b>Total capital</b>	<b>3,092,290</b>	<b>7,043,713</b>
<b>Capital and net debt</b>	<b>29,716,052</b>	<b>23,328,693</b>
<b>Gearing ratio</b>	<b>89.6%</b>	<b>69.8%</b>

## Management Discussion and Analysis

### Cash Flows

The following table presents a summary of the Group's cash flows for the six months ended 30 June 2015 and 2014.

	For the Six Months Ended	
	30 June	
	2015	2014
	HK\$	HK\$
	(in millions)	
Net cash generated from operating activities	438.0	2,897.4
Net cash used in investing activities	(6,140.1)	(1,314.5)
Net cash (used in) generated from financing activities	(2,637.7)	447.7
Net (decrease) increase in cash and cash equivalents	(8,339.8)	2,030.6
Cash and cash equivalents at beginning of period	10,789.9	14,130.4
Effect of foreign exchange rate changes, net	2.9	(13.7)
Cash and cash equivalents at end of period	2,453.0	16,147.3

#### ***Net cash generated from operating activities***

Our net cash generated from operating activities is primarily affected by operating profit generated by our Macau Operations and changes in our working capital. Net cash from operating activities was HK\$0.4 billion for the six months ended 30 June 2015, compared to HK\$2.9 billion for the six months ended 30 June 2014. Operating profit was HK\$1.8 billion for the six months ended 30 June 2015, compared to HK\$3.9 billion for the six months ended 30 June 2014. The decline in net cash from operating activities was primarily attributable to the decrease in operating profit, as well as unfavorable changes in working capital.

#### ***Net cash used in investing activities***

Net cash used in investing activities was HK\$6.1 billion for the six months ended 30 June 2015, compared to net cash used in investing activities of HK\$1.3 billion for the six months ended 30 June 2014.

## Management Discussion and Analysis

Major expenditures in the six months ended 30 June 2015 included capital expenditures of HK\$6.2 billion for both Wynn Palace construction costs and renovations to enhance and refine the Macau Operations. Major expenditures in the six months ended 30 June 2014 included capital expenditures of HK\$3.0 billion for both Wynn Palace construction costs and renovations to enhance and refine the Macau Operations, partially offset by a HK\$1.6 billion reduction in restricted cash.

### **Net cash (used in) generated from financing activities**

Net cash used in financing activities was HK\$2.6 billion during the six months ended 30 June 2015, compared to HK\$447.7 million net cash from financing activities during the six months ended 30 June 2014.

During the six months ended 30 June 2015, the net cash used in financing activities was primarily due to a HK\$5.4 billion special dividend payment made in March 2015, HK\$248.7 million for interest payments and a HK\$118.0 million payment for land premiums, partially offset by receipts of HK\$3.2 billion in proceeds from the senior revolving credit facility. During the six months ended 30 June 2014, the net cash from financing activities was primarily due to the Company's receipt of HK\$5.9 billion in proceeds from the WML 2021 Notes, partially offset by a HK\$5.1 billion dividend payment made in June 2014.

### **Indebtedness**

The following table presents a summary of our indebtedness as at 30 June 2015 and 31 December 2014.

#### *Indebtedness information*

	As at	
	30 June 2015 HK\$	31 December 2014 HK\$
	(in thousands)	
Bank loans	11,609,090	8,417,922
Senior notes	10,503,014	10,512,077
Less: debt financing costs, net	(281,472)	(325,341)
<b>Total interest-bearing borrowings</b>	<b>21,830,632</b>	<b>18,604,658</b>

The Group had approximately HK\$7.8 billion available to draw under the Wynn Macau Credit Facilities as at 30 June 2015.

## Management Discussion and Analysis

### **Wynn Macau Credit Facilities**

#### *Overview*

As at 30 June 2015, the Wynn Macau Credit Facilities consisted of approximately HK\$19.5 billion in a combination of Hong Kong dollar and U.S. dollar facilities, including an approximately HK\$7.4 billion fully funded senior term loan facility and an approximately HK\$12.1 billion senior revolving credit facility. The facilities may be used for a variety of purposes, including investment in our Wynn Palace project, further enhancements at our resort and general corporate purposes.

The HK\$7.4 billion equivalent term loan facility matures in July 2018 with the principal amount of the term loan to be repaid in two installments in July 2017 and July 2018. The final maturity for the revolving credit facility is July 2017, by which date any outstanding revolving loans must be repaid. The senior secured facilities bear interest at a rate of LIBOR or HIBOR plus a margin of between 1.75% and 2.50% depending on WRM's leverage ratio.

#### *Security and Guarantees*

Borrowings under the Wynn Macau Credit Facilities are guaranteed by Palo and by certain subsidiaries of the Company that own equity interests in WRM, and are secured by substantially all of the assets of WRM, the equity interests in WRM and substantially all of the assets of Palo. With respect to the Concession Agreement and WRM's land concession agreement, the WRM lenders have certain cure rights and consultation rights with the Macau government in the event of an enforcement action by the lenders.

#### *Second Ranking Lender*

WRM is also party to a bank guarantee reimbursement agreement with Banco National Ultramarino S.A. to secure a guarantee in favor of the Macau government as required under the Concession Agreement. The amount of this guarantee is MOP300 million (approximately HK\$291.3 million) and it lasts until 180 days after the end of the term of the Concession Agreement. The guarantee assures WRM's performance under the Concession Agreement, including the payment of certain premiums, fines and indemnities for breach. The guarantee is secured by a second priority security interest in the same collateral package securing the Wynn Macau Credit Facilities.

## Management Discussion and Analysis

### *Other Terms*

The Wynn Macau Credit Facilities contain representations, warranties, covenants and events of default customary for casino development financings in Macau. The Directors confirm that there is no non-compliance with the financial covenants or general covenants contained in the Wynn Macau Credit Facilities.

The Company is not a party to the credit facilities agreement and related agreements and has no rights or obligations thereunder.

### **WML 2021 Notes**

The Company has issued 5.25% fixed rate, unsecured senior notes due on 15 October 2021 with an aggregate principal amount of US\$1.35 billion (approximately HK\$10.5 billion). The Company may use the net proceeds from the offering of the WML 2021 Notes for working capital requirements and general corporate purposes. The WML 2021 Notes are listed on the Hong Kong Stock Exchange.

### **QUANTITATIVE AND QUALITATIVE DISCLOSURE ABOUT MARKET RISK**

Market risk is the risk of loss arising from adverse changes in market rates and conditions, such as interest rates, and foreign currency exchange rates.

#### **Foreign Currency Exchange Risks**

The financial statements of foreign operations are translated into Hong Kong dollars, the Company's functional and presentation currency, for incorporation into the condensed consolidated financial information. The majority of our assets and liabilities are denominated in U.S. dollars, Hong Kong dollars and Macau patacas, and there are no significant assets and liabilities denominated in other currencies. Assets and liabilities are translated at the prevailing foreign exchange rates in effect at the end of the reporting period. Income, expenditures and cash flow items are measured at the actual foreign exchange rates or average foreign exchange rates for the period. The Hong Kong dollar is linked to the U.S. dollar and the exchange rate between these two currencies has remained relatively stable over the past several years. The Macau pataca is pegged to the Hong Kong dollar, and in many cases the two currencies are used interchangeably in Macau. However, the exchange linkages of the Hong Kong dollar and the Macau pataca, and the Hong Kong dollar to the U.S. dollar, are subject to potential changes due to, among other things, changes in governmental policies and international economic and political developments.

## Management Discussion and Analysis

### Interest Rate Risks

One of our primary exposures to market risk is interest rate risk associated with our credit facilities, which bear interest based on floating rates. We attempt to manage interest rate risk by managing the mix of long-term fixed rate borrowings and variable rate borrowings supplemented by hedging activities as considered necessary. We cannot assure you that these risk management strategies will have the desired effect, and interest rate fluctuations could have a negative impact on our results of operations.

As at 30 June 2015, the Group had three interest rate swap agreements intended to manage the underlying interest rate risk on borrowings under the Wynn Macau Credit Facilities. Under two swap agreements, the Group pays a fixed interest rate of 0.73% on borrowings of approximately HK\$3.95 billion incurred under the Wynn Macau Credit Facilities in exchange for receipts on the same amount at a variable interest rate based on the applicable HIBOR at the time of payment. These interest rate swaps fix the all-in interest rate on approximately HK\$3.95 billion of borrowings under the Wynn Macau Credit Facilities at 2.48% to 3.23% and expire in July 2017.

Under the third swap agreement, the Group pays a fixed rate of 0.6763% on borrowings of US\$243.8 million (approximately HK\$1.8 billion) incurred under the Wynn Macau Credit Facilities in exchange for receipts on the same amount at a variable interest rate based on the applicable LIBOR at the time of payment. This interest rate swap fixes the all-in interest rate on the US\$243.8 million (approximately HK\$1.8 billion) of borrowings under the Wynn Macau Credit Facilities at 2.43% to 3.18% and expires in July 2017.

The carrying values of these interest rate swaps on the condensed consolidated statement of financial position approximates their fair values. The fair value approximates the amount the Group would pay if these contracts were settled at the respective valuation dates. Fair value is estimated based upon current, and predictions of future interest rate levels along a yield curve, the remaining duration of the instruments and other market conditions and, therefore, is subject to significant estimation and a high degree of variability of fluctuation between periods. We adjust this amount by applying a non-performance valuation, considering our creditworthiness or the creditworthiness of our counterparties at each settlement date, as applicable. These transactions do not qualify for hedge accounting. Accordingly, changes in the fair values during the six months ended 30 June 2015 and 2014, were charged to the condensed consolidated statement of profit or loss and other comprehensive income.

To the extent there are liabilities of Wynn Macau under the swap agreement, such liabilities are secured by the same collateral package securing the Wynn Macau Credit Facilities.

## Management Discussion and Analysis

### OFF BALANCE SHEET ARRANGEMENTS

We have not entered into any transactions with special purpose entities nor do we engage in any transactions involving derivatives except for interest rate swaps. We do not have any retained or contingent interest in assets transferred to an unconsolidated entity.

### OTHER LIQUIDITY MATTERS

We expect to fund our operations and capital expenditure requirements from operating cash flows, cash on hand and availability under the Wynn Macau Credit Facilities. However, we cannot be sure that operating cash flows will be sufficient for those purposes. We may refinance all or a portion of our indebtedness on or before maturity. We cannot be sure that we will be able to refinance any of the indebtedness on acceptable terms or at all.

New business developments (including our development of Wynn Palace) or other unforeseen events may occur, resulting in the need to raise additional funds. There can be no assurances regarding the business prospects with respect to any other opportunity. Any other development would require us to obtain additional financing.

In the ordinary course of business, in response to market demands and client preferences, and in order to increase revenues, we have made and will continue to make enhancements and refinements to our resort. We have incurred and will continue to incur capital expenditures related to these enhancements and refinements.

Taking into consideration our financial resources, including our cash and cash equivalents, internally generated funds and availability under the Wynn Macau Credit Facilities, we believe that we have sufficient liquid assets to meet our current and anticipated working capital and operating requirements.

### RELATED PARTY TRANSACTIONS

For details of the related party transactions, see note 17 to the Interim Financial Information. Our Directors confirm that all related party transactions are conducted on normal commercial terms, and that their terms are fair and reasonable.

## Directors and Senior Management

### OUR DIRECTORS

The following table presents certain information in respect of the members of our Board.

#### Members of our Board

Name	Age	Position	Date of Appointment as a Director
Stephen A. Wynn	73	Chairman of the Board, Executive Director and Chief Executive Officer	16 September 2009
Gamal Mohammed Abdelaziz	58	Executive Director and President	29 March 2014
Linda Chen	48	Executive Director and Chief Operating Officer	16 September 2009
Ian Michael Coughlan	56	Executive Director	16 September 2009
Matthew O. Maddox	39	Non-executive Director	28 March 2013
Allan Zeman, <i>GBM, GBS, JP</i>	67	Vice-chairman of the Board and Independent Non-executive Director	16 September 2009
Jeffrey Kin-fung Lam, <i>GBS, JP</i>	63	Independent Non-executive Director	16 September 2009
Bruce Rockowitz	56	Independent Non-executive Director	16 September 2009
Nicholas Sallnow-Smith	65	Independent Non-executive Director	16 September 2009

The biography of each Director is set out below:

#### Executive Directors

**Mr. Stephen A. Wynn**, aged 73, has been a Director of the Company since its inception and an executive Director, the Chairman of the Board of Directors and Chief Executive Officer of the Company since 16 September 2009. Mr. Wynn was also the President of the Company from September 2009 to January 2014. Mr. Wynn has served as Director, Chairman and Chief Executive Officer of WRM since October 2001. Mr. Wynn has also served as Chairman and Chief Executive Officer of Wynn Resorts, Limited since June 2002. Mr. Wynn has over 40 years of experience in the gaming casino industry. From April 2000 to September 2002, Mr. Wynn was the managing member

## Directors and Senior Management

of Valvino Lamore, LLC, the predecessor and a current wholly-owned subsidiary of Wynn Resorts, Limited. Mr. Wynn also serves as an officer and/or director of several subsidiaries of Wynn Resorts, Limited. Mr. Wynn served as Chairman, President and Chief Executive Officer of Mirage Resorts, Inc. and its predecessor, Golden Nugget Inc., between 1973 and 2000. Mr. Wynn developed and opened The Mirage, Treasure Island and Bellagio in 1989, 1993 and 1998, respectively. In 2011, Barron's ranked Mr. Wynn as one of the world's 30 best CEOs.

**Mr. Gamal Mohammed Abdelaziz**, aged 58, is the President of the Company and has been an executive Director of the Company since 29 March 2014. Mr. Aziz also serves as President and Chief Operating Officer of Wynn Resorts Development LLC, a subsidiary of Wynn Resorts, Limited. Prior to joining Wynn Resorts Development LLC, Mr. Aziz served as President and Chief Executive Officer of MGM Hospitality, LLC, a division of MGM Resorts International, where he was responsible for developing and operating luxury hotels throughout the world under the Bellagio, MGM Grand and Skylofts brands. Prior to that, Mr. Aziz served as President and Chief Operating Officer of MGM Grand Hotel & Casino in Las Vegas; and as Senior Vice President of the Bellagio Hotel and Resort in Las Vegas. In addition, Mr. Aziz has held senior management roles at various hotels and gaming properties in the United States, including Caesars Palace in Las Vegas, The Plaza Hotel in New York City, the Westin Hotel in Washington, D.C., and the St. Francis in San Francisco. Mr. Aziz is more widely known as "Gamal Aziz" and is typically referred to as such in the Company's communications.

**Ms. Linda Chen**, aged 48, has been an executive Director and the Chief Operating Officer of the Company since 16 September 2009, Chief Operating Officer of WRM since June 2002. Ms. Chen is responsible for the marketing and strategic development of WRM. Ms. Chen served as a director of Wynn Resorts, Limited from October 2007 to December 2012 and is the President of WIML. In these positions, she is responsible for the set-up of international marketing operations of Wynn Resorts, Limited. Prior to joining the Group, Ms. Chen was Executive Vice President — International Marketing at MGM Mirage, a role she held from June 2000 until May 2002, and was responsible for the international marketing operations for MGM Grand, Bellagio and The Mirage. Prior to this position, Ms. Chen served as the Executive Vice President of International Marketing for Bellagio and was involved with its opening in 1998. She was also involved in the opening of the MGM Grand in 1993 and The Mirage in 1989. Ms. Chen is also a member of the Nanjing Committee of the Chinese People's Political Consultative Conference (Macau). Ms. Chen holds a Bachelor of Science Degree in Hotel Administration from Cornell University in 1989 and completed the Stanford Graduate School of Business Executive Development Program in 1997.

## Directors and Senior Management

**Mr. Ian Michael Coughlan**, aged 56, has been an executive Director of the Company since 16 September 2009. Mr. Coughlan is also the President of WRM, a position he has held since July 2007. In this role, he is responsible for the entire operation and development of Wynn Macau. Prior to this role, Mr. Coughlan was Director of Hotel Operations — Worldwide for Wynn Resorts, Limited. Mr. Coughlan has over 30 years of hospitality experience with leading hotels across Asia, Europe and the United States. Before joining Wynn Resorts, Limited, he spent ten years with The Peninsula Group, including posts as General Manager of The Peninsula Hong Kong from September 2004 to January 2007, and General Manager of The Peninsula Bangkok from September 1999 to August 2004. His previous assignments include senior management positions at The Oriental Singapore, and a number of Ritz-Carlton properties in the United States. Mr. Coughlan holds a Diploma from Shannon College of Hotel Management, Ireland.

### **Non-executive Director**

**Mr. Matthew O. Maddox**, aged 39, was appointed as a non-executive Director of the Company and a member of the Remuneration Committee on 28 March 2013. Since November 2013, he has served as the President of Wynn Resorts, Limited. From March 2008 to May 2014, Mr. Maddox was the Chief Financial Officer of Wynn Resorts, Limited. Since joining Wynn Resorts in 2002, Mr. Maddox has served as Wynn Resorts' Senior Vice President of Business Development and Treasurer, as the Senior Vice President of Business Development for Wynn Las Vegas, LLC, as the Chief Financial Officer of WRM, and as Wynn Resorts' Treasurer and Vice President-Investor Relations. Mr. Maddox also serves as an officer of several subsidiaries of Wynn Resorts, Limited. Prior to joining Wynn Resorts, Limited in 2002, Mr. Maddox worked in Corporate Finance for Caesars Entertainment, Inc. (formerly Park Place Entertainment, Inc.). Before joining Park Place Entertainment, Mr. Maddox worked as an investment banker for Bank of America Securities in the Mergers and Acquisitions Department.

## Directors and Senior Management

### Independent non-executive Directors

**Dr. Allan Zeman, GBM, GBS, JP**, aged 67, has been a Director of the Company since its inception and a non-executive Director of the Company since 16 September 2009 and is the Vice Chairman of the Company. Effective from 29 March 2014, Dr. Zeman became an independent non-executive Director of the Company. He was also a non-executive director of Wynn Resorts, Limited, from October 2002 to December 2012. Dr. Zeman founded The Colby International Group in 1975 to source and export fashion apparel to North America. In late 2000, The Colby International Group merged with Li & Fung Limited. Dr. Zeman is the Chairman of Lan Kwai Fong Holdings Limited. He is also the owner of Paradise Properties Group, a property developer in Thailand. Dr. Zeman was also Chairman of Ocean Park, a major theme park in Hong Kong, from July 2003 to June 2014.

Dr. Zeman is Vice Patron of Hong Kong Community Chest, and serves as a director of the "Star" Ferry Company, Limited. Dr. Zeman also serves as an independent non-executive director of Pacific Century Premium Developments Limited, Sino Land Company Limited, Tsim Sha Tsui Properties Limited, Television Broadcasts Limited (TVB) and Global Brands Group Holding Limited, all of which are listed on the Hong Kong Stock Exchange.

Having lived in Hong Kong for over 40 years, Dr. Zeman has been very involved in government services as well as community activities. Besides having been the Chairman of Hong Kong Ocean Park from July 2003 to June 2014, he is also a member of the General Committee of the Hong Kong General Chamber of Commerce and Hong Kong China's representative to the Asia-Pacific Economic Cooperation (APEC) Business Advisory Council ("ABAC HK Members"). Dr. Zeman also serves as a Member of the Board of West Kowloon Cultural District Authority, and the chairman of its Performing Arts Committee. He is also the member of the Economic Development Commission Working Group on Convention and Exhibition Industries and Tourism of the Government of Hong Kong. In June 2015, Dr. Zeman was appointed as a Board Member of the Airport Authority of Hong Kong. In September 2014, Dr. Zeman was invited by former HKSAR Chief Executive Mr. CH Tung, as a Special Advisor to his Our Hong Kong Foundation, which dedicated to promoting the long-term and overall interests of HK.

In 2001, Dr. Zeman was appointed a Justice of the Peace in Hong Kong. He was awarded the Gold Bauhinia Star in 2004 and the Grand Bauhinia Medal in 2011. In 2012, he was awarded Honorary Doctorate Degrees of Business Administration from City University of Hong Kong and University of Science and Technology of Hong Kong.

## Directors and Senior Management

**Mr. Jeffrey Kin-fung Lam, GBS, JP**, aged 63, has been an independent non-executive Director of the Company since 16 September 2009. Mr. Lam was appointed as a non-official member of the Hong Kong Executive Council in October 2012. Mr. Lam is also a member of the National Committee of the Chinese People's Political Consultative Conference, a member of the Hong Kong Legislative Council, the Chairman of the Assessment Committee of Mega Events Funds, a member of the board of Hong Kong Airport Authority, a member of the Fight Crime Committee in Hong Kong, a member of Independent Commission Against Corruption (ICAC) Complaints Committee and the Chairman of Aviation Security Company Limited. Mr. Lam is also a General Committee Member of the Hong Kong General Chamber of Commerce and the Vice-Chairman of The Hong Kong Shippers' Council. In addition, Mr. Lam is an independent non-executive director of CC Land Holdings Limited, China Overseas Grand Oceans Group Limited, Bracell Limited (formerly known as Sateri Holdings Limited), Chow Tai Fook Jewellery Group Limited and HNA International Investment Holdings Limited (formerly Shougang Concord Technology Holdings Ltd.), all of which are listed on the Hong Kong Stock Exchange. Mr. Lam was also an independent non-executive director of Hsin Chong Construction Group Ltd. from August 2002 to May 2014.

In 1996, Mr. Lam was appointed Justice of the Peace in Hong Kong and became a member of the Most Excellent Order of the British Empire. He was awarded the honor of the Gold Bauhinia Star in July 2011 and the Silver Bauhinia Star in 2004. Mr. Lam was conferred University Fellow of Tufts University in the United States and Hong Kong Polytechnic University in 1997 and in 2000, respectively.

**Mr. Bruce Rockowitz**, aged 56, has been an independent non-executive Director of the Company since 16 September 2009. Mr. Rockowitz has been appointed as the Chief Executive Officer, Vice Chairman and Executive Director of Global Brands Group Holding Limited, a company spun off from Li & Fung Limited and listed on the Hong Kong Stock Exchange in July 2014. Mr. Rockowitz joined Li & Fung Limited as Executive Director in 2001 until June 2014. He was the President of the Li & Fung Group from 2004 to 2011, and Group President and Chief Executive Officer from 2011 to June 2014. He was also the co-founder and Chief Executive Officer of Colby International Limited, a large Hong Kong buying agent, prior to its acquisition by Li & Fung in 2000. In addition to his positions at Li & Fung and Global Brands Group, Mr. Rockowitz is the non-executive director of The Pure Group, a lifestyle, fitness and yoga group operating in Hong Kong, Singapore, Taiwan and mainland China. He is a member of the Advisory Board for the Wharton School's Jay H Baker Retailing Center, an industry research center for retail at the University of Pennsylvania. He is also a board member of the Education Foundation for Fashion Industries, the private fund-raising arm of the Fashion Institute of Technology, New York. In March 2012, he became a member of the Global Advisory Council of the Women's Tennis Association (WTA). In 2008, Mr. Rockowitz was ranked first by Institutional Investor for Asia's Best CEOs in the consumer category. In the years 2010 and 2011, he was also

## Directors and Senior Management

ranked as one of the world's 30 best CEOs by Barron's. In 2011, he was presented with the Alumni Achievement Award by the University of Vermont. In 2012, Mr. Rockowitz was named Asia's Best CEO at Corporate Governance Asia's Excellence Recognition Awards, and he was also presented with an Asian Corporate Director Recognition Award by the same organization in 2012 and 2013.

**Mr. Nicholas Sallnow-Smith**, aged 65, has been an independent non-executive Director of the Company since 16 September 2009. Mr. Sallnow-Smith has also served as the Chairman and an independent non-executive director of Link Asset Management Limited (formerly The Link Management Limited) since April 2007 and is also Chairman of Link Asset Management Limited's Finance and Investment, and Nominations Committees. Link Asset Management Limited is the manager to Link Real Estate Investment Trust (formerly The Link Real Estate Investment Trust), which is listed on the Hong Kong Stock Exchange. Mr. Sallnow-Smith is also a non-executive director of Unitech Corporate Parks Plc., a company listed on the London Stock Exchange in the Alternative Investment Market ("AIM") and a non-executive director of Aviva Life Insurance Company Limited in Hong Kong. Prior to joining Link Asset Management Limited, Mr. Sallnow-Smith was Chief Executive of Hongkong Land Holdings Limited from February 2000 to March 2007. He has a wide ranging finance background in Asia and the United Kingdom for over 30 years, including his roles as Finance Director of Hongkong Land Holdings Limited from 1998 to 2000 and as Group Treasurer of Jardine Matheson Limited from 1993 to 1998.

Mr. Sallnow-Smith's early career was spent in the British Civil Service, where he worked for Her Majesty's Treasury in Whitehall, London from 1975 to 1985. During that time, he was seconded for two years to Manufacturers Hanover London, working in export finance and in their merchant banking division, Manufacturers Hanover Limited. He left the Civil Service in 1985, following a period working in the International Finance section of H. M. Treasury on Paris Club and other international debt policy matters, and spent two years with Lloyds Merchant Bank before moving into the corporate sector in 1987. Mr. Sallnow-Smith served as the Convenor of the Hong Kong Association of Corporate Treasurers from 1996 to 2000, as Chairman of the Matilda Child Development Centre in 1994 and 1995 and as Chairman of the Matilda International Hospital from 2003 to 2005.

He is the Chairman of the Hong Kong Youth Arts Foundation, a member of the Council of the Treasury Markets Association (Hong Kong Association of Corporate Treasurers Representative), and the Chairman of Manpower Committee of the Hong Kong General Chamber of Commerce. He was the Chairman of the General Committee of The British Chamber of Commerce in Hong Kong from 2012 to 2014. He is also a director of The Photographic Heritage Foundation Hong Kong, of The East Asian History of Science Foundation, and a Councillor of the Foundation for the Arts and Music in Asia Limited. He has been a member of the Financial Reporting Council of Hong Kong since December 2012. Mr. Sallnow-Smith was educated at Gonville & Caius College, Cambridge, and the University of Leicester and is a Fellow of the Association of Corporate Treasurers. He holds M.A. (Cantab) and M.A. (Soc. of Ed.) Degrees.

## Directors and Senior Management

### OUR SENIOR MANAGEMENT

The following table presents certain information concerning the senior management personnel of the Group (other than our Executive Directors).

#### Senior management

##### *Wynn Resorts (Macau) S.A.*

Name	Age	Position
Frank Xiao	47	President — Marketing
Jay M. Schall	42	Senior Vice President and General Counsel#, Senior Vice President — Legal

##### *Wynn Macau*

Name	Age	Position
Charlie Ward	66	Executive Vice President — Casino Operations
Frank Anthony Cassella	38	Senior Vice President — Chief Financial Officer
Mo Yin Mok	54	Senior Vice President — Human Resources
Craig Arthur Raymond Mitchell	54	Assistant Vice President — Slot Operations
Rory McGregor Forbes	45	Executive Director — Security Operations

##### *Wynn Palace*

Name	Age	Position
Frederic Jean-Luc Luvisutto	43	Chief Operating Officer
Robert Alexander Gansmo	45	Senior Vice President — Chief Financial Officer
Peter James Barnes	56	Senior Vice President — Security & Corporate Investigation#
Dianne Fiona Dennehy	59	Senior Vice President — Main Floor Gaming
Mao Ling Yeung	43	Senior Vice President — Human Resources
Dennis Hudson	55	Vice President — Wynn Club Gaming

## Directors and Senior Management

### *Wynn Design and Development*

Name	Age	Position
Michael Derrington Harvey	65	President — Wynn Design and Development, Asia

Notes:

# Position held in the Company.

The biography of each member of the senior management team (other than our executive Directors) is set out below:

**Mr. Frank Xiao**, aged 47, is the President — Marketing of WRM, a position he has held since October 2012. Prior to this position, Mr. Xiao was the Senior Executive Vice President — Premier Marketing between August 2006 and October 2012. Mr. Xiao is responsible for providing leadership and guidance to the marketing team and staff, developing business for and promoting Wynn Macau. Prior to this position, Mr. Xiao was the Senior Executive Vice President — China Marketing for WIML and Worldwide Wynn between 2005 until 2006. Prior to joining the Group, Mr. Xiao was the Senior Vice President of Far East Marketing at MGM Grand Hotel. During his 12 years at the MGM Grand Hotel, he was promoted several times from his first position as Far East Marketing Executive in 1993. Mr. Xiao holds a Bachelor of Science Degree in Hotel Administration and a Master's Degree in Hotel Administration from the University of Nevada, Las Vegas.

**Mr. Jay M. Schall**, aged 42, is the Senior Vice President and General Counsel of the Company and Senior Vice President — Legal of WRM. He has held senior legal positions with WRM since May 2006. Mr. Schall has over fifteen years of experience in the legal field, including over ten years in Macau and Hong Kong. Prior to joining the Group, Mr. Schall practiced United States law at a major law firm in the United States and in Hong Kong. Mr. Schall is a member of the State Bar of Texas. Mr. Schall holds a Bachelor of Arts Degree from Colorado College, an MBA from Tulane University, Freeman School of Business and a Juris Doctor (magna cum laude, Order of the Coif) from Tulane University School of Law.

## Directors and Senior Management

**Mr. Charlie Ward**, aged 66, is Wynn Macau Executive Vice President — Casino Operations, a position he has held since 1 March 2012. Mr. Ward is responsible for providing leadership and operational direction for Wynn Macau gaming operations. Mr. Ward has more than 40 years of experience in the gaming industry, having served at gaming companies including MGM and Wynn. Over his career Mr. Ward has gained experience in a wide range of assignments including customer/VIP relations, game protection and casino set up, opening and operations. Prior to this position, Mr. Ward held the position of Vice President of Table Games at Wynn | Encore Las Vegas between 2008 and 2012. Prior to this position, Mr. Ward was at MGM Grand Hotel and Casino for 14 years and in 2007 was promoted to the pre-opening team of MGM Grand Macau as Vice President of VIP Gaming.

**Mr. Frank Anthony Cassella**, aged 38, is the Wynn Macau Senior Vice President — Chief Financial Officer, a position he has held since January 2014. Mr. Cassella is responsible for the management and administration of Wynn Macau finance division. Prior to this position, Mr. Cassella worked at Wynn Resorts, Limited since 2006, most recently as the Executive-Director of Financial Reporting. Prior to joining Wynn Resorts, Limited, Mr. Cassella practiced as a certified public accountant with firms in Las Vegas and New York, including PricewaterhouseCoopers and KPMG. Mr. Cassella graduated from the Pennsylvania State University, where he obtained a Bachelor of Science Degree in Accounting.

**Ms. Mo Yin Mok**, aged 54, is the Wynn Macau Senior Vice President — Human Resources, a position she has held since June 2014. Ms. Mok has an extensive 20-year background in hospitality and human resources, primarily in the luxury hotel sector at The Regent Four Seasons Hong Kong and The Peninsula Hong Kong. Prior to joining the Group, she led The Peninsula Group's worldwide human resources team and, in her position, supported eight Peninsula hotels with more than 5,000 staff, and orchestrated human resources activities for the opening of The Peninsula Tokyo. Ms. Mok also served at the front lines of the hospitality industry as the Director of Rooms Division at The Peninsula Hong Kong with responsibility for front office, housekeeping, security and spa departments. Ms. Mok currently serves on the Future Students and Placement Advisory Committee of the University of Macau and is a panel member of the Hong Kong Council for Accreditation of Academic and Vocational Qualifications.

Ms. Mok holds a Bachelor of Science Degree in Hospitality Management from Florida International University in the United States, where she received a Rotary International Ambassadorial Scholarship. She also obtained an MBA from the Chinese University of Hong Kong.

## Directors and Senior Management

**Mr. Craig Arthur Raymond Mitchell**, aged 54, is the Wynn Macau Assistant Vice President — Slot Operations, a position he has held since June 2011. Mr. Mitchell is responsible for providing leadership and guidance to the slot department management team and staff. This includes establishing the operational structure, instituting departmental policies and procedures, developing slot merchandising strategies, and projecting and evaluating the revenues and expenses of the department. Prior to this position, Mr. Mitchell was the Director — Slot Operations between June 2008 and May 2011 and a Shift Manager of Slots between June 2006 and May 2008. Mr. Mitchell held management roles in various hospitality-related businesses prior to joining the Group including Gaming Manager at a Rugby Super League Club in Sydney which had 300 slot machines. From 1989, he was Operations Manager and Duty Manager at Balmain Leagues Club (Tigers), Australia. Mr. Mitchell has attended the Gaming Executive Development Program at the University of Nevada, United States.

**Mr. Rory McGregor Forbes**, aged 45, is the Wynn Macau Executive Director — Security Operations, a position he has held since 10 July 2014. Mr. Forbes is responsible for all aspects of WRM's security. Prior to joining the Group, Mr. Forbes served in the Royal Hong Kong Police Force, where he enjoyed a decorated 13-year career, rising to the rank of Senior Inspector. He then spent four and a half years with The HALO Trust which specializes in mine clearance and destruction of explosive ordnance in conflict zones. Immediately prior to joining Wynn Macau, Mr. Forbes was Associate Director of Security at Venetian Macau. Mr. Forbes speaks five languages and has professional experience in executive and VIP security, crowd management and public order control. Mr. Forbes holds a Bachelor Degree in Modern Chinese and Business Studies and a Master of Science Degree in Public Policy and Management. Mr. Forbes also completed the Chinese Public Security Bureau University course in Beijing, China and the Senior Police Administration Course in Ottawa, Canada.

**Mr. Frederic Jean-Luc Luvisutto**, aged 43, is the Wynn Palace Chief Operating Officer, a position he has held since January 2014. Prior to this position, Mr. Luvisutto was the Managing Director of the Star Resort and Casino in Sydney, Australia. Before this he was the Managing Director of Jupiters Resort and Casino, Gold Coast, Australia. Mr. Luvisutto's hospitality and gaming career spans 18 years and also includes appointments as Vice President of The Signature at MGM Grand in Las Vegas and Vice President — Hotel Operations at Monte Carlo Resort and Casino in Las Vegas. Mr. Luvisutto graduated from the Lausanne Hotel Management School, Switzerland.

**Mr. Robert Alexander Gansmo**, aged 45, is the Wynn Palace Senior Vice President — Chief Financial Officer, a position he has held since January 2014. Prior to this position, Mr. Gansmo was the Senior Vice President — Chief Financial Officer of Wynn Macau from April 2009 to January 2014, and the Director — Finance of Wynn Macau, a position he assumed in January 2007. Mr. Gansmo is responsible for the management and administration of Wynn Palace's finance division. Before joining

## Directors and Senior Management

WRM, Mr. Gansmo worked at Wynn Resorts, Limited, where he served as the Director of Financial Reporting from November 2002. Prior to joining Wynn Resorts, Limited, Mr. Gansmo practiced as a certified public accountant with firms in Las Vegas, Washington and California, including KPMG Peat Marwick, Arthur Andersen, and Deloitte and Touche. Mr. Gansmo graduated in 1993 from California State University, Chico, where he obtained a Bachelor of Science Degree in Business Administration with a focus on accounting.

**Mr. Peter James Barnes**, aged 56, is the Wynn Palace Senior Vice President — Security and Corporate Investigations, a position he has held since May 2015. Mr. Barnes is responsible for all aspects of security and corporate investigations. Mr. Barnes also served as Executive Director — Security & Corporate Investigations of WRM between July 2008 and June 2012. Between July 2012 and April 2015, Mr. Barnes was Vice President Corporate Security at Galaxy Entertainment Group Limited. Mr. Barnes has 30 years of experience in the Hong Kong Police Force and has held various managerial positions involving serious crimes, homicide, organized crime and anti-riot operations. Mr. Barnes' experience includes serving as the Divisional Commander in charge of uniformed and criminal investigation department officers in Tsimshatsui, Hong Kong, a position he held from 2004 until 2005 when he was promoted to the rank of Detective Senior Superintendent of Police in the Kowloon East region. Mr. Barnes has professional qualifications which cover security design, financial investigations, intermediate and senior command, criminal intelligence and surveillance operations. Mr. Barnes completed the 205th Session of the Federal Bureau of Investigation's National Academy Program in Quantico, Virginia, United States. Mr. Barnes was awarded the Commanding Officer's Commendations in 1983 and 1997.

**Ms. Dianne Fiona Dennehy**, aged 59, is the Wynn Palace Senior Vice President — Main Floor Gaming, a position she has held since January 2015. Ms. Dennehy is responsible for leading and overseeing Wynn Palace's Main Floor Gaming division. Prior to this position, she was the Vice President — Main Floor Gaming from September 2011 to December 2014, from September 2010 to August 2011 she was the Assistant Vice President — Main Floor Gaming, and from September 2005 through August 2010 she was the Director — Main Floor Gaming. Ms. Dennehy was responsible for the overall operations of Wynn Macau main floor table games operation. Ms. Dennehy has over 40 years of experience in the casino industry and has experience in such areas as table games operations, card room operations, cash desk, slots, VIP, guest relations, human resources, and training and development. Prior to joining the Group, Ms. Dennehy was involved in the opening of a number of the casino properties in Australia, and has also opened properties in Sri Lanka, Yugoslavia and Egypt. She also has six years of experience in human resources, which she gained as the Human Resources Operations Manager at Star City, Sydney, Australia.

## Directors and Senior Management

**Ms. Mao Ling Yeung**, aged 43, is the Wynn Palace Senior Vice President — Human Resources, a position she has held since June 2015. Ms. Yeung has over 19 years of all-round human resources and organization development experience in various sectors including hospitality, luxury retail, and property within the Asia Pacific region. Ms. Yeung is responsible for overseeing and leading the human resources function of Wynn Palace. Prior to joining the Group, Ms. Yeung held various strategic human resources leadership positions in such multinational organizations, such as SSP Asia Pacific Limited, Swire Properties Limited, Swire Hotels, Louis Vuitton Asia Pacific, Four Seasons and Shangri-La. Ms. Yeung holds a Bachelor's Degree in Hospitality Management and a Master's Degree in Business Administration. She is also an alumni of the Advanced Management Program from INSEAD, Fontainebleau.

**Mr. Dennis Hudson**, aged 55, is the Wynn Palace Vice President — Wynn Club Gaming, a position he has held since July 2015. Mr. Hudson is responsible for overseeing Wynn Club Gaming operations, expansion projects, staffing and training, budgeting and business operation for Wynn Palace. Prior to this position, he was Wynn Macau Vice President — Wynn Club Gaming from April 2012 to June 2015 and he was a Shift Manager — Wynn Club from joining Wynn Macau in April 2006 through March 2012. Mr. Hudson started his gaming career at the Playboy Victoria Sporting Club on Edgware Road in London in 1979, and has amassed over 35 years of experience in the casino industry, including senior management positions. Among others, he was a Casino Manager for Star Cruises, where he was responsible for shipboard casino operations on cruises throughout Asia from 2000 to April 2006 and he was the Director of Gaming for VIP Clubs in the Czech Republic from 1995 to 2000.

**Mr. Michael Derrington Harvey**, aged 65, is the President — Wynn Design & Development Asia, a division of WRM, a position he has held since joining the Group in April 2011. Mr. Harvey has over 35 years experience in construction management and development overseeing projects around the world. From 2004 until joining the Group, he was the Project Director for Leighton China State Joint Venture overseeing the construction and development of Wynn Macau. Prior to that, Mr. Harvey spent 10 years as an Operations Manager in Hong Kong with Leighton Contractors managing various construction projects, including a hospital, the maritime museum and a number of large infrastructure projects.

### OUR COMPANY SECRETARY

**Ms. Ho Wing Tsz, Wendy**, aged 45, has been appointed as the company secretary of the Company with effect from 28 February 2013. She is a Director of Corporate Services Division at Tricor Services Limited. Ms. Ho is a Chartered Secretary and a Fellow of both The Hong Kong Institute of Chartered Secretaries and The Institute of Chartered Secretaries and Administrators in the United Kingdom. She has over 20 years of experience in a diversified range of corporate services and has been providing professional secretarial services to a number of listed companies and a real estate investment trust listed on the Hong Kong Stock Exchange.

## Other Information

### DIVIDENDS

The Board has recommended that no interim dividend be paid in respect of the six months ended 30 June 2015.

### DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN THE SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY AND ANY ASSOCIATED CORPORATION

As at 30 June 2015, the interests and short positions of each Director and the chief executive of the Company (being Mr. Stephen A. Wynn) in the Shares, underlying Shares and debentures of the Company or any of its associated corporations within the meaning of Part XV of the SFO which (a) were required to be notified to the Company and the Hong Kong Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which the Director or chief executive is taken or deemed to have under such provisions of the SFO); (b) were required, pursuant to section 352 of the SFO, to be entered in the register maintained by the Company referred to therein; (c) were required, pursuant to the Model Code contained in the Listing Rules, to be notified to the Company and the Hong Kong Stock Exchange; or (d) were disclosed according to the knowledge of the Directors of the Company were as follows:

#### (a) Interests in the Company

Name of Director	Personal Interest	Family Interest	Corporate Interest	Other Interest	Total Number of Shares	Approximate Percentage of Shareholding
Allan Zeman	1,218,000 (Long Position) (Note 1)	—	—	—	1,218,000 (Long Position) (Note 1)	—
Nicholas Sallnow-Smith	—	10,000 (Long Position) (Note 2)	—	276,000 (Long Position) (Note 2)	286,000 (Long Position) (Note 2)	0.01%
	942,000 (Long Position) (Note 2)	—	—	—	942,000 (Long Position) (Note 2)	—
Bruce Rockowitz	238,000 (Long Position) (Note 3)	—	—	—	238,000 (Long Position) (Note 3)	0.00%
	980,000 (Long Position) (Note 3)	—	—	—	980,000 (Long Position) (Note 3)	—

## Other Information

Name of Director	Personal Interest	Family Interest	Corporate Interest	Other Interest	Total Number of Shares	Approximate Percentage of Shareholding
Jeffrey Kin-fung Lam	1,218,000 (Long Position) (Note 4)	—	—	—	1,218,000 (Long Position) (Note 4)	—

### Notes:

- (1) Pursuant to the Company's share option scheme, Dr. Allan Zeman holds share options for 1,218,000 Shares, of which share options for 556,200 Shares have vested as at 20 August 2015.
- (2) Mr. Nicholas Sallnow-Smith is deemed to hold 276,000 Shares jointly with his spouse, Ms. Lora Sallnow-Smith. Ms. Lora Sallnow-Smith was interested in 10,000 Shares. Mr. Sallnow-Smith is deemed to be interested in the 10,000 Shares held by his spouse under the SFO. Pursuant to the Company's share option scheme, Mr. Sallnow-Smith holds share options for 942,000 Shares, of which share options for 280,200 Shares have vested as at 20 August 2015.
- (3) Mr. Bruce Rockowitz holds 238,000 Shares in his personal capacity. Pursuant to the Company's share option scheme, Mr. Rockowitz holds share options for 980,000 Shares, of which share options for 318,200 Shares have vested as at 20 August 2015.
- (4) Pursuant to the Company's share option scheme, Mr. Jeffrey Kin-fung Lam holds share options for 1,218,000 Shares, of which share options for 556,200 Shares have vested as at 20 August 2015.

### (b) Interests in associated corporations — Wynn Resorts, Limited

Name of Director	Personal Interest	Family Interest	Corporate Interest	Other Interest	Total Number of Shares	Approximate Percentage of Shareholding
Stephen A. Wynn	10,066,023 (Long Position) (Note 1)	10,500 (Long Position) (Note 1)	—	—	10,076,523 (Long Position) (Note 1)	9.92%
Gamal Aziz	105,897 (Long Position) (Note 2)	—	—	—	105,897 (Long Position) (Note 2)	0.10%
Linda Chen	105,897 (Long Position) (Note 3)	—	—	—	105,897 (Long Position) (Note 3)	0.10%
	365,000 (Long Position) (Note 3)	—	—	—	365,000 (Long Position) (Note 3)	—

## Other Information

Name of Director	Personal Interest	Family Interest	Corporate Interest	Other Interest	Total Number of Shares	Approximate Percentage of Shareholding
Ian Michael Coughlan	16,264 (Long Position) (Note 4)	—	—	—	16,264 (Long Position) (Note 4)	0.02%
	50,000 (Long Position) (Note 4)	—	—	—	50,000 (Long Position) (Note 4)	—
Matthew O. Maddox	92,769 (Long Position) (Note 5)	—	—	—	92,769 (Long Position) (Note 5)	0.09%
	325,000 (Long Position) (Note 5)	—	—	—	325,000 (Long Position) (Note 5)	—

### Notes:

- (1) Mr. Stephen A. Wynn holds 10,066,023 shares in the common stock of Wynn Resorts, Limited (“WRL Shares”). Mr. Wynn’s spouse was interested in 10,500 WRL Shares. Mr. Wynn has disclaimed his interest in these shares but is deemed to be interested in them under the SFO.
- (2) Pursuant to a stock incentive plan of Wynn Resorts, Limited (the “WRL Omnibus Plan”), Mr. Gamal Aziz holds (i) 25,897 WRL Shares; and (ii) 80,000 non-vested WRL Shares.
- (3) Pursuant to the WRL Omnibus Plan, Ms. Linda Chen holds (i) 5,897 WRL Shares; (ii) 100,000 non-vested WRL Shares; and (iii) 365,000 stock options for WRL Shares, of which share options for 70,000 WRL shares have vested.
- (4) Pursuant to the WRL Omnibus Plan, Mr. Ian Michael Coughlan holds (i) 16,264 WRL Shares; and (ii) vested stock options for 50,000 WRL Shares.
- (5) Pursuant to the WRL Omnibus Plan, Mr. Matthew O. Maddox holds (i) 42,769 WRL Shares; (ii) 50,000 non-vested WRL Shares; and (iii) 325,000 stock options for WRL Shares, of which share options for 30,000 WRL shares have vested.

## Other Information

### SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN THE SHARES AND UNDERLYING SHARES OF THE COMPANY

As at 30 June 2015, the Company had been notified of the following substantial shareholders' interests and short positions in the Shares and underlying Shares of the Company, which have been recorded in the register of substantial shareholders required to be kept by the Company pursuant to section 336 of Part XV of the SFO. These interests are in addition to those disclosed above in respect of the Directors and chief executive of the Company.

Name	Capacity/Nature of Interest	Shares of HK\$0.001 each in the Company	
		Number of Shares	Percentage of the issued share capital of the Company
WM Cayman Holdings Limited I (Note 1)	Beneficial interest	3,750,000,000 (Long Position)	72.18%
Wynn Group Asia, Inc. (Note 1)	Interest of a controlled corporation	3,750,000,000 (Long Position)	72.18%
Wynn Resorts, Limited (Note 1)	Interest of a controlled corporation	3,750,000,000 (Long Position)	72.18%
The Capital Group Companies, Inc. (Note 2)	Interest of a controlled corporation	366,080,967 (Long Position)	7.05%

Notes:

- (1) WM Cayman Holdings Limited I is a wholly-owned subsidiary of Wynn Group Asia, Inc., which in turn is wholly-owned by Wynn Resorts, Limited. Therefore Wynn Group Asia, Inc. and Wynn Resorts, Limited are deemed or taken to be interested in 3,750,000,000 shares which are beneficially owned by WM Cayman Holdings Limited I.
- (2) The Capital Group Companies, Inc. is deemed to be interested in 366,080,967 Shares, comprised of (i) the 285,494,400 Shares held by a wholly-owned subsidiary, Capital Research and Management Company, and (ii) 80,586,567 Shares held by a wholly-owned subsidiary of Capital Research and Management Company, Capital Group International, Inc. (which is deemed to be interested in the Shares of the Company through 28,172,267 Shares held by Capital Guardian Trust Company, 34,705,000 Shares held by Capital International, Inc., 1,387,200 Shares held by Capital International Limited and 16,322,100 Shares held by Capital International Sarl, each a wholly-owned subsidiary of Capital Group International, Inc.).

## Other Information

Save as disclosed above, according to the register kept by the Company under Section 336 of the SFO, there was no other person who had a substantial interest or short positions in the Shares or underlying Shares of the Company as at 30 June 2015.

### REMUNERATION POLICY

As at 30 June 2015, the Group had approximately 7,300 full-time equivalent employees. Employees of the Group are selected, remunerated and promoted on the basis of their merit, qualifications, competence and contribution to the Group.

Compensation of key executives of the Group is determined by the Company's remuneration committee which reviews and determines executives' compensation based on the Group's performance and the executives' respective contributions to the Group.

The Company also has a provident fund set up for its employees, an employee ownership scheme and a share option scheme. Further details on the Company's employee ownership scheme and share option scheme are set out below.

### EMPLOYEE OWNERSHIP SCHEME

The Company operates an employee ownership scheme as adopted on 30 June 2014. The following table discloses movements in the non-vested Shares outstanding during the period ended 30 June 2015.

	Number of Shares	Weighted Average Grant Date Fair Value (HK\$)
Non-vested as at 1 January 2015	7,743,000	29.53
Granted during the period	912,082	17.77
Forfeited during the period	(331,114)	27.96
<b>Non-vested as at 30 June 2015</b>	<b>8,323,968</b>	<b>28.31</b>

As at 30 June 2015, no shares are vested under the company's employee ownership scheme.

## Other Information

### SHARE OPTION SCHEME

The Company operates a share option scheme. The following table discloses movements in the Company's share options outstanding during the period ended 30 June 2015.

Name of Director	Date of grant of share options	Number of share options					At 30 June 2015	Exercise period of share options	Exercise price of share options per Share (HK\$)
		At 1 January 2015	Granted during the period <sup>(1)</sup>	Exercised during the period	Expired/ lapsed/ canceled during the period	At 30 June 2015			
Dr. Allan Zeman	25 March 2010	250,000	—	—	—	250,000	25 March 2011 to 24 March 2020	10.92	
	17 May 2011	100,000	—	—	—	100,000	17 May 2012 to 16 May 2021	25.96	
	5 June 2012	190,000	—	—	—	190,000	5 June 2013 to 4 June 2022	19.04	
	16 May 2013	200,000	—	—	—	200,000	16 May 2014 to 15 May 2023	24.87	
	15 May 2014	161,000	—	—	—	161,000	15 May 2015 to 14 May 2024	31.05	
	21 May 2015	—	317,000	—	—	317,000	21 May 2016 to 20 May 2025	15.46	
Mr. Nicholas Sallnow-Smith	25 March 2010	50,000	—	—	—	50,000	25 March 2011 to 24 March 2020	10.92	
	17 May 2011	100,000	—	—	—	100,000	17 May 2012 to 16 May 2021	25.96	
	5 June 2012	114,000	—	—	—	114,000	5 June 2013 to 4 June 2022	19.04	
	16 May 2013	200,000	—	—	—	200,000	16 May 2014 to 15 May 2023	24.87	
	15 May 2014	161,000	—	—	—	161,000	15 May 2015 to 14 May 2024	31.05	
	21 May 2015	—	317,000	—	—	317,000	21 May 2016 to 20 May 2025	15.46	

## Other Information

Name of Director	Date of grant of share options	Number of share options					At 30 June 2015	Exercise period of share options	Exercise price of share options per Share (HK\$)
		At 1 January 2015	Granted during the period <sup>(1)</sup>	Exercised during the period	Expired/ lapsed/ canceled during the period	At 30 June 2015			
Mr. Bruce Rockowitz	25 March 2010	50,000	—	—	—	50,000	25 March 2011 to 24 March 2020	10.92	
	17 May 2011	100,000	—	—	—	100,000	17 May 2012 to 16 May 2021	25.96	
	5 June 2012	152,000	—	—	—	152,000	5 June 2013 to 4 June 2022	19.04	
	16 May 2013	200,000	—	—	—	200,000	16 May 2014 to 15 May 2023	24.87	
	15 May 2014	161,000	—	—	—	161,000	15 May 2015 to 14 May 2024	31.05	
	21 May 2015	—	317,000	—	—	317,000	21 May 2016 to 20 May 2025	15.46	
Mr. Jeffrey Kin-fung Lam	25 March 2010	250,000	—	—	—	250,000	25 March 2011 to 24 March 2020	10.92	
	17 May 2011	100,000	—	—	—	100,000	17 May 2012 to 16 May 2021	25.96	
	5 June 2012	190,000	—	—	—	190,000	5 June 2013 to 4 June 2022	19.04	
	16 May 2013	200,000	—	—	—	200,000	16 May 2014 to 15 May 2023	24.87	
	15 May 2014	161,000	—	—	—	161,000	15 May 2015 to 14 May 2024	31.05	
	21 May 2015	—	317,000	—	—	317,000	21 May 2016 to 20 May 2025	15.46	
Total		3,090,000	1,268,000	—	—	4,358,000			

## Other Information

The vesting periods of the above share options are 20% vesting on each of the anniversary date of the date of grant.

Note:

- (1) The closing price of the Company's Shares immediately before the date on which the options were granted during the period was HK\$15.40.

### PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

There have been no convertible securities issued or granted by the Group, no exercise of any conversion or subscription rights, nor any purchase, sale or redemption by the Group of its listed Shares during the six months ended 30 June 2015.

### CORPORATE GOVERNANCE

The Company is dedicated to maintaining and ensuring high standards of corporate governance practices and the corporate governance principles of the Company are adopted in the best interest of the Company and its Shareholders. The Company's corporate governance practices are based on the principles, code provisions and certain recommended best practices as set out in the Code.

The Company has complied with the code provisions in the Code for the six months ended 30 June 2015 except for the following deviation from provision A.2.1 of the Code.

#### **Stephen A. Wynn as our Chairman and Chief Executive Officer**

Under code provision A.2.1 of the Code, the roles of chairman and chief executive officer should be separate and should not be performed by the same individual. The Company does not at present separate the roles of the chairman and chief executive officer.

Mr. Wynn, the founder of the Company and Wynn Macau, serves as the Chairman and Chief Executive Officer of the Company. The Board has determined that the combination of these roles held singularly by Mr. Wynn is in the best interest of the Company and all Shareholders. The Board believes that the issue of whether to combine or separate the offices of Chairman of the Board and Chief Executive Officer is part of the succession planning process and that it is in the best interests of the Company for the Board to make a determination whether to combine or separate the roles based upon the circumstances. The Board has given careful consideration to separating the roles of Chairman and Chief Executive Officer and has determined that the Company and its Shareholders are best served by the current structure. Mr. Wynn's combined role promotes unified leadership and direction for the Board and executive management and allows for a single, clear focus for the Company's operational and strategic efforts.

## Other Information

The combined role of Mr. Wynn as both Chairman and Chief Executive Officer is balanced by the Company's governance structure, policies and controls. All major decisions are made in consultation with members of the Board and the relevant Board committees. The Company has three Board committees, namely the audit and risk committee, remuneration committee, and nomination and corporate governance committee. Each Board committee comprises non-executive Directors only and is chaired by an independent non-executive Director. In addition, there are four independent non-executive Directors on the Board offering independent perspectives.

This structure encourages independent and effective oversight of the Company's operations and prudent management of risk.

For the reasons stated above and as a result of the structure, policies and procedures outlined above, and in light of the historical success of Mr. Wynn's leadership, the Board has concluded that the current Board leadership structure is in the best interests of the Company and its Shareholders.

### MODEL CODE

The Company adopted the Model Code on 16 September 2009 as its code of conduct for securities transactions by Directors. On 23 March 2010, the Company adopted its own code of conduct for securities transactions which was subsequently updated in November 2013. The terms of such code are no less exacting than those set out in the Model Code. Having made specific enquiry of the Directors, all Directors have confirmed that they have complied with the required standard of dealings and code of conduct regarding securities dealings by directors as set out in the Model Code and the Company's own code of conduct for the six months ended 30 June 2015.

### QUARTERLY REPORTING BY WYNN RESORTS, LIMITED

Our ultimate controlling shareholder, Wynn Resorts, Limited is listed on the NASDAQ Stock Market and is a reporting company under the United States Securities Exchange Act of 1934 which is required to file quarterly reports with the SEC. Each quarter, Wynn Resorts, Limited issues press releases in the United States relating to its quarterly financial information (including financial information about the Macau segment of Wynn Resorts, Limited, which is operated by the Company). Such information will be presented in accordance with U.S. GAAP.

At the same time as Wynn Resorts, Limited releases its quarterly press releases, the Company makes an announcement on the Hong Kong Stock Exchange pursuant to Rule 13.09 of the Listing Rules and Part XIVA of the SFO by extracting the key highlights of the press release pertaining to the Group. Such announcement will also include a quarterly income statement for the Group presented in accordance with IFRS.

## Other Information

In addition to the quarterly press release, Wynn Resorts, Limited also files quarterly reports with the SEC. Simultaneously with the filing of such report in the United States, the Company also makes an announcement on the Hong Kong Stock Exchange pursuant to Rule 13.09 of the Listing Rules and Part XIVA of the SFO by extracting the key highlights of the quarterly report pertaining to the Group.

### CONTINUING DISCLOSURE PURSUANT TO LISTING RULES 13.18 AND 13.21

Under the terms of the Wynn Macau Credit Facilities, it is an event of default if Wynn Resorts, Limited, the Company's Controlling Shareholder, ceases to own directly or indirectly at least 51% of the voting rights or issued capital of WRM or ceases to retain the ability or the right to direct or procure the direction of the management and policies of WRM. Upon an event of default, the lenders are entitled to exercise certain remedies including acceleration of the indebtedness under the senior secured credit facilities.

In addition, the terms of the WML 2021 Notes contain a change of control provision that would, if triggered, give rise to a right in favor of the holders of the WML 2021 Notes to require the Company to repurchase such notes. The circumstances that will constitute a change of control include:

- (1) the consummation of any transaction that results in any party other than Mr. Stephen A. Wynn and his related parties becoming the direct or indirect owner of more than 50% of the outstanding voting stock of WRL;
- (2) the first day on which a majority of the members of the board of directors of either the Company or WRL are not directors who were on the board at the date of issuance of the WML 2021 Notes, or directors who were nominated, elected, or appointed by a majority of the directors who were on the board at the date of issuance of the WML 2021 Notes;
- (3) the first day on which WRL ceases to own, directly or indirectly, a majority of the outstanding issued share capital (including warrants, options or other rights convertible into share capital) of the Company; and
- (4) WRL consolidates with, or merges with or into, any other party or sells, assigns, conveys, transfers, leases or otherwise disposes of all or substantially all of its assets to any party, or any party consolidates with, or merges with or into, WRL in any such event pursuant to a transaction in which any of the outstanding voting stock of WRL is converted into or exchanged for cash, securities or other property, other than any such transaction where the voting stock of WRL outstanding immediately prior to such transaction is converted into or exchanged for voting stock that results in WRL holding a majority of the voting stock of the transferee or surviving party.

## Other Information

Save as disclosed above, our Company does not have any other disclosure obligations under Rules 13.18 and 13.21 of the Listing Rules.

### LITIGATION

The Group did not have any material litigation outstanding as at 30 June 2015 and 31 December 2014.

The following litigation is disclosed on a voluntary basis, and, as with all litigation, no assurance can be provided as to the outcome of this matter.

#### Litigation in Macau

WRM and certain individuals who are or were directors of WRM and/or the Company have been named as defendants in a lawsuit filed in the Court of First Instance of Macau (the "Macau Court") by Mr. Kazuo Okada ("Okada") and two of Okada's controlled companies, Aruze USA, Inc. and Universal Entertainment Corp. (collectively, the "Okada Parties"). The principal allegations in the lawsuit are that the redemption of the Okada Parties' shares in WRL was improper and undervalued, that the previously disclosed payment by WRM to an unrelated third party in consideration of relinquishment by that party of certain rights in and to any future development on the land in Cotai where the Company is constructing Wynn Palace was unlawful and that the Company's previously disclosed donation by WRM to the University of Macau Development Foundation was unlawful. The Okada Parties seek the dissolution of WRM and compensatory damages.

The Company has sought advice from counsel in Macau, and based on such advice, the Company believes that the claims are devoid of merit and are unfounded. The Company intends to vigorously defend WRM and the other defendants in the Macau Court lawsuit. Further details are contained in the Company's announcement dated 3 July 2015.

### COOPERATION WITH THE CCAC

In July 2014, the Company was contacted by the Commission Against Corruption of Macau (the "CCAC") requesting certain information related to the Company's land in the Cotai area of Macau. The Company is cooperating with the CCAC's request.

## Other Information

### CHANGES IN INFORMATION OF DIRECTORS

Pursuant to Rule 13.51B(1) of the Listing Rules, the changes in information of Directors of the Company are set out below:

- (a) Ms. Linda Chen was appointed as a director of WRM on 31 March 2015.
- (b) Dr. Allan Zeman was appointed as an independent non-executive director of Television Broadcasts Limited, a company listed on the Hong Kong Stock Exchange, effective from 1 April 2015 and was appointed as a member of the board of the Airport Authority Hong Kong in June 2015.

### REVIEW OF UNAUDITED INTERIM FINANCIAL INFORMATION

The Group's unaudited interim financial information for the reporting period has been reviewed by the Company's Audit and Risk Committee members which comprises three independent non-executive Directors: Mr. Nicholas Sallnow-Smith, Dr. Allan Zeman and Mr. Bruce Rockowitz and by the Company's auditors in accordance with Hong Kong Standards on Review Engagements 2410, *Review of Interim Financial Information Performed by the Independent Auditor of the Entity* issued by the Hong Kong Institute of Certified Public Accountants.

On behalf of the Board

**Stephen A. Wynn**

*Chairman*

Hong Kong, 20 August 2015

## Report on Review of Interim Financial Information



22/F  
CITIC Tower  
1 Tim Mei Avenue  
Central  
Hong Kong

**To the shareholders of Wynn Macau, Limited**  
*(Incorporated in the Cayman Islands with limited liability)*

### INTRODUCTION

We have reviewed the accompanying interim financial information of Wynn Macau, Limited (the "Company") and its subsidiaries (together, the "Group") set out on pages 54 to 78 which comprises the condensed consolidated statement of financial position as at 30 June 2015 and the related condensed consolidated statement of profit or loss and other comprehensive income, condensed consolidated statement of changes in equity and condensed consolidated statement of cash flows for the six-month period then ended, and explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of a report on interim financial information to be in compliance with the relevant provisions thereof and International Accounting Standard 34 Interim Financial Reporting ("IAS 34") issued by the International Accounting Standards Board.

The directors of the Company are responsible for the preparation and presentation of this interim financial information in accordance with IAS 34. Our responsibility is to express a conclusion on this interim financial information based on our review. Our report is made solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

### SCOPE OF REVIEW

We conducted our review in accordance with Hong Kong Standard on Review Engagements 2410 *Review of Interim Financial Information Performed by the Independent Auditor of the Entity* issued by the Hong Kong Institute of Certified Public Accountants. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Hong Kong Standards on Auditing. Consequently, it does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

## Report on Review of Interim Financial Information

### CONCLUSION

Based on our review, nothing has come to our attention that causes us to believe that the accompanying interim financial information is not prepared, in all material respects, in accordance with IAS 34.

**Ernst & Young**  
*Certified Public Accountants*  
Hong Kong

20 August 2015

## Interim Financial Information

### Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

	Notes	For the Six Months Ended 30 June	
		2015 HK\$ (in thousands) (unaudited)	2014 HK\$ (unaudited)
<b>Operating revenues</b>			
Casino		9,623,267	15,358,669
Rooms		62,282	65,647
Food and beverage		110,075	101,973
Retail and other		458,667	712,071
		<b>10,254,291</b>	<b>16,238,360</b>
<b>Operating costs and expenses</b>			
Gaming taxes and premiums		4,716,215	7,766,149
Staff costs		1,551,607	1,491,653
Other operating expenses	3	1,704,668	2,498,669
Depreciation and amortization		526,888	485,939
Property charges and other		285	80,954
		<b>8,499,663</b>	<b>12,323,364</b>
<b>Operating profit</b>		<b>1,754,628</b>	<b>3,914,996</b>
Finance revenues	4	18,929	73,895
Finance costs	5	(300,129)	(295,694)
Net foreign currency differences		11,161	(1,542)
Changes in fair value of interest rate swaps		(44,358)	(29,559)
		<b>(314,397)</b>	<b>(252,900)</b>
<b>Profit before tax</b>		<b>1,440,231</b>	<b>3,662,096</b>
Income tax expense	6	3,230	12,481
<b>Net profit attributable to owners of the Company</b>		<b>1,437,001</b>	<b>3,649,615</b>

## Interim Financial Information

### Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

	Notes	For the Six Months Ended 30 June	
		2015 HK\$ (in thousands) (unaudited)	2014 HK\$ (unaudited)
<b>Other comprehensive income</b>			
<b><i>Other comprehensive income to be reclassified to profit or loss in subsequent periods:</i></b>			
Available-for-sale investments:			
Changes in fair value		—	254
Reclassification adjustments for loss on derecognition of available-for-sale investments included in the profit or loss		—	169
<b>Other comprehensive income for the period</b>		—	423
<b>Total comprehensive income attributable to owners of the Company</b>		<b>1,437,001</b>	<b>3,650,038</b>
<b>Basic and diluted earnings per Share</b>	7	<b>28 cents</b>	70 cents

## Interim Financial Information

### Condensed Consolidated Statement of Financial Position

	Notes	As at 30 June 2015 HK\$ (in thousands) (unaudited)	As at 31 December 2014 HK\$ (audited)
<b>Non-current assets</b>			
Property and equipment and construction in progress	10	24,836,623	19,194,854
Leasehold interests in land		1,926,880	1,974,965
Goodwill		398,345	398,345
Deposits for acquisition of property and equipment		498,637	372,057
Interest rate swaps		3,884	45,887
Other non-current assets		182,592	169,356
Restricted cash and cash equivalents		13,973	5,124
<b>Total non-current assets</b>		<b>27,860,934</b>	<b>22,160,588</b>
<b>Current assets</b>			
Inventories		161,784	185,968
Trade and other receivables	11	1,033,446	570,602
Prepayments and other current assets		132,764	78,813
Amounts due from related companies	17	555,284	361,482
Restricted cash and cash equivalents		157	2,456
Cash and cash equivalents		2,452,995	10,789,890
<b>Total current assets</b>		<b>4,336,430</b>	<b>11,989,211</b>
<b>Current liabilities</b>			
Accounts payable	12	1,592,279	2,008,724
Land premiums payable		245,005	239,029
Other payables and accruals	13	4,382,067	4,972,006
Amounts due to related companies	17	162,472	159,198
Income tax payables	6	7,524	15,049
Other current liabilities		27,148	24,246
<b>Total current liabilities</b>		<b>6,416,495</b>	<b>7,418,252</b>
<b>Net current (liabilities)/assets</b>		<b>(2,080,065)</b>	<b>4,570,959</b>
<b>Total assets less current liabilities</b>		<b>25,780,869</b>	<b>26,731,547</b>

## Interim Financial Information

### Condensed Consolidated Statement of Financial Position

	Notes	As at 30 June 2015 HK\$ (in thousands) (unaudited)	As at 31 December 2014 HK\$ (audited)
<b>Non-current liabilities</b>			
Interest-bearing borrowings	14	21,830,632	18,604,658
Land premiums payable		—	124,015
Construction retentions payable		305,970	402,898
Interest rate swaps		2,369	—
Other payables and accruals	13	369,872	434,601
Deferred tax liabilities	6	4,294	8,587
Other long-term liabilities		175,442	113,075
<b>Total non-current liabilities</b>		<b>22,688,579</b>	<b>19,687,834</b>
<b>Net assets</b>		<b>3,092,290</b>	<b>7,043,713</b>
<b>Equity</b>			
<b>Equity attributable to owners of the Company</b>			
Issued capital		5,196	5,196
Share premium account		161,746	161,746
Shares held for employee ownership scheme		(26,862)	(16,154)
Reserves		2,952,210	6,892,925
<b>Total equity</b>		<b>3,092,290</b>	<b>7,043,713</b>

Approved and authorized for issue by the Board of Directors on 20 August 2015.

**Stephen A. Wynn**  
Director

**Matthew O. Maddox**  
Director

## Interim Financial Information

### Condensed Consolidated Statement of Changes in Equity

Note	Attributable to owners of the Company											Total Equity HK\$
	Issued Capital HK\$	Share Premium Account HK\$	Shares held for employee ownership scheme HK\$	Available- for-sale Investments Revaluation Reserve* HK\$	Share Option Reserve* HK\$	Other Reserves** HK\$	Statutory Reserve* HK\$	Retained Earnings* HK\$	Proposed Final Dividend HK\$	Currency Translation Reserve* HK\$		
At 1 January 2015 (audited)	5,196	161,746	(16,154)	—	394,267	554,740	48,568	5,878,522	—	16,828	7,043,713	
Net profit for the period	—	—	—	—	—	—	—	1,437,001	—	—	1,437,001	
Total comprehensive income for the period	—	—	—	—	—	—	—	1,437,001	—	—	1,437,001	
Share-based payments	—	—	—	—	68,745	—	—	—	—	—	68,745	
Shares purchased for employee ownership scheme	—	—	(10,708)	—	—	—	—	—	—	—	(10,708)	
Special dividend paid	8	—	—	—	—	—	—	(5,446,461)	—	—	(5,446,461)	
At 30 June 2015 (unaudited)	5,196	161,746	(26,862)	—	463,012	554,740	48,568	1,869,062	—	16,828	3,092,290	
At 1 January 2014 (audited)	5,188	153,436	—	(423)	285,629	554,740	48,568	3,065,077	5,083,799	16,828	9,212,842	
Net profit for the period	—	—	—	—	—	—	—	3,649,615	—	—	3,649,615	
Changes in fair value of available-for-sale investments, net of tax	—	—	—	423	—	—	—	—	—	—	423	
Total comprehensive income for the period	—	—	—	423	—	—	—	3,649,615	—	—	3,650,038	
Exercise of share options	—	6,405	—	—	(1,860)	—	—	—	—	—	4,545	
Share-based payments	—	—	—	—	26,295	—	—	—	—	—	26,295	
Dividend paid	8	—	—	—	—	—	—	(380)	(5,083,799)	—	(5,084,179)	
At 30 June 2014 (unaudited)	5,188	159,841	—	—	310,064	554,740	48,568	6,714,312	—	16,828	7,809,541	

\* These reserve accounts comprise the consolidated reserves of HK\$3.0 billion in the condensed consolidated statement of financial position at 30 June 2015 (31 December 2014: HK\$6.9 billion).

# "Other reserves" at 1 January 2015 is composed of HK\$194.3 million (1 January 2014: HK\$194.3 million) of issued capital of Wynn Resorts Macau S.A. ("WRM") and HK\$360.4 million (1 January 2014: HK\$360.4 million) of issued capital of Wynn Resorts International, Ltd.

## Interim Financial Information

### Condensed Consolidated Statement of Cash Flows

	For the Six Months Ended	
	30 June	
	2015	2014
	HK\$	HK\$
Note	(in thousands)	
	(unaudited)	(unaudited)
<b>Net cash flows generated from operating activities</b>	<b>437,998</b>	2,897,364
<b>Investing activities</b>		
Purchase of property and equipment, net of construction retentions payable	(6,168,940)	(3,002,783)
Purchase of other non-current assets	(2,812)	—
Proceeds from sale of property and equipment and other assets	7,137	20,257
Proceeds from disposal of available-for-sale investments	—	37,470
Interest received	24,486	80,172
Decrease in restricted cash and cash equivalents	—	1,550,340
<b>Net cash flows used in investing activities</b>	<b>(6,140,129)</b>	(1,314,544)
<b>Financing activities</b>		
Proceeds from borrowings	3,192,823	5,867,758
Interest paid	(248,731)	(176,436)
Payment of debt financing costs	—	(51,612)
Payment of land premiums	(118,039)	(112,351)
Increase in restricted cash and cash equivalents	(6,550)	—
Dividend paid	(5,446,461)	(5,084,179)
Shares purchased for employee ownership scheme	(10,708)	—
Proceeds from options exercised	—	4,545
<b>Net cash flows (used in) generated from financing activities</b>	<b>(2,637,666)</b>	447,725
Net (decrease)/increase in cash and cash equivalents	(8,339,797)	2,030,545
Cash and cash equivalents at 1 January	10,789,890	14,130,433
Effect of foreign exchange rate changes, net	2,902	(13,709)
<b>Cash and cash equivalents at 30 June</b>	<b>2,452,995</b>	16,147,269

## Interim Financial Information

### Notes to Interim Financial Information

For the six months ended 30 June 2015

#### 1. CORPORATE INFORMATION

The Company was incorporated in the Cayman Islands as an exempted company with limited liability on 4 September 2009. The Company's Shares were listed on the Main Board of the Hong Kong Stock Exchange on 9 October 2009. The Company's registered office address is P.O. Box 309, Uglan House, Grand Cayman, KY1-1104, Cayman Islands, or at such other place as the Directors may from time to time decide.

The Group owns and operates a hotel and casino resort, Wynn Macau, which conducts gaming activities in casinos in Macau under a concession contract signed with the Macau Government on 24 June 2002. The 20-year concession period commenced on 27 June 2002 and will expire on 26 June 2022.

The Group also owns a land concession for approximately 51 acres of land in the Cotai area of Macau (the "Cotai Land") for a term of 25 years from May 2012. The Group is currently constructing an integrated resort, Wynn Palace, on the Cotai Land.

WM Cayman Holdings Limited I owns approximately 72% of the Company and approximately 28% of the Company is owned by public shareholders. The ultimate parent company of Wynn Macau, Limited is Wynn Resorts, Limited, a publicly-traded company incorporated in the United States of America.

WML Corp. Ltd., a wholly owned subsidiary of the Company, was incorporated in the Cayman Islands as an exempted company with limited liability during the six months ended 30 June 2015.

## Interim Financial Information

### Notes to Interim Financial Information

For the six months ended 30 June 2015

#### 2.1 ACCOUNTING POLICIES AND BASIS OF PREPARATION

This interim financial information has been prepared in accordance with the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange and International Accounting Standard (“IAS”) 34 *Interim Financial Reporting* issued by the International Accounting Standards Board. The interim financial information does not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group’s annual financial statements for the year ended 31 December 2014.

As at 30 June 2015, the Group had cash and cash equivalents of HK\$2,453.0 million derived from its ordinary business operations. These cash and cash equivalents have not been earmarked for any specific use other than for general corporate purposes, development of Wynn Palace and repayments on the Group’s debt obligations.

As at 30 June 2015, the Group had a net current liability position of HK\$2,080.1 million. The Group expects it will generate positive cash flows in the coming twelve months and may obtain or renew its bank loan facilities and, or seek other sources of funding, wherever needed, to meet its financial liabilities as and when they fall due. The Group believes it has sufficient working capital to finance its operations and financial obligations.

#### 2.2 IMPACT OF NEW AND REVISED INTERNATIONAL FINANCIAL REPORTING STANDARDS (“IFRSs”)

The accounting policies adopted in the preparation of the interim condensed consolidated financial statements are consistent with those followed in the preparation of the Group’s annual consolidated financial statements for the year ended 31 December 2014, except for the adoption of new standards and interpretations effective as of 1 January 2015:

Amendments to IAS 19 <i>Annual Improvements</i> <i>2010–2012 Cycle</i>	<i>Defined Benefit Plans: Employee Contributions</i> Amendments to a number of IFRSs
<i>Annual Improvements</i> <i>2011–2013 Cycle</i>	Amendments to a number of IFRSs

The adoption of these new and revised IFRSs and interpretations has had no significant financial effects on the interim financial information and there have been no significant changes to the accounting policies applied in the interim financial information.

## Interim Financial Information

### Notes to Interim Financial Information

For the six months ended 30 June 2015

#### 2.3 NEW AND REVISED IFRSs NOT YET ADOPTED

The Group has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

#### 2.4 SEGMENT REPORTING

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-makers, who are responsible for allocating resources and assessing performance of the operating segments and making strategic decisions. For management purposes, during the six months ended 30 June 2015, the Group reviews Wynn Macau and Wynn Palace as two reportable segments. Refer to Note 9 for segment information.

### 3. OTHER OPERATING EXPENSES

	For the Six Months Ended 30 June	
	2015	2014
	HK\$	HK\$
	(in thousands)	
	(unaudited)	(unaudited)
Gaming promoters' commissions	491,812	993,699
License fees	394,984	638,904
Cost of sales	163,567	240,409
Advertising and promotions	120,126	153,924
Utilities and fuel	93,447	95,736
Repairs and maintenance expenses	86,214	79,426
Operating supplies and equipment	73,795	78,695
Corporate support services and other	44,609	101,641
Provision (reversal of provision) for doubtful accounts, net	43,450	(61,495)
Operating rental expenses	28,812	26,281
Other support services	18,120	17,707
Auditors' remuneration	2,483	1,904
Others	143,249	131,838
	<b>1,704,668</b>	<b>2,498,669</b>

## Interim Financial Information

### Notes to Interim Financial Information

For the six months ended 30 June 2015

#### 4. FINANCE REVENUES

	For the Six Months Ended 30 June	
	2015 HK\$	2014 HK\$
	(in thousands)	
	(unaudited)	(unaudited)
Interest income from:		
Unlisted available-for-sale investments	—	215
Cash at banks	18,929	73,680
	<b>18,929</b>	<b>73,895</b>

#### 5. FINANCE COSTS

	For the Six Months Ended 30 June	
	2015 HK\$	2014 HK\$
	(in thousands)	
	(unaudited)	(unaudited)
Interest expense for:		
Bank loans wholly repayable within 5 years	102,523	71,549
Senior notes not wholly repayable within 5 years	274,809	207,804
Interest rate swaps wholly repayable within 5 years	14,402	15,126
Land lease premiums wholly payable within 5 years	8,092	13,828
Other payments wholly payable within 5 years	1,083	2,424
Imputed interest expense on other payable	12,941	14,225
Bank fees for unused facilities	27,455	36,804
Amortization of debt financing costs	41,313	40,874
Less: capitalized interest	(182,489)	(106,940)
	<b>300,129</b>	<b>295,694</b>

For the six months ended 30 June 2015, interest was capitalized using a weighted average rate of 3.52% (six months ended 30 June 2014: 4.45%).

## Interim Financial Information

### Notes to Interim Financial Information

For the six months ended 30 June 2015

#### 6. INCOME TAX EXPENSE

The major components of income tax expense for the six months ended 30 June 2015 and 2014 were:

	For the Six Months Ended	
	30 June	
	2015	2014
	HK\$	HK\$
	(in thousands)	
	(unaudited)	(unaudited)
Income tax expense:		
Current — overseas	7,524	7,524
Deferred — overseas	(4,294)	4,957
	<b>3,230</b>	<b>12,481</b>

No provision for Hong Kong profit tax for the six months ended 30 June 2015 has been made as there was no assessable profit generated in Hong Kong (six months ended 30 June 2014: Nil). Taxation for overseas jurisdictions is charged at the appropriate prevailing rates ruling in the respective jurisdictions and the maximum rate is 12% (six months ended 30 June 2014: 12%). For the six months ended 30 June 2015, the tax provision of HK\$7.5 million results from the current income tax expense accrued by our subsidiaries owning WRM's shares under the WRM Shareholder Dividend Tax Agreement (six months ended 30 June 2014: HK\$7.5 million) and a deferred tax benefit of HK\$4.3 million resulting from a decrease in its deferred tax liability (six months ended 30 June 2014: deferred tax expense of HK\$5.0 million). Effective 6 September 2006, WRM received a 5-year exemption from Macau's 12% Complementary Tax on casino gaming profits (the "Tax Holiday"). On 30 November 2010, WRM received an additional 5-year exemption effective from 1 January 2011 through 31 December 2015. Accordingly, the Group was exempted from the payment of approximately HK\$184.9 million in such tax for the six months ended 30 June 2015 (six months ended 30 June 2014: HK\$436.4 million). The Group's non-gaming profits remain subject to the Macau Complementary Tax and its casino winnings remain subject to the Macau Special Gaming Tax and other levies in accordance with its Concession Agreement. In June 2015, WRM applied for an additional 5-year exemption from Macau Complementary Tax on casino gaming profits through 2020.

## Interim Financial Information

### Notes to Interim Financial Information

For the six months ended 30 June 2015

#### 6. INCOME TAX EXPENSE (continued)

In June 2009, WRM entered the WRM Shareholder Dividend Tax Agreement, effective retroactively to 2006, with the Macau Special Administrative Region that provided for annual payments of MOP7.2 million (approximately HK\$7.0 million) to the Macau Special Administrative Region in lieu of Complementary Tax on dividend distributions to its shareholders from gaming profits. The term of this agreement was five years, which coincided with the Tax Holiday which began in 2006. In November 2010, WRM applied for a 5-year extension of this agreement. In August 2011, the 5-year extension was granted with an annual payment of MOP15.5 million (approximately HK\$15.0 million) due to the Macau Special Administrative Region for each of the years 2011 through 2015. In June 2015, WRM applied for an extension of this agreement for an additional five years through 2020.

The Group is exempted from income tax in the Isle of Man and the Cayman Islands. The Group's subsidiaries file income tax returns in Macau and various foreign jurisdictions as required by law. The Group's income tax returns are subject to examinations by tax authorities in the locations where it operates. The Group's 2010 to 2014 Macau Complementary Tax returns remain subject to examination by the Financial Services Bureau of the Government of the Macau Special Administrative Region (The "Financial Services Bureau"). In 2014, the Financial Services Bureau issued the tax assessments for the years 2009, 2010 and 2011. While no additional tax was due, adjustments were made to WRM's tax loss carry forwards. In June 2015, the Financial Services Bureau commenced an examination of the 2012 Macau Complementary Tax returns for WRM. Since the examination is in its initial stage, the Group is unable to determine if it will conclude within the next 12 months. The Group believes that its liability for uncertain tax positions is adequate with respect to these years.

Quarterly, the Group undertakes reviews for any potentially unfavorable tax outcome and when an unfavorable outcome is identified as being probable and can be reasonably estimated, the Group then establishes a tax reserve for such possible unfavorable outcome. Estimating potential tax outcomes for any uncertain tax issues is highly judgmental and may not be indicative of the ultimate settlement with the tax authorities.

As at 30 June 2015, the Group has unrecognized tax losses of HK\$2.3 billion (31 December 2014: HK\$1.9 billion) and the Group believes that these unrecognized tax losses are adequate to offset adjustments that might be proposed by the Macau tax authorities. The Group believes that it has adequately provided reasonable reserves for prudent and foreseeable outcomes related to uncertain tax matters.

## Interim Financial Information

### Notes to Interim Financial Information

For the six months ended 30 June 2015

#### 7. EARNINGS PER SHARE ATTRIBUTABLE TO OWNERS OF THE COMPANY

The calculation of basic earnings per Share for the six months ended 30 June 2015 is based on the consolidated net profit attributable to owners of the Company and on the weighted average number of Shares in issue of 5,187,003,028 during the period (six months ended 30 June 2014: 5,187,704,033), excluding Shares reserved and purchased for the Company's employee ownership scheme. Shares of 559,000 were purchased (six months ended 30 June 2014: nil) for the Company's employee ownership scheme for the six months ended 30 June 2015.

The calculation of diluted earnings per Share for the six months ended 30 June 2015 is based on the consolidated net profit attributable to owners of the Company and on the weighted average number of Shares of 5,187,236,707 (six months ended 30 June 2014: 5,188,732,699); including weighted average number of Shares in issue of 5,187,003,028 during the period (six months ended 30 June 2014: 5,187,704,033) plus the weighted average number of potential Shares of 233,679 (six months ended 30 June 2014: 1,028,666) arising from the deemed exercise of share options.

#### 8. DIVIDENDS PAID AND PROPOSED

	For the Six Months Ended 30 June	
	2015 HK\$	2014 HK\$
	(in thousands)	
	(unaudited)	(unaudited)
<b>Dividends declared and paid:</b>		
Special dividend of HK\$1.05 per Share for 2014 (2013: nil per Share)	5,446,461	—
Final dividend of nil per Share for 2014 (2013: HK\$0.98 per Share)	—	5,084,179
	<b>5,446,461</b>	<b>5,084,179</b>
<b>Dividends declared (not recognized as a liability as at 30 June):</b>		
Interim dividend of nil per Share for 2015 (2014: HK\$0.70 per Share)	—	3,636,814

The Board has recommended that no interim dividend be paid in respect of the six months ended 30 June 2015.

## Interim Financial Information

### Notes to Interim Financial Information

For the six months ended 30 June 2015

#### 9. SEGMENT INFORMATION

The Group's profits were contributed by Wynn Macau during the six months ended 30 June 2015 and 2014 and accordingly no segment results are presented for the six months ended 30 June 2015 and 2014.

The following table presents assets information for the Group's reportable segments as at 30 June 2015 and 31 December 2014, respectively:

	As at 30 June 2015 HK\$ (unaudited)	As at 31 December 2014 HK\$ (audited)
	(in thousands)	
<b>Total assets</b>		
Wynn Macau	10,720,327	12,083,436
Wynn Palace	20,358,940	14,401,006
Other Macau	719,752	7,267,012
Goodwill	398,345	398,345
<b>Total</b>	<b>32,197,364</b>	<b>34,149,799</b>

#### 10. PROPERTY AND EQUIPMENT AND CONSTRUCTION IN PROGRESS

For the six months ended 30 June 2015, the Group incurred HK\$6.1 billion (six months ended 30 June 2014: HK\$3.3 billion) on additions of property and equipment and construction in progress. The Group disposed of property and equipment and construction in progress with a net carrying amount of HK\$7.4 million (six months ended 30 June 2014: HK\$101.4 million).

## Interim Financial Information

### Notes to Interim Financial Information

For the six months ended 30 June 2015

#### 11. TRADE AND OTHER RECEIVABLES

Trade and other receivables consist of the following as at 30 June 2015 and 31 December 2014:

	<b>As at 30 June 2015 HK\$</b>	As at 31 December 2014 HK\$
	(in thousands) <b>(unaudited)</b>	(audited)
Casino	1,123,570	565,185
Hotel	6,117	4,665
Retail leases and other	103,591	155,505
	<b>1,233,278</b>	725,355
Less: allowance for doubtful accounts	<b>(199,832)</b>	(154,753)
<b>Total trade and other receivables, net</b>	<b>1,033,446</b>	570,602

The trade and other receivables are generally repayable within 14 days.

The Group typically advances commissions to gaming promoters at the beginning of each month to facilitate their working capital requirements. These advances were previously supported primarily by held checks and recognized as cash and cash equivalents (HK\$1.2 billion as at 31 December 2014). Market conditions in Macau and other regional economic factors have impacted the liquidity of certain gaming promoters. As a result, our advanced commissions to gaming promoters now are supported primarily with signed promissory notes. The advanced commissions are on terms requiring settlement within five business days of the month following the advance. The Group recognized advanced commissions of HK\$951.5 million as trade and other receivables in the accompanying condensed consolidated financial position as at 30 June 2015 and assesses these advanced commissions in connection with the Group's evaluation of its allowance for doubtful accounts. Additionally, the amount presented in the accompanying condensed consolidated financial position has been offset by related commissions payable to gaming promoters of HK\$338.2 million as at 30 June 2015.

## Interim Financial Information

### Notes to Interim Financial Information

For the six months ended 30 June 2015

#### 11. TRADE AND OTHER RECEIVABLES (continued)

An aged analysis of trade and other receivables is as follows:

	As at 30 June 2015 HK\$	As at 31 December 2014 HK\$
	(in thousands) (unaudited)	(audited)
Within 30 days	584,416	147,557
31 to 60 days	195,654	115,596
61 to 90 days	74,892	84,751
Over 90 days	378,316	377,451
	<b>1,233,278</b>	<b>725,355</b>
Less: allowance for doubtful accounts	(199,832)	(154,753)
Net trade and other receivables	<b>1,033,446</b>	<b>570,602</b>

#### 12. ACCOUNTS PAYABLE

During the six months ended 30 June 2015 and 2014, the Group normally received credit terms of 30 days. An aged analysis of accounts payable as at the end of the reporting period, based on invoice dates, is as follows:

	As at 30 June 2015 HK\$	As at 31 December 2014 HK\$
	(in thousands) (unaudited)	(audited)
Within 30 days	1,153,603	1,920,720
31 to 60 days	48,908	13,444
61 to 90 days	20,806	5,672
Over 90 days	368,962	68,888
	<b>1,592,279</b>	<b>2,008,724</b>

## Interim Financial Information

### Notes to Interim Financial Information

For the six months ended 30 June 2015

#### 13. OTHER PAYABLES AND ACCRUALS

Other payables and accruals consist of the following as at 30 June 2015 and 31 December 2014:

	As at 30 June 2015 HK\$ (unaudited)	As at 31 December 2014 HK\$ (audited)
	(in thousands)	
<b>Current:</b>		
Gaming taxes payable	596,552	958,574
Outstanding chip liabilities	2,259,261	2,441,930
Customer deposits	949,430	949,858
Donation payable	77,670	77,670
Other liabilities	499,154	543,974
	<b>4,382,067</b>	<b>4,972,006</b>
<b>Non-current:</b>		
Donation payable	369,872	434,601
<b>Total</b>	<b>4,751,939</b>	<b>5,406,607</b>

## Interim Financial Information

### Notes to Interim Financial Information

For the six months ended 30 June 2015

#### 14. INTEREST-BEARING BORROWINGS

		As at 30 June 2015 HK\$	As at 31 December 2014 HK\$
	Notes	(in thousands)	
		(unaudited)	(audited)
Bank loans, secured	(a)	11,609,090	8,417,922
Senior notes, unsecured	(b)	10,503,014	10,512,077
		<b>22,112,104</b>	18,929,999
Less: debt financing costs, net		(281,472)	(325,341)
<b>Total interest-bearing borrowings</b>		<b>21,830,632</b>	18,604,658

The borrowings are repayable as follows:

		As at 30 June 2015 HK\$	As at 31 December 2014 HK\$
	Notes	(in thousands)	
		(unaudited)	(audited)
<b>Bank loans:</b>	(a)		
In the second to fifth years, inclusive		11,609,090	8,417,922
Less: debt financing costs, net		(178,485)	(215,514)
		<b>11,430,605</b>	8,202,408
<b>Senior notes:</b>	(b)		
After the fifth years		10,503,014	10,512,077
Less: debt financing costs, net		(102,987)	(109,827)
		<b>10,400,027</b>	10,402,250
<b>Total</b>		<b>21,830,632</b>	18,604,658

## Interim Financial Information

### Notes to Interim Financial Information

For the six months ended 30 June 2015

#### 14. INTEREST-BEARING BORROWINGS (continued)

Notes:

(a) **Bank loans, secured**

The Wynn Macau Credit Facilities total HK\$19.5 billion equivalent, consisting of a HK\$7.4 billion equivalent fully funded senior term loan facility and a HK\$12.1 billion equivalent senior revolving credit facility.

The HK\$7.4 billion equivalent term loan facility matures in July 2018 with the principal amount to be repaid in two installments in July 2017 and July 2018. The final maturity for the revolving credit facility is July 2017, by which date any outstanding revolving loans must be repaid. The senior secured facilities bear interest at a rate of LIBOR or HIBOR plus a margin of between 1.75% and 2.50% depending on WRM's leverage ratio.

As at 30 June 2015, the Group had approximately HK\$7.8 billion in funding available under the revolving credit facility of the Wynn Macau Credit Facilities.

(b) **Senior notes, unsecured**

The Company has issued 5.25% fixed rate, unsecured senior notes due 15 October 2021 for an aggregate principal amount of US\$1.35 billion (approximately HK\$10.5 billion). The Company may use the net proceeds from the offering of the WML 2021 Notes for working capital requirements and general corporate purposes. The WML 2021 Notes are listed on the Hong Kong Stock Exchange.

#### **Fair value of debt**

The estimated fair value of the Group's outstanding debt instruments was approximately HK\$21.1 billion (31 December 2014: HK\$18.0 billion) with a book value of HK\$21.8 billion (31 December 2014: HK\$18.6 billion).

## Interim Financial Information

### Notes to Interim Financial Information

For the six months ended 30 June 2015

#### 15. COMMITMENTS

##### Operating lease commitments — Group as lessee

	As at 30 June 2015 HK\$	As at 31 December 2014 HK\$
	(in thousands)	
	(unaudited)	(audited)
Within one year	96,968	86,694
After one year but not more than five years	351,224	370,848
More than five years	452,996	496,979
	<b>901,188</b>	<b>954,521</b>

##### Operating lease commitments — Group as lessor

	As at 30 June 2015 HK\$	As at 31 December 2014 HK\$
	(in thousands)	
	(unaudited)	(audited)
Within one year	420,798	293,075
After one year but not more than five years	2,559,525	1,177,084
More than five years	392,132	197,255
	<b>3,372,455</b>	<b>1,667,414</b>

## Interim Financial Information

### Notes to Interim Financial Information

For the six months ended 30 June 2015

#### 15. COMMITMENTS (continued)

##### Capital commitments

	As at 30 June 2015 HK\$	As at 31 December 2014 HK\$
	(in thousands)	
	(unaudited)	(audited)
Contracted, but not provided for	6,965,506	11,524,863
Authorized, but not contracted for	2,795,459	3,855,062
	<b>9,760,965</b>	<b>15,379,925</b>

##### Other services commitments

	As at 30 June 2015 HK\$	As at 31 December 2014 HK\$
	(in thousands)	
	(unaudited)	(audited)
Within one year	316,579	250,941
After one year but not more than five years	611,318	520,561
More than five years	8,169	—
	<b>936,066</b>	<b>771,502</b>

As at 30 June 2015, the Group was committed to purchases for operating items totaling HK\$100.1 million (31 December 2014: HK\$150.8 million).

## Interim Financial Information

### Notes to Interim Financial Information

For the six months ended 30 June 2015

#### 16. LITIGATION

The Group did not have any material litigation outstanding as at 30 June 2015 and 31 December 2014. The following litigation is disclosed on a voluntary basis, and, as with all litigation, no assurance can be provided as to the outcome of this matter.

##### **Litigation in Macau**

WRM and certain individuals who are or were directors of WRM and/or the Company have been named as defendants in a lawsuit filed in the Court of First Instance of Macau (the "Macau Court") by Mr. Kazuo Okada ("Okada") and two of Okada's controlled companies, Aruze USA, Inc. and Universal Entertainment Corp. (collectively, the "Okada Parties"). The principal allegations in the lawsuit are that the redemption of the Okada Parties' shares in WRL was improper and undervalued, that the previously disclosed payment by WRM to an unrelated third party in consideration of relinquishment by that party of certain rights in and to any future development on the land in Cotai where the Company is constructing Wynn Palace was unlawful and that the Company's previously disclosed donation by WRM to the University of Macau Development Foundation was unlawful. The Okada Parties seek the dissolution of WRM and compensatory damages.

The Company has sought advice from counsel in Macau, and based on such advice, the Company believes that the claims are devoid of merit and are unfounded. The Company intends to vigorously defend WRM and the other defendants in the Macau Court lawsuit. Further details are contained in the Company's announcement dated 3 July 2015.

## Interim Financial Information

### Notes to Interim Financial Information

For the six months ended 30 June 2015

#### 17. RELATED PARTY DISCLOSURES

As at the end of the period, amounts due from/(to) related companies are unsecured, interest-free and repayable on demand.

The Group had the following material transactions with related companies:

Name of Related Companies	Relation to the Company	Primary Nature of Transactions	For the Six Months Ended 30 June	
			2015 HK\$ (unaudited)	2014 HK\$ (unaudited)
Wynn Resorts, Limited	Ultimate parent company	License fees (i)	394,984	638,904
Wynn Resorts, Limited	Ultimate parent company	Corporate support services (ii)	41,417	96,890
Wynn Resorts, Limited	Ultimate parent company	Share-based payment expenses	42,180	24,182
WIML	Subsidiary of Wynn Resorts, Limited	International marketing expenses (iii)	11,880	14,289
Worldwide Wynn	Subsidiary of Wynn Resorts, Limited	Staff secondment payroll charges (iv)	119,439	60,278
Wynn Design & Development	Subsidiary of Wynn Resorts, Limited	Design/development payroll (v)	34,193	79,858
Las Vegas Jet, LLC	Subsidiary of Wynn Resorts, Limited	Airplane usage charges (ii)	7,187	4,809

## Interim Financial Information

### Notes to Interim Financial Information

For the six months ended 30 June 2015

#### 17. RELATED PARTY DISCLOSURES (continued)

Except for the share-based payment expenses incurred with Wynn Resorts, Limited, all of the above transactions are noted as continuing connected transactions.

Notes:

(i) **License fees**

The license fee payable to Wynn Resorts, Limited equals the greater of (1) 3% of the gross monthly revenues of the intellectual property, as defined and (2) US\$1.5 million (approximately HK\$11.6 million) per month.

(ii) **Corporate support services**

The annual fee for the services provided by Wynn Resorts, Limited is based on an allocation of the actual proportion of Wynn Resorts, Limited's annual corporate departments' costs (including salaries and benefits for such employees during the period in which such services are rendered) and overhead expense related to the provision of such services, and in any event, such annual fee shall not exceed 50% of the aggregate annual corporate departments' costs and overhead expense incurred by Wynn Resorts, Limited during any financial year.

Wynn Resorts, Limited allows WRM and its employees to use aircraft assets owned by Wynn Resorts, Limited and its subsidiaries (other than the Group) at hourly rates set by Las Vegas Jet, LLC, a subsidiary of Wynn Resorts, Limited.

(iii) **International marketing expenses**

These administrative, promotional and marketing services are provided through branch offices located in various cities around the world under the direction and supervision provided by WIML. For the services provided under this arrangement, WIML charges a service fee equal to the total costs it incurs in rendering the services plus 5%.

(iv) **Staff secondment payroll charges**

Worldwide Wynn, a subsidiary of Wynn Resorts, Limited, is responsible for supplying management personnel to WRM for pre-determined lengths of time through secondment arrangements. Worldwide Wynn was compensated for these services with a service fee equal to its aggregate costs plus 5% to Worldwide Wynn of the seconded employees during the periods of secondment to WRM.

(v) **Design/development payroll**

Wynn Design & Development provides design and development services to the Group in connection with the Group's project in Cotai. A service fee is charged at cost incurred by Wynn Design & Development to the Group for the services provided.

## Interim Financial Information

### Notes to Interim Financial Information

For the six months ended 30 June 2015

#### 17. RELATED PARTY DISCLOSURES (continued)

The above transactions were carried out on terms mutually agreed between the Group and the related companies. There were no significant charges from the Group to the related companies during the six months ended 30 June 2015 and 2014. In the opinion of the Directors, the related party transactions were conducted in the ordinary and usual course of the Group's business.

All such outstanding balances between the Group and the related companies are deemed to be trade in nature.

##### **Home Purchase**

In May 2010, Worldwide Wynn entered into an employment agreement with Ms. Linda Chen, who is also a director of Wynn Macau, Limited. Under the terms of the employment agreement, Worldwide Wynn caused WRM to purchase a house in Macau for use by Ms. Chen. As at 30 June 2015, the net carrying amount of the house together with improvements and its land lease right was HK\$57.5 million (31 December 2014: HK\$59.6 million).

## Definitions

“Board of Directors” or “Board”	the Board of Directors of our Company
“Code”	the Corporate Governance Code and Corporate Governance Report set out in Appendix 14 of the Listing Rules
“Company” or “our 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
“Concession Agreement”	the Concession Contract for the Operation of Games of Chance or Other Games in Casinos in the Macau Special Administrative Region entered into between WRM and the Macau government on 24 June 2002
“Cotai Land Concession Agreement”	the land concession contract entered into between WRM, Palo and the Macau government for approximately 51 acres of land in the Cotai area of Macau, and for which formal approval from the Macau government was published in the official gazette of Macau on 2 May 2012
“Director(s)”	the director(s) of our Company
“Encore” or “Encore at Wynn Macau”	a casino resort located in Macau, connected to and fully integrated with Wynn Macau, owned and operated directly by WRM, which opened on 21 April 2010
“Galaxy”	Galaxy Casino, S.A., one of the six gaming operators in Macau and one of the three concessionaires
“Group”, “we”, “us” or “our”	our Company and its subsidiaries, or any of them, and the businesses carried on by such subsidiaries, except where the context makes it clear that the reference is only to the Company itself and not to the Group
“HIBOR”	Hong Kong Interbank Offered Rate

## Definitions

“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“IFRS”	International Financial Reporting Standards
“Las Vegas Jet, LLC”	Las Vegas Jet, LLC, a company formed under the laws of the State of Nevada, United States and a wholly-owned subsidiary of Wynn Resorts, Limited
“LIBOR”	London Interbank Offered Rate
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as amended from time to time)
“Macau” or “Macau Special Administrative Region”	the Macau Special Administrative Region of the PRC
“Macau Operations”	the fully integrated Wynn Macau and Encore at Wynn Macau resort
“Melco Crown”	Melco Crown Gaming (Macau) Limited, one of the six gaming operators in Macau and one of the three sub-concessionaires
“MGM Macau”	MGM Grand Paradise Limited, one of the six gaming operators in Macau and one of the three sub-concessionaires
“Model Code”	the Model Code for Securities Transactions by Directors of Listed Issuers set out in Appendix 10 of the Listing Rules
“MOP” or “pataca”	Macau pataca, the lawful currency of Macau
“NASDAQ” or “NASDAQ Stock Market”	National Association by Securities Dealers Automated Quotations

## Definitions

“Palo Real Estate Company Limited” or “Palo”	Palo Real Estate Company Limited, a limited liability company incorporated under the laws of Macau and an indirect wholly-owned subsidiary of the Company, subject to a 10% social and voting interest and MOP1.00 economic interest held by Mr. Wong Chi Seng (a Macau resident) in WRM
“PRC”, “China” or “mainland China”	the People’s Republic of China and, except where the context requires and only for the purpose of this interim report, references in this interim report to the PRC or China do not include Taiwan, Hong Kong or Macau; the term “Chinese” has a similar meaning
“SEC”	the U.S. Securities and Exchange Commission
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
“Share(s)”	ordinary share(s) with a nominal value of HK\$0.001 each in the share capital of our Company
“Shareholder(s)”	holder(s) of Share(s) of the Company from time to time
“SJM”	Sociedade de Jogos de Macau S.A., one of the six gaming operators in Macau and one of the three concessionaires
“Trust”	the trust constituted by the Trust Deed to service the employee ownership scheme
“Trust Deed”	the trust deed entered into between the Company and the Trustee (as may be restated, supplemented and amended from time to time) on 30 June 2014
“Trustee”	the trustee appointed by the Company for the purpose of the Trust, and as at the date of this report, Computershare Hong Kong Trustees Limited, a company incorporated in Hong Kong and having its registered office at 46th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong

## Definitions

“US\$”	United States dollars, the lawful currency of the United States
“U.S. GAAP”	the Generally Accepted Accounting Principles of the United States
“Venetian Macau”	Venetian Macau S.A., one of the six gaming operators in Macau and one of the three sub-concessionaires
“WIML”	Wynn International Marketing, Ltd., a company incorporated under the laws of Isle of Man and a wholly-owned subsidiary of Wynn Resorts, Limited
“WM Cayman Holdings Limited I”	WM Cayman Holdings Limited I, a company incorporated on 7 July 2009 as an exempted company with limited liability under the laws of the Cayman Islands and a wholly-owned subsidiary of Wynn Group Asia, Inc.
“WML 2021 Notes”	the US\$600 million (approximately HK\$4.7 billion) 5.25% senior notes due 2021 issued by the Company in October 2013 and the additional US\$750 million (approximately HK\$5.9 billion) 5.25% senior notes due 2021 issued by the Company on 20 March 2014, which were consolidated to form one single series of notes
“Worldwide Wynn”	Worldwide Wynn, LLC, a company formed under the laws of the State of Nevada, United States and a wholly-owned subsidiary of Wynn Resorts, Limited
“WRL Group”	Wynn Resorts, Limited and its subsidiaries (other than the Group)
“WRM”	Wynn Resorts (Macau) S.A., a company incorporated under the laws of Macau and a wholly-owned subsidiary of the Company

## Definitions

“WRM Shareholder Dividend Tax Agreement”	the agreement, entered into during June 2009 and July 2011, each for a term of five years between WRM and the Macau Special Administrative Region, effective retroactively to 2006, that provide for an annual payment to the Macau Special Administrative Region of MOP7.2 million in years 2006 through 2010 and MOP15.5 million in years 2011 through 2015 in lieu of Complementary Tax otherwise due by WRM shareholders on dividend distributions to them from gaming profits earned in those years
“Wynn Design & Development”	Wynn Design & Development, LLC, a company formed under the laws of the State of Nevada, United States and a wholly-owned subsidiary of Wynn Resorts, Limited
“Wynn Group Asia, Inc.”	Wynn Group Asia, Inc, a company formed under the laws of the State of Nevada, United States and a wholly-owned subsidiary of Wynn Resorts, Limited
“Wynn Las Vegas, LLC”	Wynn Las Vegas, LLC, a company formed under the laws of the State of Nevada, United States and a wholly-owned subsidiary of Wynn Resorts, Limited
“Wynn Macau”	a casino hotel resort located in Macau, owned and operated directly by WRM, which opened on 6 September 2006, and where appropriate, the term also includes Encore at Wynn Macau
“Wynn Macau Credit Facilities”	together, the HK\$7.4 billion (equivalent) fully-funded senior term loan facilities and the HK\$12.1 billion (equivalent) senior revolving credit facilities extended to WRM as subsequently amended from time to time and, refinanced on 31 July 2012 and upsized on 30 July 2013
“Wynn Palace”	an integrated resort to be operated by WRM that we are constructing on approximately 51 acres of land in the Cotai area of Macau in accordance with the terms of the Cotai Land Concession Agreement

## Definitions

“Wynn Resorts International, Ltd.”

Wynn Resorts International, Ltd., a company incorporated under the laws of the Isle of Man and a wholly-owned subsidiary of the Company

“Wynn Resorts, Limited”,  
“Wynn Resorts” or “WRL”

Wynn Resorts, Limited, a company formed under the laws of the State of Nevada, United States, our controlling shareholder (as defined in the Listing Rules)

## Glossary

"Adjusted Average Daily Rate"	adjusted average daily rate which is calculated by dividing total room revenues including the retail value of promotional allowances (less service charges, if any) by total rooms occupied including complimentary rooms
"Adjusted REVPAR"	adjusted revenue per available room which is calculated by dividing total room revenues including the retail value of promotional allowances (less service charges, if any) by total rooms available
"casino revenue"	revenue from casino gaming activities (gross table games win and gross slot win), calculated net of a portion of commissions and in accordance with IFRS
"chip(s)"	a token; usually in the form of plastic disc(s) or plaque(s) issued by a casino to customers in exchange for cash or credit, which must be used (in lieu of cash) to place bets on gaming tables
"daily gross win per gaming table"	gross gaming win for table games divided by number of tables divided by the number of days in the applicable period
"gaming promoters"	individuals or companies licensed by and registered with the Macau government to promote games of fortune and chance or other casino games to patrons, through the arrangement of certain services, including transportation, accommodation, dining and entertainment, whose activity is regulated by Macau Administrative Regulation no. 6/2002
"gross gaming revenue" or "gross gaming win"	the total win generated by all casino gaming activities combined, calculated before deduction of commissions
"gross slot win"	the amount of handle (representing the total amount wagered) that is retained as winnings. We record this amount and gross table games win as casino revenue after deduction of progressive jackpot liabilities and a portion of commissions

## Glossary

“gross table games win”	the amount of drop (in our general casino segment) or turnover (in our VIP casino segment) that is retained as winnings. We record this amount and gross slot win as casino revenue after deduction of a portion of commissions
“In-house VIP Program”	an internal marketing program wherein we directly market our casino resorts to gaming clients, including to high-end or premium players in the greater Asia region. These players are invited to qualify for a variety of gaming rebate programs whereby they earn cash commissions and room, food and beverage and other complimentary allowances based on their turnover level. We often extend credit to these players based upon knowledge of the players, their financial background and payment history
“promotional allowance”	the retail value of rooms, food and beverage and retail and other services furnished to guests (typically VIP clients) without charge
“Rolling Chip”	physically identifiable chip that is used to track VIP wagering volume for purposes of calculating commissions and other allowances payable to gaming promoters and Wynn Macau’s individual VIP players
“table drop”	the amount of cash deposited in a gaming table’s drop box that serves as a repository for cash, plus cash chips purchased at the casino cage
“turnover”	the sum of all losing Rolling Chip wagers within the VIP program
“VIP client” or “VIP player”	client, patron or player who participates in Wynn Macau’s In-house VIP Program or in the VIP program of any of our gaming promoters
“VIP table games turnover”	turnover resulting from VIP table games only



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