

Disclaimer



Disclaimer

The information contained in this Cooperation & Investment Proposition is selective and does not purport to contain all the information that a potential investor may require. Potential investors should conduct their own investigation and analysis, and are advised to seek their own professional advice on the legal, financial and taxation aspects related to the Transaction.

The Company is relying on information from international park specialist MAXMAKERS and this project was advised by independent international expert KPMG.

Estimates and projections contained in this Cooperation & Investment Proposition do not guarantee future results, and nothing in this Cooperation & Investment Proposition is, or should be interpreted or relied upon as a warranty or representation as to the future, nor should it replace the due diligence investigations which a prudent investor would be expected to make prior to investing in the project.

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Contents





	Page
1. Investment highlights	4
2. Land of Legends, Bojnice	5
2.1 Site location	6
2.2 Site accessibility	7
2.3 The proposed concept – Land of Legends, Bojnice	8
2.4 Project territory / Master plan	12
2.5 Project status	13
2.6 Investment Metrics & Market Performance	14
2.7 Financial Structure	15
Appendix	16
Site impressions	17
Ownership of the land	18
Ownership structure – Castor & Pollux, s.r.o	19
Contacts	20



1. Investment highlights



Investment highlights



1

To invest in a unique theme park project in Central and Eastern Europe. The park would be the first of its kind within the region. The project concept brief was developed in cooperation with local and international theme park specialist consultants (leading by MaxMakers).

2

The project is supported by **a committed local partner** (Castor & Pollux, s.r.o.) with clear vision and transparent ownership structure of the land and project. The local authorities of both Bojnice and Prievidza are supporting and fully cooperating with Castor & Pollux during the planning and development of he project. Almost **no property tax** (only 2% of usual).

3

The project is located in **Bojnice**, a well-known tourism destination and **a strong brand** in the region. The city is famous for its castle, the oldest zoo of Slovakia and its health and spa facilities. Bojnice currently attracts 500,000 tourists per year.

4

The site strategically located with a catchment area of 21 million residents and 21 million tourists within 4 hours travel time, incorporating key urban centers such as Bratislava, Vienna, Budapest and Brno.

5

The project is currently "ready to go" with a valid land use permit, subject to final design and permitting which can be achieved within a 12 month period. The project offers several opportunities for further development including expansion area and an optional land, which could be utilized for a range of development concepts. The Company had a vision to cooperate with a strong international experienced investor.



2. Land of Legends, Bojnice



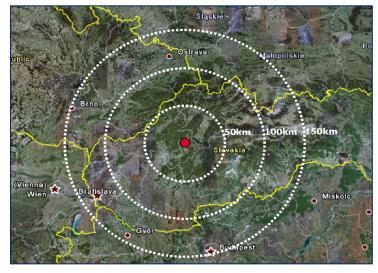
2.1 Site location



Located in a traditional tourist destination

The project site is situated between Bojnice and Prievidza in the Trencin Region of Slovakia.

- Bojnice is an established summer destination attracting ca. 500,000 unique visitors per year.
- The main attractions include:
 - Castle of Bojnice: the most visited castle in Slovakia where several international movies have been produced (ca. 170,000 visitors annually).
 - The oldest Slovak Zoo (with approx. 330,000 visits per year).
 - Bojnice Spa famous for its thermal waters and curative treatments (with approx. 130,000 visits per year).

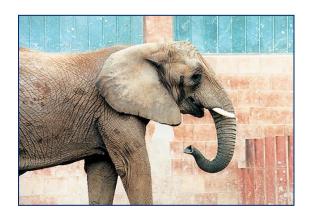


Health Spa Facilities

Castle of Bojnice



The oldest Zoo in Slovakia



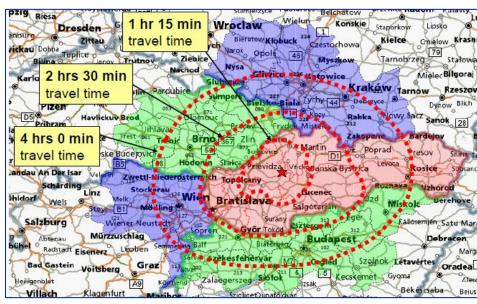
2.2 Site accessibility



Strategic location with a large catchment area

- Located in a beautiful, natural tourism destination in the upper Nitra river valley of Slovakia, close to the High Tatras region around 2 hours from Bratislava.
- Within 4 hours travel time from the site over 21 million residents live and approx. 21 million international visitors are recorded.
- Currently, there are no highways connecting the site with key urban centers, however, there are expansion plans for national roads #50 and #64, connecting with the highway.

Catchment area of the location



Source: MaxMakers

Location accessibility

Location	Bratislava	Kosice	Vienna	Budapest	Brno	Katowice	Krakow
Population (#)	425,000	235,000	1,725,000	1,620,000	350,000	300,000	755,000
Distance by car (km)	187	273	266	223	193	230	237
Travel time by car	2h 22m	3h 35m	3h 10m	3h 25m	2h 53m	3h 42m	3h 54m

2.3 The proposed concept - Land of Legends, Bojnice



VISION: A new leisure destination for Slovakia

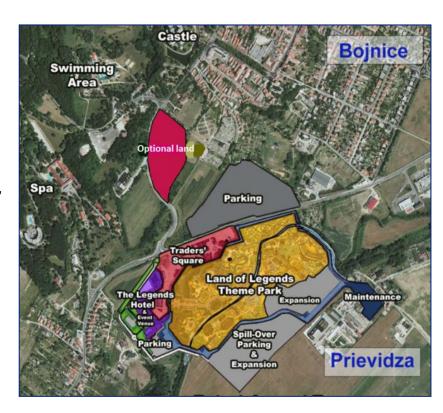
- The new development is aiming to become the premier integrated entertainment & leisure hub in Central and Eastern Europe and will help develop Bojnice into the leading entertainment and tourism destination of Slovakia.
- It will be a unique landmark venue where guests have fun with modern attractions, relax with friends and family and are inspired to learn something about the region's heritage and culture.
- The destination's anchor element will be the inspiring Land of Legends theme park, offering an attractive mix of themed rides, shows, attractions and all modern amenities based on stories and legends from Slovakia and neighboring countries.
- The park includes a reduced winter zone with indoor attractions, which together with the non-gated entertainment area outside the park will extend the busy summer and park will operate during the whole year.

The project concept contains the following main functions:

- Theme park (Land of Legends, Bojnice) with an Entertainment village (Traders' Square)
- 2. Themed family hotel with event venue The Legends Hotel

Optional land for further development

Furthermore, there remain the opportunity to integrate the optional land (3.5 ha) with the project concept.

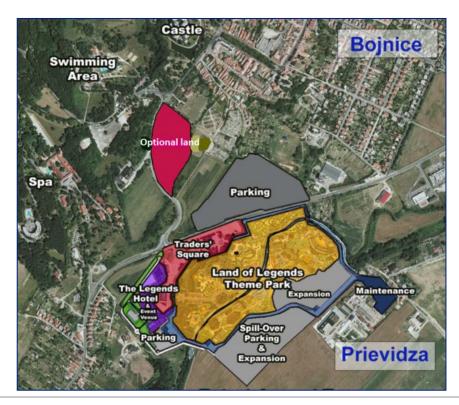


2.3 Concept brief – 1.) Theme park and entertainment village



Project characteristics*

- Total size of the theme park with expansion, the entertainment village and parking is 34 hectares. The theme park will initially cover 18 ha in 1st and then expand in the 2nd and 3rd phase of the development. In a case of sufficient financing the whole project can be developed in 1 phase.
- The entertainment village planned to be divided into different zones, legends from sports, movies and music to theme bars, cinema. The area will contain shops/retail outlets, restaurants/music/theatre/bars/ F&B stands, cinema, underground go-kart, bowling, attractions & games, outdoor stage area, guest services & ticket booths (or other based on the investor requirements).





*Source: MaxMakers

2.3 Concept brief – 2.) Themed hotel with event venue



Project characteristics*

- The Legends Hotel is a themed hotel telling legendary stories in line with the theme park and offers direct park access for its guests.
- The goal is that the hotel becomes a destination by itself and accommodation for Bojnice and theme park visitors.



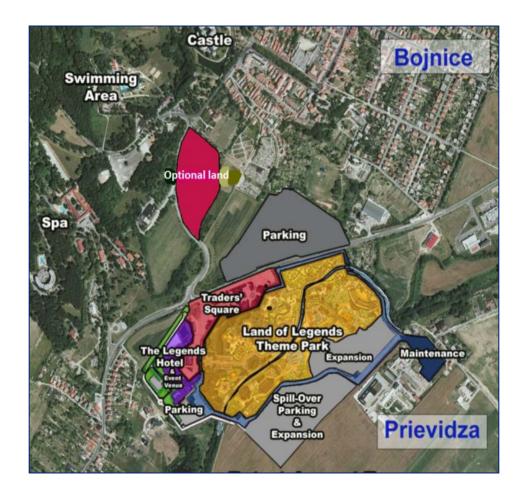
*Source: MaxMakers

2.3 Concept brief – Optional land



Key figures

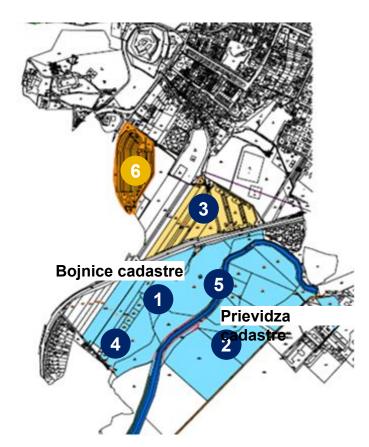
- Besides to the theme park, entertainment village and the themed hotel an optional land is also available for further developments.
- The land is located between the planned entertainment area and the tourist attractions of Bojnice (castle, spa, swimming area, etc.)
- The zoning of the 3,5 hectares land enables any type of residential, commercial or leisure development (e.g. apartments, wellness hotel, additional attractions, etc.)



2.4 Project territory / Master plan



Identification of the project's territory



The territory of the project is divided as follows:

Co	mponents	Area size
1	Theme park area – Bojnice cadastre (incl. entertainment village, Family hotel)	124, 532 sqm
2	Theme park area – Prievidza cadastre (incl. expansion area)	131,548 sqm
3	The lower parking area	46,031 sqm
4	Entrance area	3,899 sqm
5	Water area - Nitra river	27,849 sqm
	The entry communications and footpaths	9,066 sqm
SUBTOTAL		342,925 sqm
6	Optional land	31,505 sqm
то	TAL	374,430 sqm

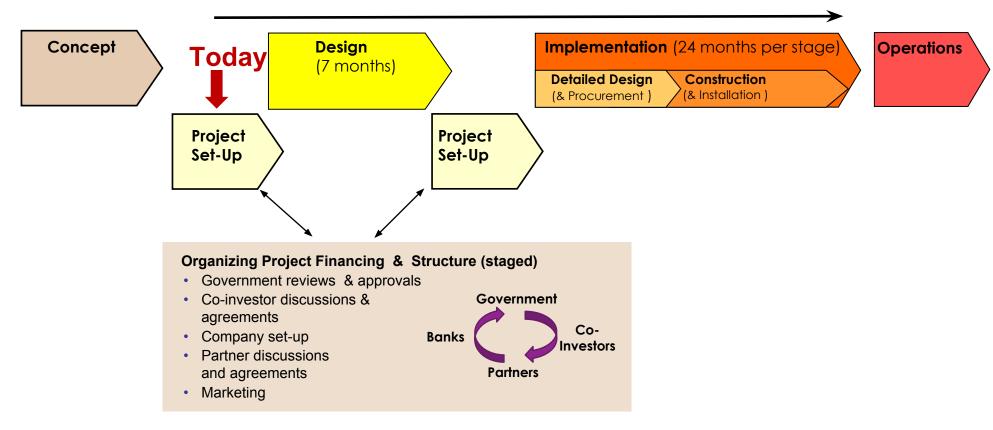
Appendix contains site impressions and information about the ownership structure of the land.

2.5 Project status



Accomplished

- · Land acquisition and local Government processes/ support
- Business planning (including market study, concept and feasibility study etc.)
 and conceptual master planning / park program
- Cooperation & partnering steps (e.g. Europe-Park / Maxmakers, others)
- Government discussions/ submission



2.6 Investment Metrics & Market Performance



Anticipated Performance

Total Budget: EUR 190 mil.
Including: theme park phases 1st -3rd, hotel and residential development *

■ Theme Park Budget: 1st Phase – EUR 36 mil. **
Complex seasonally operated theme park

■ IRR: 14-16%

■ Payback: 8 – 9 years

■ EBITDA: 36,8% - 40,2%





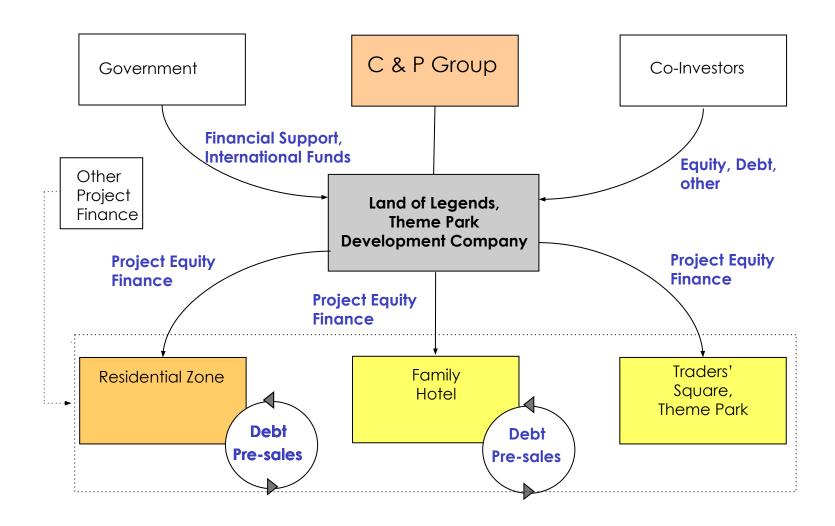




- * Optional: theme park phases 2nd and 3rd, hotel & residential development can be financially and functionally separated parts of the project
- ** The minimum investment in the project

2.7 Financial Structure







Appendix



Site impressions















Ownership of the land



From the total land assigned to the project, 45% is owned by the Company (including Mr. Badzgon – the owner of the Company).

i Become the property of Castor & Pollux based on the exchange agreement and the sales contract.

ii All of the Bojnice city lands will become the property of Castor & Pollux immediately after the first building permit.

With UNIKUM-BET (owned by Mr. Badzgon), the Company concluded sublease agreements for 50 years (signed in 2006) with right of first refusal.

^{iv} Castor & Pollux has with Bojnice city contract for the creation of an easement. The breakdown of the land assigned to the project divided per ownership is as follows:

Theme park in cadastre of Bojnice		
Castor & Pollux & Mr. Badzgon	57%	
Tenancy in common ⁱ	42%	
Bojnice city ⁱⁱ	1%	
Theme park in cadastre of Prievidza		
Castor & Pollux	55%	
Tenancy in common ⁱ	5%	
UNIKUM - BET (expansion area) ⁱⁱⁱ	40%	
The lower parking area		
Castor & Pollux & Mr. Badzgon	58%	
Bojnice city ⁱⁱ	42%	

The upper parking area	
Bojnice city ⁱⁱ	100%
The entry communications and footpaths	
Bojnice city ^{iv}	100%
Entrance	
Castor & Pollux	100%
Water area (Nitra river)	
Slovak water management Co	100%

Ownership structure – Castor & Pollux s.r.o.



Information about the company

- Castor & Pollux s.r.o. was established in 1992 and was registered in the Commercial Register on 15 March 1993 (Commercial Register of the District Court Bratislava I in Bratislava, Slovakia).
- The principal activities of the Company comprise of investment and developing activities. It is focusing on the development of residential and administrative buildings as well as development of projects in the area of tourism.
- Castor & Pollux s.r.o. is a limited liability company, the amount of its share capital is EUR 13,574,919.
- Castor & Pollux s.r.o. is a part of Castor & Pollux Group.
- UNIKUM BET s.r.o. (current 100% owner is Ing. Jan Badzgon, PhD.) is planned for the future new company created together with investor.

Ownership structure

■ The 100% owner of the Company is Ing. Jan Badzgon, PhD.



Castor & Pollux, Ltd. Štúrova 3, 811 02 Bratislava Slovak Republic

Tel.: +421/2/593 11 708 URL: www.kastor.sk

Contacts



All enquiries and communication of whatever nature regarding this Cooperation & Investment Proposition should be directed to:

JUDr. Jan Cipov Project Director

Castor & Pollux, s.r.o. Štúrova 3 811 02 Bratislava Slovakia

Mobile: +421 905 307 901 e-mail: jan.cipov@gmail.com