

# 2018 INVESTOR OVERVIEW

SPR & Promotions, LLC

7322 S. Rainbow Blvd., Ste. 50

Las Vegas, Nevada 89139





## Financial Summary Las Vegas Tribute Shows

This financial summary is based on a four-wall deal and/or purchasing contract with each hotel and casino in Las Vegas containing projected cost, profit and generated revenue. Four walling, or four wall distribution, is a term originally used in the film industry where a studio or distributor rents a movie theater for a period of time receiving the majority share of the box office revenue. Four wall arrangements are a typical business model for live entertainment shows wherein the performer or production company rents a venue and assumes all production, marketing and ticket sale costs and efforts. The venue simply provides the space.

### Four-Wall Distribution Arrangement

1 <sup>st</sup> wall	The Show
2 <sup>nd</sup> wall	The Technical Setup
3 <sup>rd</sup> wall	The Theater, Box Office, Security, Ushers, <i>etc.</i>
4 <sup>th</sup> wall	Marketing, Advertising & Promotions

Las Vegas Hotels and Casinos typically use a four-wall arrangement when negotiating show deal points. SPR can negotiate a number of revenue sharing combinations based on hotel interest level.

*\*Please refer to attached Tropicana Hotel & Casino Deal Memo*



## PURPLE REIGN - THE PRINCE TRIBUTE SHOW

LAS VEGAS, Oct. 19, 2017 /PRNewswire/ -- Purple Reign, the world's #1 Prince tribute starring Jason Tenner, has announced a Las Vegas residency at Tropicana Las Vegas. Set to debut on November 1, the award-winning Prince Tribute Show will bring its high-energy musical performance to Tropicana Theater as the 9 p.m. headlining show.

"We are thrilled to welcome our newest residency addition, Purple Reign to the Tropicana Theater," said Aaron Rosenthal, VP and General Manager for Tropicana Las Vegas. "Jason Tenner truly brings the legendary singer-songwriter to life with this internationally acclaimed tribute show featuring an electrifying performance to remember. This has been an exciting time for Tropicana Las Vegas and we're proud to add this one-of-a-kind cabaret-style show to our entertainment lineup."

Purple Reign: The Prince Tribute Show, presented by Reign Entertainment Productions, Inc. in joint partnership with Red Mercury Entertainment, captures the imagination and seamlessly re-creates the blistering performances and raw energy of Prince in his prime and returns guests to the era that made "The Artist" an international superstar. Featuring a tribute Morris Day and The Time, and Vanity 6, this show is a must see for Purple Rain movie fans and all live music fans alike. An award-winning Prince tribute, Purple Reign features Jason Tenner as Prince and returns guests to the era and blistering performances that made "The Artist" an international superstar.



Location: Tropicana Theater

Dates: Wed. - Sat. @ 9PM

Mezzanine: \$49.98

General Admission: \$69.99

Preferred: \$89.99

VIP: \$99.99



■ VIP PACKAGE 
 ■ VIP 
 ■ GENERAL ADMISSION 
 ACCESSIBLE

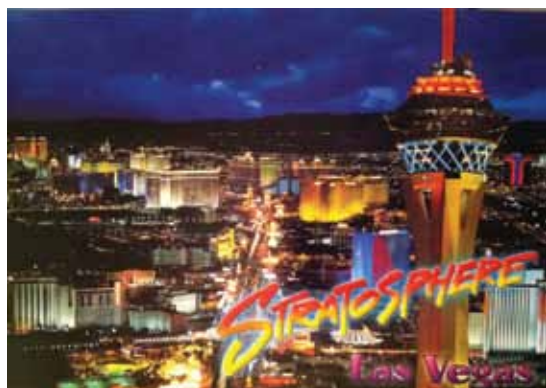




## MJ LIVE - MICHAEL JACKSON TRIBUTE SHOW

In 2009 the world lost a veritable pop icon. Michael Joseph Jackson rose to prominence as a member of the family band the Jackson 5 before launching a solo career in 1971, the likes of which no other living pop star has been able to eclipse. With a highly distinctive voice and moves smoother than Barry White on a good day, Jackson has left behind a legacy of momentous music. Don't miss this energy-filled tribute to the King of Pop!

Touted as the ultimate MJ tribute show, it's showcase of verified Michael Jackson hits from every era of his reign including Bad, Billie Jean, Beat It, Smooth Criminal, Don't Stop Till You Get Enough and Thriller, the production has it's very own MJ impersonator, a live backing band and dancers. Some say the voice of the star of the show is so spot on that if you close your eyes it's as if the King has returned!



Location: Stratosphere Hotel & Casino

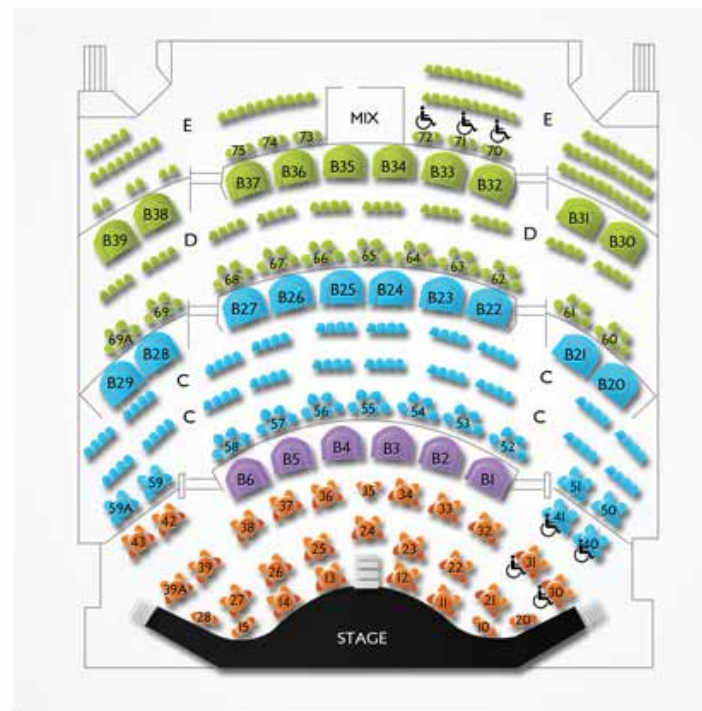
Dates: Daily @ 7PM

Mezzanine: \$49.95

General Admission: \$59.95

Preferred: \$69.95

VIP: \$79.95



# MICHAEL JACKSON STAGE SHOW TRIBUTE 2018

THE EVOLUTION  
OF A SUPER STAR



THE MUSIC THAT  
CHANGED THE WORLD

THE COMPLETE MICHAEL JACKSON TRIBUTE SHOW



## MJ THE EVOLUTION THE COMPLETE MICHAEL JACKSON TRIBUTE SHOW

SPR has developed the very unique stage production “MJ The Evolution” with help from Michael Jackson’s family members, former manager Dieter Wiesner, former choreographer and sound engineers. SPR has created a true-to-life showcase of the evolution of the world’s greatest performer. MJ the Evolution is a sonic, tonic fusion of dance and visuals effects that takes the audience on an immersive journey through the music and spirit of Michael Jackson and is destined to be the ultimate Michael Jackson Tribute Show.

Many tribute shows have come and gone, but MJ The Evolution will stand the test of time because of its unique cast, special guest appearances, and ultimately with the great support of the Jackson Family. We have developed a good working relationship with Jackson Family members that have agreed to support and promote the show and add creative input to make this show the ultimate Michael Jackson Tribute Show in the world. SPR will utilize strategic international entertainment industry contacts to market and promote the show globally.



Location: Tropicana Theater

Dates: 6 days/week

VIP: \$90

Preferred: \$75

General Admission: \$60



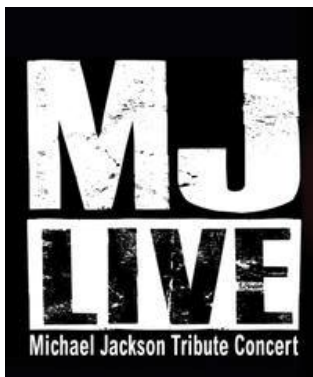
■ VIP PACKAGE 
 ■ VIP 
 ■ GENERAL ADMISSION 
 ACCESSIBLE



## Current Las Vegas Tribute Show Comps (Cost and Profit Margin)



Show: Purple Reign Prince Tribute Show  
Hotel: Tropicana Hotel & Casino  
Venue: Tropicana Show Room  
Capacity: 1000  
Dates: 4 nights/week  
Ticket Price: VIP \$82; Preferred \$73; GA \$54 and \$32  
Gate: 420 attendees average per week  
Profit: \$88K avg. week  
Cost: \$10K avg. week (including talent, crew and band)  
Advertising/Marketing/Promotion: \$5K avg. week



Show: MJ Live (Michael Jackson Tribute Show)  
Hotel: Stratosphere Hotel and Casino  
Venue: Stratosphere Show Room  
Capacity: 500  
Dates: 7 nights/week  
Ticket Price: VIP \$90; Preferred \$80; GA \$72  
Gate: 390 attendees avg. per week  
Profit: \$250K avg. per week  
Cost: \$30K avg. week (including talent, crew and band)  
Advertising/Marketing/Promotion: \$20K avg. week (split w/hotel)

# MJ The Evolution Tribute Show

## Projected Financial Summary

### (Cost and Profit Margin)



Show: MJ The Evolution (Michael Jackson Tribute Show)  
Hotel: Tropicana Hotel and Casino  
Venue: Tropicana Show Room  
Capacity: 1000  
Dates: 6 nights/week  
Ticket Prices: VIP \$90; Preferred \$75; GA \$60  
Gate: 700 attendees avg. per show/per day  
Profit Show: \$49K avg./show  
Profit Week: \$245K avg./week  
Cost: \$30K avg./week (including talent, crew and band)  
Advertising/Marketing/Promotion: \$25K avg. week, split w/hotel

*\*Tropicana Hotel has the option to purchase MJ The Evolution @ \$100K/week*



## Deal Memo for “MJ Evolution” \*2018-19+

**Issue Date:** October 10, 2017

**Offer Valid Until:** March 10, 2018

**Producer:** SPR & Promotions, Inc. (“Producer”)

**Client:** Tropicana Las Vegas, Inc. (“Tropicana”).

**Performance Venue:** TBD

**Performance Dates/Times:** TBD  
2018 First Year  
2019 Second Year Option

**Revenue:** Ninety percent (90%) of the revenue generated by ticket sales will be remitted to Company. Tropicana shall receive the remaining ten percent (10%) of the revenue generated by ticket sales.

All revenue related to food and beverage, hotel, gaming, and ticket service fees, shall be the sole and exclusive revenue of the Tropicana.

Tropicana’s ticket service fees shall be \$8.00 per ticket.

All expenses advanced by Tropicana, taxes, ticket fees and commissions, shall be deducted prior to the remittance to Company of ticket sales receipts. Should ticket sales receipts fail to cover the costs incurred by Tropicana on behalf of the production, Company shall have five (5) days to reimburse Tropicana for such expenses.

Producer shall have the right to sell merchandise at the Theater after the performances and Tropicana shall receive twenty percent (20%) of the gross merchandise sale. Staffing shall be provided by Producer.

**Expenses:** Producer is responsible for all expenses relating to the Performance, including but not limited to, production costs, all Marketing and Public Relations costs, Ushers (pursuant to active Culinary Union Agreement), EVS, Security, IATSE Local 720 Technical Crew (pursuant to active IATSE Contract).





**Performance Standards:** Producer agrees to present a first-class performance, the quality and nature of which to Producer's stature. Producer shall have sole discretion as to the contents of the performance; however, when so advised by Tropicana, Producer agrees to abide by standards set by the Tropicana for the Producer's Performance with respect to material Tropicana deems objectionable. At all times, Producer shall give a "first-class" performance without any disparaging remarks toward Tropicana, its directors, officers or employees. Notwithstanding the foregoing, Tropicana understands and acknowledges that Producer intends to present a Performance that is comedic in nature and that disparaging remarks are made in a comedic context. Tropicana also understands and acknowledges that the material that Producer may present in the course of the Performance may be intended for an adult audience and is likely to contain, in part, material which is inappropriate for children and those easily offended or that might be deemed by some members of the audience as lewd, obscene, or salacious. Subject to this Term, Producer shall have the sole discretion to select the content of the Performance. Nothing shall prohibit the Tropicana from indicating in its marketing, advertising, and promotional materials relating to the performance the adult nature of the performance, and Tropicana may restrict access to the performance to consenting adults.

**Usage/Rights:** Tropicana shall have the right to use the Producer's image and Performance in all print marketing initiatives to promote the Performance and Tropicana, including but not limited to outdoor billboards, digital and static marquee, in-room and other on-property video loops, magazines, Internet including Tropicana websites and social media pages, and direct-mail advertising.

**Publicity:** Tropicana shall have the right to publicize its association with Producer and Performance. Producer agrees to mention "Tropicana Las Vegas" name and Performance in all PR appearances, interviews and other related appearances.

**Compensation:** After all expenses have been paid, including the LET and any other taxes (IF APPLICABLE), Producer shall be paid any remaining balance of ticket proceeds subject to the "Revenue" section in the agreement, by check or wire transfer, which shall be provided to



Producer on or before 7 business days following the Performance.

**Special Provisions:**

**Tropicana** shall provide the following to Producer during the Term of the Agreement:

- Tropicana will work with Producer to secure a large dressing area for performers.
- VIP Room near Theater
- Up to 3 complimentary Suites for Producer.
- Up to 7 complimentary deluxe rooms for Producer.

**Producer** shall provide the following during the Term of the Agreement:

- Producer shall pay a non-refundable deposit to Tropicana in the amount of five thousand dollars (\$5,000.00). The non-refundable deposit in the amount of \$5,000.00 will be due within seven (7) days following the execution of this deal memo.
  - Producer shall use existing venue equipment (house PA system, stage, and lights). Any additional equipment not existing in Tropicana's inventory will be at the expense of the Producer, i.e. microphones, monitors, staging, cabling, consoles, etc.
- Producer shall be responsible for performers/acts, and any compensation to them, if applicable.
- Red Carpet Entrance near Theater
- Payment for all Culinary Union needed for a 6 hour minimum call for each usher. Rate of \$30.00 per hour per employee which will be based on show occupancy and determined at least 1 day prior to show.
- Payment for all stage employees necessary for this show. Labor charges will be billed to Company at \$77.60 per hour per employee and will be deducted from settlement. Any hours over 8 hours per day will be charged at the overtime rate of \$116.40 per hour



per employee, for those hours over 8, or over 40 hours during the entire week, Monday through Sunday.

**Conduct:**

Producer acknowledges that throughout the Term, Producer and their affiliates will not make any oral, written or recorded private or public statement or comment that is disparaging, critical, defamatory or otherwise damaging Tropicana or its affiliates.

If Producer is involved in any situation which reflects unfavorably upon them or which could jeopardize their value to Tropicana, Tropicana will have the right to terminate this agreement.

**Termination** (including but limited to):

- Failure of Producer to maintain specified service standards (to be mutually agreed upon) as further defined in the definitive Agreement.
- Failure of Producer to comply with gaming, licensing and regulatory standards.

**Insurance:** Producer must provide insurance as required by Tropicana.

This deal memo is an expression of interest and is subject to a fully executed Agreement by both parties. This deal memo shall be treated by each party as confidential information and shall not be disclosed to any third parties except for affiliates and advisors who need to know in connection with the transaction contemplated hereby, unless require pursuant to law, rule or regulation or to its auditors, legal advisors or regulators. Except for the immediately preceding sentence, this term sheet is for discussion purposes only, is non-binding and imposes no liability or obligation on the parties or their respective affiliates, and until execution and delivery of definitive agreements, either party shall have the absolute right to terminate all negotiations or renegotiate any terms for any reason or no reason without any liability or obligation to the other party. If the above terms are agreeable please sign where provided below.

# Term and Offering Summary

## SPR Enterprises, LLC

	Amount	SPR Enterprises	SPR Global	Song Management
*Investment	2.5M	33%	10%	Premier Option

\* 2M Equity Ownership and 500K Production Operating Budget

Offering 33% equity interest in SPR Enterprises with a 10% security interest in SPR Global

Ownership option for full share, first position option for right to contracts held by Song Management

## Operating Subsidiaries

(Projected Revenue, Market Valuation)

Subsidiary	Operations	12-Mo. Projected Revenue	Market Valuation
SPR Enterprises	Domestic Event Production	10M	3.5M
SPR Global	International Event Licensing & Logistics	100M	30M
Song Management	Celebrity Branding, Media & Management	500K – 5M	N/A