

23 December 2024

Issue of Restricted Share Rights

This notice is given under NZX Listing Rule 3.13.1 and relates to the issue of restricted share rights (“**RSRs**”) in SkyCity Entertainment Group Limited (the “**company**”) to certain senior executives.

Each RSR granted confers a right to receive one ordinary share in the company upon payment of the exercise price, and will only vest if the relevant employee remains continuously employed by the company (or a company within the SkyCity Group) from the date of issue until the relevant vesting date, as further described below. If those vesting conditions are not met, the RSRs will lapse and no shares will be awarded to the participating executives. No dividends will be paid on the RSRs.

Section 1: Issuer Information	
Name of issuer	SkyCity Entertainment Group Limited
NZX ticker code	SKC
Class of financial product	Restricted share rights
ISIN	Not quoted
Section 2: Capital Change Details	
Number issued	10,572,789 restricted share rights (Retention RSRs)
Issue price per security	Nil
Percentage of total class of financial products issued	100%
Exercise price	\$1.37 (subject to adjustment for dividends paid by the Company) (Exercise Price)
Exercise dates and terms	<ul style="list-style-type: none"> Tranche 1: between 15 January 2028 and 15 July 2029, conditional on the holder remaining an employee up to the exercise date and payment of the Exercise Price Tranche 2: between 15 July 2029 and 15 July 2031, conditional on the holder remaining an employee up to the exercise date and payment of the Exercise Price <p>Retention RSRs not exercised by the end of each of these respective periods will lapse. If the holder of the Retention RSRs ceases to remain an employee following an exercise date, such Retention RSRs may be exercised within a period of 90 days from the date they cease employment or will otherwise lapse</p>
Reason for issue and specific authority for issue	Pursuant to various retention arrangements, as approved by resolution of the SkyCity Entertainment Group Limited board

Total number of financial products of the class after the issue (excluding treasury stock) and total number of financial products of the class held as treasury stock after the issue	<ul style="list-style-type: none"> Tranche 1: 5,743,244 Tranche 2: 4,829,545 <p>None held as treasury stock</p>
Specific authority for the issue, including reference to the rule pursuant to which the issue is made	Pursuant to NZX Listing Rule 4.6.1
Terms or details of the issue	<p>The Retention RSRs are subject to the rules of the SkyCity Restricted Share Rights Long Term Incentive Plan.</p> <p>No dividends will be paid on a Restricted Share Right, but the Exercise Price will be reduced by the aggregate cash amount per share of any dividends paid by the Company between the grant date and the relevant date of exercise of the Retention RSR.</p> <p>The Retention RSRs are also subject to “malus” and “clawback” provisions, which include a broad Board discretion to amend the terms of, or seek to recover any benefits received under, or in connection with, the plan.</p> <p>The Retention RSRs will only vest if the holder remains an employee up to their exercise date.</p> <p>There are no performance hurdles associated with vesting of the Retention RSRs.</p>
Date of issue	23 December 2024
Section 3: Authority for this Announcement and Contact Person	
Name of person authorised to make this announcement	Phil Leightley Deputy General Counsel & Company Secretary
Contact person for this announcement	Phil Leightley
Contact phone number	(09) 971 5506
Contact email address	phil.leightley@skycity.co.nz
Date of release through MAP	23 December 2024