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澳門博彩控股有限公司
SJM HOLDINGS LIMITED

incorporated in Hong Kong with limited liability Stock Code : 880

INSIDE INFORMATION
TERM LOAN PROVIDED BY
SOCIEDADE DE TURISMO E DIVERSÕES DE MACAU

This announcement is issued by SJM Holdings Limited (the “**Company**”) pursuant to Part XIVA of the Securities and Futures Ordinance and Rule 13.09(2)(a) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited in relation to financial assistance provided by Sociedade de Turismo e Diversões de Macau, S.A. (“**STDM**”), the controlling shareholder of the Company.

The board of directors (the “**Board**”) of the Company is pleased to announce that, on 3 August 2022, the Company entered into a loan agreement (the “**Loan Agreement**”) with STDM, pursuant to which STDM has agreed to extend to the Company an unsecured term loan in the amount of HK\$2 billion (the “**Loan**”). The Loan is for a fixed period of 6 years from the date of drawdown. The interest rate of the Loan is four (4) per cent. per annum payable semi-annually or such other rate (to take into account any prevailing market conditions and other applicable factors) as agreed between the Company and STDM from time to time.

STDM will provide the Loan to the Company to enable the Company to invest in its principal subsidiary, SJM Resorts, S.A. (“**SJM Resorts**”) as part of the increase in share capital which SJM Resorts is required to have to pre-qualify for the tender process by which the Macau Government may grant SJM Resorts a 10-year gaming concession commencing on 1 January 2023. The Loan is pre-payable by the Company in whole or in part at any time without penalty. The Company’s obligations under the Loan will rank behind the secured obligations of the Company and SJM Resorts.

The Loan Agreement highlights both STDM and the Company’s confidence in the long-term growth potential of Macau notwithstanding the current difficult operating conditions, and the availability of the Loan further bolsters the Company’s balance sheet position and liquidity. The Board considers that the terms of the Loan Agreement are fair and reasonable and in the interests of the Company and its shareholders as a whole.

The Company has also declared its intention to undertake a rights issue to raise up to approximately HK\$3,031.2 million which will principally be applied to fund the increase in SJM Resorts' share capital. Details of the proposed rights issue are disclosed in a separate announcement of the Company dated 3 August 2022.

IMPLICATIONS UNDER THE LISTING RULES

As at the date of this announcement, STDM beneficially owns approximately 54.7% of the issued share capital of the Company. Therefore, STDM is a connected person of the Company, and the transactions contemplated under the Loan Agreement constitute connected transactions of the Company under Chapter 14A of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**"). As the Loan is conducted on normal commercial terms or better to the Company and is not secured by the assets of the Company and its subsidiaries, the Loan is fully exempted from shareholders' approval, annual review and all disclosure requirements pursuant to Rule 14A.90 of the Listing Rules. Holders of the Company's securities and potential investors are advised to exercise caution in dealing in securities in the Company.

By order of the Board
SJM Holdings Limited
Ho Chiu Fung, Daisy
Chairman and Executive Director

Hong Kong, 3 August 2022

As at the date of this announcement, the executive directors of the Company are Ms. Ho Chiu Fung, Daisy, Mr. Fok Tsun Ting, Timothy, Deputada Leong On Kei, Angela, Dr. So Shu Fai, Dr. Chan Un Chan and Mr. Shum Hong Kuen, David, the non-executive director of the Company is Mr. Tsang On Yip, Patrick and the independent non-executive directors of the Company are Mr. Tse Hau Yin, Ms. Wong Yu Pok, Marina, Mr. Yeung Ping Leung, Howard and Mr. Ho Hau Chong, Norman.