PROJECTED FINANCIAL INFORMATION
SIX FLAGS, INC.

For purposes of developing the Plan and evaluating its feasibility, Six Flags prepared the following financial projections reflecting its estimate of its expected consolidated financial position, results of operations, and cash flows for the years 2009 – 2013 on the basis of presentation and in accordance with the significant assumptions disclosed herein (the "Projections"). Accordingly, the Projections reflect Six Flags' judgment, as of the date of the Amended Disclosure Statement, of expected future operating and business conditions, which are subject to change.

Six Flags consolidates the non-debtor entities that own Six Flags Over Texas, Six Flags Over Georgia and Six Flags White Water Atlanta, as Six Flags has the most significant economic interest because it receives a majority of these entity's expected losses or expected residual returns and has the ability to make decisions that significantly affect the results of the activities of these entities. The equity interests owned by nonaffiliated parties in these entities are reflected in the accompanying Condensed Consolidated Projected Balance Sheets as redeemable noncontrolling interests. The portion of earnings from these parks owned by non-affiliated parties in these entities is reflected as net income attributable to noncontrolling interests in the accompanying Condensed Consolidated Projected Statements of Operations.

Six Flags is required to make an annual offer to purchase at specified prices up to a maximum number of 5% per year (accumulating to the extent not purchased in any given year) of limited partnership units in the underlying partnerships that own Six Flags Over Texas and Six Flags over Georgia and Six Flags White Water Atlanta. For purposes of the Projections, Six Flags has assumed that $30.0 million of limited partnership units will be purchased annually as a result of the annual offer, split between the Partnership Parks based on the same proportions as the partnership units tendered in 2009.

Six Flags has also included in the Projections the results of its parks in Mexico City, Mexico and Montreal, Canada (the "Foreign Parks"). The Foreign Parks are not debtors in these chapter 11 cases. However, the debtors own all of the significant interests in the entities that own and operate the Foreign Parks and will continue to exercise their financial and operating control upon the Effective Date.

Additionally, consistent with historical publicly filed financial documents, the Projections do not consolidate 100% of the financial results of dcp and HWP, as SFTP owns only a minority equity interest in those entities. Therefore, the Projections incorporate SFTP's equity in earnings from dcp and HWP on a forecasted basis, which is SFTP's share of dcp's and HWP's results.

All estimates and assumptions shown in the Projections were developed by Six Flags. The assumptions disclosed herein are those that Six Flags believes to be significant to the Projections. Although Six Flags is of the opinion that these assumptions are reasonable under the circumstances, such assumptions are subject to significant uncertainties, such as (i) attendance at the theme parks; (ii) in-park spending, which is driven largely by discretionary consumer income and spending trends; (iii) the general economic conditions; (iv) adverse weather conditions; (v) the size and demographic make-up of the regional market served by each theme park; (vi) the ability to attract sponsorship and licensing revenues; and (vii) changes to Six Flags' cost structure, particularly with regards to labor and benefits. Despite Six Flags' efforts to foresee and plan for the effects of changes in these circumstances, Six Flags cannot predict their impact with certainty. Consequently, actual financial results could vary significantly from the Projections.

THE PROJECTIONS SHOULD NOT BE REGARDED AS A REPRESENTATION OR WARRANTY BY SIX FLAGS OR ANY OTHER PERSON AS TO THE ACCURACY OF THE PROJECTIONS OR THAT ANY PROJECTIONS SET FORTH HEREIN WILL BE REALIZED.

THE PROJECTIONS WERE PREPARED BY SIX FLAGS; THEY HAVE NOT BEEN AUDITED OR REVIEWED BY INDEPENDENT ACCOUNTANTS. THE SIGNIFICANT ASSUMPTIONS USED IN THE PREPARATION OF THE PROJECTIONS ARE STATED HEREIN.

THE PROJECTIONS, INCLUDING THE UNDERLYING ASSUMPTIONS, SHOULD BE CAREFULLY REVIEWED IN EVALUATING THE PLAN.

As the Projections reflect annual estimated results, Six Flags has assumed, for the purpose of the Projections, actual results through September 2009 and that the Plan will be confirmed and that the Effective Date and the initial distributions take place as of December 31, 2009.

The Projections reflect the application of "Fresh Start" accounting rules pursuant to the American Institute of Certified Public Accountants' Statement of Position 90-7 "Financial Reporting by Entities in Reorganization Under the Bankruptcy Code." However, the effect on the Condensed Consolidated Balance Sheets of the Effective Date has been assumed to be limited to increasing Stockholders' Equity to an estimated fair value of $700 million, removing the balances for unsecured debt and mandatorily redeemable preferred stock that will be extinguished by the chapter 11 proceedings and writing off approximately $731 million of the unamortized goodwill balance. Additionally, the Condensed Consolidated Statement of Operations for 2009 includes in Other Expense, Net the costs of the reorganization, such as legal and other professional fees and the write-off of unamortized debt origination costs, discounts and premiums associated with debt subject to compromise by the chapter 11 proceedings. However, the Condensed Consolidated Statement of Operations for 2009 does not include the debt extinguishment gains or write-off of goodwill that would occur as a result of the implementation of the Plan.

The following financial information is included in the Projections for Six Flags:

- Projected Condensed Consolidated Balance Sheets of Six Flags as of December 31 for each of the fiscal years from 2009 through 2013;
- Projected Condensed Consolidated Statements of Operations of Six Flags for each of the fiscal years ending December 31 for the period from 2009 through 2013; and

- Projected Condensed Consolidated Statements of Cash Flows of Six Flags for each of the fiscal years ending December 31 for the period from 2009 through 2013.

The Projected Condensed Consolidated Balance Sheets present stockholders' equity as a single line item, and do not distinguish between common stock, paid-in capital and retained earnings or accumulated deficit. The Projected Condensed Consolidated Statements of Operations present operating results that include certain non-GAAP measures, such as Modified EBITDA, Modified EBITDA Margin, Minority Interest EBITDA, Equity in Earnings EBITDA, Adjusted EBITDA, Adjusted EBITDA Margin, EBITDA, EBIT, and EBT. Adjusted EBITDA is defined as the Company's net income (loss) before cumulative effect of changes in accounting principles, discontinued operations, income tax expense (benefit), other expense, early repurchase of debt (formerly an extraordinary loss), equity in operations of partnerships, minority interest in earnings (losses), interest expense (net), amortization, depreciation, stock-based compensation, gain (loss) on disposal of assets, interests of third parties in the Adjusted EBITDA of three parks that are less than wholly owned (consisting of the Partnership Parks), plus our interest in the Adjusted EBITDA of Six Flags Great Escape Lodge & Indoor Waterpark and dcp. Modified EBITDA is defined as Adjusted EBITDA plus the interests of third parties in the Adjusted EBITDA of the four parks that are less than wholly owned less our interest in the Adjusted EBITDA of Six Flags Great Escape Lodge & Indoor Waterpark and dcp. Free Cash Flow is defined as Adjusted EBITDA excluding (i) cash interest expense (net) and debt issuance costs, dividends and taxes paid in cash and (ii) capital expenditures, net of property insurance recoveries. Six Flags generally does not present these measures in its audited historical financial statements, nor does Six Flags present line items in the same format in its audited historical financial statements as used in the Projected Condensed Consolidated Statements of Operations. The Projected Condensed Consolidated Statements of Operations do not disclose estimated income/ (loss) per share of Six Flags common stock, which is typically presented with audited historical consolidated statements of operations, and the Projections do not provide detail that might otherwise accompany condensed consolidated financial statements prepared in accordance with generally accepted accounting principles. For example, Projected Condensed Consolidated Statements of Cash Flows do not provide details of investing and financing activities.

Unless noted otherwise herein, the Projections have been prepared on the basis of generally accepted accounting principles, consistent with those currently utilized by Six Flags in the preparation of its consolidated financial statements. The Projections should be read in conjunction with the significant assumptions, qualifications and notes set forth herein, the risk factors identified in Article VIII to the Amended Disclosure Statement and in the Quarterly Report on Form 10-Q for the quarter ended June 30, 2009 and with the audited consolidated financial statements for the fiscal year ended December 31, 2008 contained in Six Flags' 2008 Form 10-K and with Six Flags' second quarter 2009 Form 10-Q. Because these documents contain important information, users of this document are encouraged to read them. The forms 10-K and 10-Q are available free on Six Flags' website (www.sixflags.com) and from the SEC at www.sec.gov.

WHILE SIX FLAGS BELIEVES THE ASSUMPTIONS UNDERLYING THE PROJECTIONS, WHEN CONSIDERED ON AN OVERALL BASIS, ARE REASONABLE IN LIGHT OF

CURRENT CIRCUMSTANCES AND EXPECTATIONS, NO ASSURANCE CAN BE GIVEN THAT ANY PROJECTIONS WILL BE REALIZED.

A. INTRODUCTION AND GENERAL ASSUMPTIONS

Six Flags is the largest regional theme park operator in the world. After giving effect to the sale of seven parks in April 2007, the Company owns or operates 20 parks, including 18 operating domestic parks, one park in Mexico and one park in Canada. The 20 parks (which excludes the New Orleans park which has not operated since the damage sustained from Hurricane Katrina in late August 2005) had attendance of approximately 25.3 million during the 2008 season. Due to a variety of factors mentioned throughout the Amended Disclosure Statement, and as more fully described herein, attendance, in-park spending trends, and sponsorship/licensing revenues have declined during the 2009 operating season.

In 1998, Six Flags acquired the former Six Flags, which had operated regional theme parks under the Six Flags name for nearly forty years and established an internationally recognized brand name. Six Flags has worldwide ownership of the "Six Flags" brand name. To capitalize on this name recognition, 18 of the parks (excluding The Great Escape in Lake George, New York and La Ronde in Montreal, Canada) are branded as "Six Flags" parks.

Six Flags holds exclusive long-term licenses for theme park usage throughout the United States (except the Las Vegas metropolitan area), Canada, Mexico and other countries of certain Warner Bros. and DC Comics characters. These characters include Bugs Bunny, Daffy Duck, Tweety Bird, Yosemite Sam, Batman, Superman and others. In addition, the Company has certain rights to use the Hanna-Barbera and Cartoon Network characters, including Yogi Bear, Scooby-Doo, The Flintstones and others. Six Flags uses these characters to market its parks and to provide an enhanced family entertainment experience. The licenses include the right to sell merchandise featuring the characters at the parks, and to use the characters in Six Flags' advertising, as walk-around characters and in theming for rides, attractions and retail outlets. Six Flags believes using these characters promotes increased attendance, supports higher ticket prices, increases lengths-of-stay and enhances in-park spending.

Six Flags' parks are located in geographically diverse markets across North America. The theme parks offer a complete family-oriented entertainment experience. Six Flags' theme parks generally offer a broad selection of state-of-the-art and traditional thrill rides, water attractions, themed areas, concerts and shows, restaurants, game venues and retail outlets. In the aggregate, during 2008, Six Flags theme parks offered more than 800 rides, including over 120 roller coasters, making Six Flags the leading provider of "thrill rides" in the theme park industry.

Six Flags parks compete directly with other theme parks, water and amusement parks and indirectly with all other types of recreational facilities and forms of entertainment within their market areas, including movies, sports attractions and vacation travel. Accordingly, Six Flags' business is and will continue to be subject to factors affecting the recreation and leisure time industries generally, such as general economic conditions and changes in discretionary consumer spending habits. See those risk factors described in Article VIII to the Amended Disclosure Statement. Within each park's regional market area, the principal factors affecting direct theme park competition include regional economic trends, location, price, the uniqueness and perceived quality of the rides and attractions in a particular park, the atmosphere and cleanliness of a park and the quality of its food and entertainment offerings.

B. FYE 2009 – 2013 PLAN PROJECTIONS - MAJOR ASSUMPTIONS

The Projections make certain assumptions with respect to economic and business conditions for the period of 2009 through 2013. The assumptions underlying the Projections take into account recent trends in attendance, in-park spending and sponsorship/licensing as a basis for projecting future revenue growth, both organically through Six Flags' recurring customer-base as well as considering the ability to attract new customers. Furthermore, Six Flags has incorporated the impact of its most recent information regarding costs, including its capital expenditure programs, such that the Projections take into account the expected operating and cash flow impacts.

Net Sales:

Six Flags' revenue is primarily derived from the sale of tickets for entrance to the parks, the sale of food, merchandise, games and attractions inside our parks as well as sponsorship, licensing and other fees.

Sales reflect attendance and in-park expectations at each of Six Flags' theme parks, including the Partnership Parks. In preparing the Projections, revenues were divided into specific categories, including: season pass sales, other ticket sales, sponsorship and licensing, and various categories of consumer spending within Six Flags' theme parks (e.g. food and beverage, games and attractions, merchandise, etc). Each category was projected based on management's expectations to achieve revenue growth within the framework of current attendance trends. While recent trends have shown a slowdown in discretionary consumer spending, it is anticipated that in future periods attendance and spending trends, and consequently revenues, will stabilize and show moderate growth.

Cash Operating Expenses:

Cash Operating Expenses consist of operating expenses excluding non-cash items such as depreciation and amortization, share-based compensation and gains and losses on the sale of assets. Six Flags' principal costs of operations include salaries and wages, employee benefits, advertising, outside services, maintenance, utilities and insurance. A large portion of our expenses is relatively fixed. Costs for full-time employees, maintenance, utilities, advertising and insurance do not vary significantly with attendance. However, Six Flags' still aggressively manages expenses and as shown in the Projections, currently expects Cash Operating Expenses for 2009 to be below those shown in the Projections filed on August 20, 2009. As a result of these expense reductions, management reviewed and where appropriate revised some of the underlying assumptions for Cash Operating Expenses for 2010 through 2013.

Deferred Taxes and Provision for Income Taxes:

The issuance under the Plan of the New Common Stock, along with the cancellation of existing Equity Interests through the Plan, is expected to cause an ownership change to occur with respect to the Reorganized Debtors as of the Effective Date. As a result, section 382 of the Internal Revenue Code ("IRC") will apply to limit Six Flags' use of its consolidated NOLs after the Effective Date. Additionally, the Debtors' ability to use any remaining capital loss carry-forwards and tax credits may be limited.

However, the NOL analysis provided by Six Flags' external tax counsel indicates that Six Flags will have sufficient NOLs and a sufficient annual utilization limit to offset its federal regular taxable income during the projection period. For purposes of the Projections, the Condensed Consolidated Balance Sheets reflect the net deferred tax liability that is expected to exist immediately prior to the Effective Date. No adjustment to the balance has been made to reflect changes in the amount of NOLs resulting from the Plan or the extent to which such NOLs could be used to offset deferred tax liabilities. After the Effective Date, changes in the net deferred tax liabilities reflect the difference between income taxes estimated at a 39.5% rate and income taxes that are paid in cash. Potential book and tax basis differences in capital expenditures and other potential new temporary differences have not been reflected in the net deferred tax liability on the Condensed Consolidated Balance Sheets. The Projections provide for the payment of federal alternative minimum tax, as well as certain state and foreign taxes, estimated to total $10.0 million annually.

Share-Based Compensation:

The Condensed Consolidated Statements of Operations assume share-based compensation expense of $2.7 million, $23.2 million, $10.4 million, $6.3 million and $1.5 million for 2009, 2010, 2011, 2012 and 2013, respectively. The actual expense to be incurred will be driven by several factors, including the quantity and qualities of the share-based grants as well as the fair market value and volatility of the underlying stock.

Other Non-Cash Expenses:

Other non-cash expenses consist primarily of assumed net losses on the disposal of assets in the ordinary course of business.

Debt Extinguishment Gain:

The Condensed Consolidated Statement of Operations for 2009 does not reflect the debt extinguishment gain that would occur as a result of the adoption of the Plan. Such a gain would be the difference between the fair value of the consideration provided to the holders of compromised debt and the carrying amount of the debt prior to its settlement.

Discontinued Operations:

The income for discontinued operations has been assumed to total approximately $1.5 million for 2009, primarily related to the New Orleans park.

Capital Expenditures:

Six Flags regularly makes capital investments for new rides and attractions at its parks. Six Flags purchases both new and used rides and attractions. In addition, Six Flags rotates rides among parks to provide fresh attractions. Six Flags believes that the selective introduction of new rides and attractions, including family entertainment attractions, is an important factor in promoting each of the parks in order to achieve market penetration and encourage longer visits, which lead to increased attendance and in-park spending.

In addition, Six Flags generally makes capital investments in the food, retail, games and other in-park areas to increase per capita guest spending. Six Flags also makes annual enhancements in the theming and landscaping of our parks in order to provide a more complete family-oriented entertainment experience. Six Flags also invests in information technology designed to generate revenue, improve efficiency and to reduce operating costs.

As part of the annual budgeting process, the Company evaluates and prioritizes capital investments for the upcoming operating year and beyond. Based on the 2010 budgeting process that is currently underway, management refined its view on capital investment needs and reduced capital expenditures for 2010 through 2013 from those shown in the Projections filed on August 20, 2009.

Cash:

It is assumed that interest at an annual rate of approximately 1.0% for 2009 and 1.5% thereafter will be earned on surplus cash balances. The Exit Revolving Loans are assumed to be necessary to enable Six Flags to fund future working capital and other general operating needs, on an ongoing basis. For these purposes, it is forecasted that $0 will be required as of the Effective Date under the Exit Revolving Loans.

Debt:

The Plan contemplates the entry by Six Flags into an Exit Facility, which will consist of the Exit Term Loan and the Exit Revolving Loans. The Projections assume the Exit Term Loan in the amount of $650.0 million, a six-year maturity date, an interest rate of four and one quarter percentage points (4.25%) above LIBOR, with a LIBOR floor of 2.00%, and quarterly principal payments of approximately $1.6 million.

The Projections assume Exit Revolving Loans with a maximum availability on the Effective Date of $150 million, a maturity of five years, an interest rate of four and one quarter percentage points (4.25%) above LIBOR, with a LIBOR floor of 2.00%, and an unused line fee of one and one half percentage points (1.50%). The Exit Revolving Loans will be used to finance seasonal working capital and other general corporate needs on an ongoing basis.

The Plan also contemplates the entry by Six Flags into the New TW Loan. The Projections assume the New TW Loan will be used to finance future "put" obligations after the Company funds the first $10.0 million to $15.0 million (depending on the year), a five year maturity, and interest at five and one quarter percentage points (5.25%) above LIBOR, with a LIBOR floor of 2.50%.

Stockholders' Equity:

Stockholders' Equity in the Projections has been assumed to have a fair value of $700 million at the Effective Date, with the book value changed during the projection period by the net income (loss) attributable to Six Flags excluding share-based compensation. No contributions, distributions or other changes in equity are assumed in the Projections.

Future Business Opportunities:

The Projections assume that there are no strategic acquisitions, ventures, divestitures and other new business opportunities that could be pursued by Six Flags outside of Six Flags' existing operations and investments.

Projected Condensed Consolidated Balance Sheets

($ in thousands)

	December 31				
	2009P	**2010P**	**2011P**	**2012P**	**2013P**
Assets:					
Cash	$35,066	$54,543	$95,577	$180,657	$309,561
Accounts Receivable	18,437	18,880	19,149	19,216	19,343
Inventories	19,115	20,125	20,626	21,282	21,760
Prepaid Expenses and other	41,267	41,783	43,065	42,795	43,133
Total Current Assets	**$113,885**	**$135,331**	**$178,417**	**$263,950**	**$393,797**
Net Property Plant & Equipment	1,517,349	1,452,554	1,379,359	1,295,598	1,211,269
Other Assets	432,509	424,616	424,187	426,979	420,893
Total Assets	**$2,063,743**	**$2,012,501**	**$1,981,963**	**$1,986,527**	**$2,025,959**
Liabilities and Equity					
Accounts Payable	$22,143	$19,774	$20,381	$20,253	$20,413
Accrued Expenses	102,606	99,041	102,081	101,440	102,240
Other Current Liabilities	19,091	19,493	20,204	20,387	20,736
Total Current Liabilities	**$143,840**	**$138,308**	**$142,666**	**$142,080**	**$143,389**
Long-Term Debt (Including Current Portion)	$686,844	$676,843	$652,507	$634,500	$628,000
Liabilities from Discontinued Operations	-	-	-	-	-
Other Long-Term Liabilities	60,892	57,992	48,992	46,092	43,193
Deferred Income Taxes	116,233	112,764	125,906	150,712	184,976
Redeemable Noncontrolling Interests	355,933	325,933	295,933	265,933	235,933
Manditorily Redeemable Preferred Stock	-	-	-	-	-
Total Stockholders' Equity	700,000	700,662	715,960	747,209	790,468
Total Stockholders' Equity and Liabilities	**$2,063,743**	**$2,012,501**	**$1,981,963**	**$1,986,527**	**$2,025,959**

Projected Condensed Consolidated Statements of Operations

($ in thousands)

	Years Ended December 31				
	2009P	**2010P**	**2011P**	**2012P**	**2013P**
Net Sales	$915,568	$953,263	$1,002,205	$1,028,617	$1,058,244
Cost of Sales	77,087	81,158	83,180	85,825	87,752
Gross Profit	**838,481**	**872,105**	**919,025**	**942,792**	**970,492**
Gross Margin	*91.6%*	*91.5%*	*91.7%*	*91.7%*	*91.7%*
Cash Operating Expenses	625,000	619,000	638,000	634,000	639,000
Modified EBITDA	**$213,481**	**$253,105**	**$281,025**	**$308,792**	**$331,492**
Modified EBITDA Margin	***23.3%***	***26.6%***	***28.0%***	***30.0%***	***31.3%***
Less: Minority Int. EBITDA/Equity in Earnings EBITDA	(23,481)	(22,105)	(20,025)	(17,792)	(15,493)
Adjusted EBITDA	**$190,000**	**$231,000**	**$261,000**	**$291,000**	**$316,000**
Adjusted EBITDA Margin	***20.8%***	***24.2%***	***26.0%***	***28.3%***	***29.9%***
Less Depreciation & Amortization	142,647	149,177	155,074	160,520	166,065
Less Other Non-Cash Expenses	7,540	7,500	5,000	5,000	5,000
EBIT	**$63,294**	**$96,428**	**$120,951**	**$143,272**	**$160,427**
Less Interest Expense (Net)	(100,809)	(56,057)	(51,512)	(48,562)	(46,644)
Less Other Expense (Net)	(156,708)	(23,838)	(10,851)	(6,593)	(1,722)
EBT	**($194,223)**	**$16,533**	**$58,588**	**$88,117**	**$112,061**
Less Taxes	(2,936)	(6,531)	(23,142)	(34,806)	(44,264)
Less Discontinued Operations	1,478	0	0	0	0
Net Income / (Loss)	**($195,681)**	**$10,002**	**$35,446**	**$53,311**	**$67,797**
Less: Net Income attributable to noncontrolling interests	(35,072)	(32,629)	(30,549)	(28,316)	(26,016)
Net Income / (Loss) attributable to Six Flags, Inc	**($230,753)**	**($22,627)**	**$4,897**	**$24,995**	**$41,781**

Projected Condensed Consolidated Statements of Cash Flows

($ in thousands)	Years Ended December 31				
	2009P	2010P	2011P	2012P	2013P
Cash Flow from Operating Activities					
Net Income / (Loss)	($195,681)	$10,002	$35,446	$53,311	$67,797
Depreciation and Amortization	142,647	149,177	155,074	160,520	166,065
Net Change in Working Capital	14,737	(7,501)	2,305	(1,038)	366
Other Cash Flows from Operations	45,030	31,430	25,093	38,610	43,192
Cash Flow from Operating Activities	**$6,733**	**$183,108**	**$217,918**	**$251,403**	**$277,420**
Cash Flow From Investing	**($85,898)**	**($91,000)**	**($92,000)**	**($90,000)**	**($86,000)**
Cash Flow From Financing	**($96,520)**	**($72,630)**	**($84,885)**	**($76,323)**	**($62,516)**
Effect of Exchange Rate	419	-	-	-	-
Net Cash Flow	**($175,266)**	**$19,478**	**$41,033**	**$85,080**	**$128,904**
Beginning Cash and Cash Equivalents	**$210,332**	**$35,066**	**$54,543**	**$95,577**	**$180,657**
Ending Cash and Cash Equivalents	**$35,066**	**$54,543**	**$95,577**	**$180,657**	**$309,561**
Free Cash Flows:					
Adjusted EBITDA	$190,000	$231,000	$261,000	$291,000	$316,000
Capital Spending (Net)	(100,017)	(91,000)	(86,000)	(81,000)	(86,000)
Cash Interest & Cash Taxes	(92,096)	(57,879)	(55,138)	(52,162)	(50,244)
Free Cash Flow	**($2,113)**	**$82,121**	**$119,862**	**$157,838**	**$179,755**

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