

BUSINESS PLAN

MSD TECH BV

1. Overview of the Business Products and services as well as proprietary IP

The strategic acquisition of the company was meticulously planned with a primary focus on targeting alternative international markets that are often overlooked by other entities, thereby adopting a 'route less traveled' approach to position the company well and gain a distinctive competitive advantage.

Presently, the company operates through a third-party platform, audited by BMM Testlabs, that offers an array of comprehensive managed and technological services, with a strong emphasis on generating substantial traffic and expanding its market reach in alternative markets beyond conventional boundaries. As the company progresses and achieves a stable cash flow and Gross Gaming Revenue (GGR) across both its sportsbook and casino verticals, plans are in place to transition towards acquiring the platform itself, thereby gaining greater autonomy and control over its operations and technological infrastructure as well as the costs related thereto.

Additionally, the company aims to strategically recruit key personnel such as a Chief Technology Officer (CTO) to drive innovation, enhance platform functionality, and ensure seamless user experiences across all gaming segments.

In its initial stages, the company has opted to outsource First Line Customer Support as a cost-effective measure until its operational scale demands an internal support team. This strategic decision allows the company to allocate resources efficiently, focusing on core business functions and revenue-generating activities. The overarching business readiness strategy is structured across multiple stages, each strategically designed to optimize operational efficiency, drive revenue growth, and solidify the company's position as a leading player in the competitive gaming landscape.

During the first 6 months, the primary focus remains on aggressively increasing traffic through targeted affiliate marketing channels, leveraging partnerships, and deploying data-driven marketing campaigns to bolster revenue streams and amplify cash flow generation.

The subsequent phase, spanning from months 6 to 12, entails a comprehensive evaluation of product performance metrics and customer feedback analysis to fine-tune customer retention strategies. Tailored retention initiatives and personalized engagement programs are deployed

to foster long-term customer loyalty, thereby further enhancing revenue streams and consolidating market share.

The roadmap extends to months 12 to 24, where the company endeavors to optimize its technological infrastructure by transitioning towards acquiring its own platform and proprietary tools. This shift enables the company to leverage advanced analytics, artificial intelligence, and predictive modeling to enhance customer experiences, drive operational efficiencies, and unlock new revenue streams through targeted upselling and cross-selling.

Looking ahead, the final phase from months 24 to 36 focuses on scaling up the company's workforce by strategically recruiting key personnel, including experienced developers, data scientists, marketing specialists, and operational experts. This expansion not only bolsters the company's capabilities in innovation, product development, and marketing but also reinforces its long-term sustainability, resilience, and competitiveness in the ever-evolving gaming industry landscape.

Our three-year journey is one towards sustainable growth, market leadership, and operational excellence in the dynamic and competitive realm of online gaming.

Following the three years the company intends to own the following Intellectual Property:

- Domains
- Trademarked Logo and branding.
- Source code to multifunctional platform and back-office.
- Database of retained players across casino and sportsbook verticals.

2. The Current State of Play in I-gaming

Expansion of the i-Gaming Market

The i-gaming market, encompassing online casino gaming, sports betting, and other forms of interactive gaming, has experienced significant expansion in recent years. This growth can be attributed to several key factors, including technological advancements, changing consumer preferences, regulatory developments, and globalization. In this comprehensive analysis, we will delve into the drivers of i-gaming market expansion, emerging trends, challenges, and opportunities for industry players.

2.1 Technological Advancements

The proliferation of high-speed internet connectivity, mobile devices, and advanced gaming software has revolutionized the i-gaming landscape. Players can now access a wide range of gaming options conveniently from their smartphones, tablets, or computers, leading to increased engagement and market penetration. Additionally, innovations such as virtual reality (VR) and augmented reality (AR) are enhancing the immersive gaming experience, attracting a new segment of tech-savvy players.

2.2 Changing Consumer Preferences

New, younger adult consumers, known for their digital fluency and preference for online experiences, are driving the growth of the i-gaming market. These demographics value convenience, interactivity, and personalized content, which online gaming platforms can deliver effectively. The shift towards digital entertainment and social gaming has further fueled the demand for i-gaming products and services.

2.3 Regulatory Developments

Regulatory frameworks governing i-gaming vary widely across different regions. However, several jurisdictions have embraced online gambling legalization and regulation, creating a more conducive environment for industry expansion. Markets such as the United Kingdom, Malta, and New Jersey (USA) have established robust regulatory regimes that provide consumer protection, ensure fair gaming practices, and promote responsible gambling.

Curacao's new legal framework will enable us to have an international regulatory base, which is reputable, enabling our operations to flourish.

2.4 Globalization and Market Access

The i-gaming industry has transcended geographical boundaries, allowing operators to access international markets and diversify their customer base. Cross-border partnerships, regulatory harmonization efforts, and technological interoperability have facilitated market entry for operators, leading to increased competition and innovation. Emerging markets in Asia-Pacific, Latin America, Oceania, and Africa present opportunities for those with the technical drive and local knowledge. It is our aim to find the markets less visited and establish first presence.

2.5 Emerging Trends and Opportunities

a. Mobile Gaming Dominance: The shift towards mobile-first gaming experiences is evident, with mobile devices accounting for a significant share of i-gaming revenue. Operators are focusing on developing mobile-responsive platforms, optimizing user interfaces, and offering exclusive mobile promotions to capitalize on this trend.

2.6 Live Dealer and Esports Integration: The integration of live dealer games and esports betting has gained traction, attracting a broader audience and enhancing player engagement. Live streaming technologies, interactive gameplay, and esports tournaments are driving growth in these segments.

2.7 Cryptocurrency and Blockchain Adoption: The use of cryptocurrencies such as Bitcoin and blockchain technology is gaining momentum in the i-gaming industry. Blockchain offers transparency, security, and faster transaction processing, making it an attractive payment option for players and operators alike. Using crypto currencies in a regulated manner, by applying KYC procedures, ID Verification and overall transaction monitoring, can add value to our offering.

2.8. Personalized Gaming Experiences: Data analytics and artificial intelligence (AI) are being leveraged to personalize gaming experiences, offering tailored recommendations, rewards, and promotions based on player preferences and behavior. This personalized approach enhances player retention and lifetime value.

2.9. Challenges and Considerations

a. Regulatory Complexity: Navigating diverse regulatory environments and compliance requirements remains a challenge for i-gaming operators. Regulatory changes, tax implications, and anti-money laundering (AML) measures require ongoing monitoring and adaptation. Our managing director together with our Compliance Officer are seasoned AML, Tax and legal specialists that will help us navigate these complexities.

b. Cybersecurity Risks: The i-gaming industry is vulnerable to cybersecurity threats such as data breaches, hacking, and fraud. Operators must invest in robust cybersecurity measures, encryption technologies, and secure payment gateways to protect player data and financial transactions. Our platform uses state of the art anti-fraud technology and security mechanisms in order to counter these risks.

c. Responsible Gambling: Promoting responsible gaming practices and addressing problem gambling concerns are critical for industry sustainability. Operators need to implement effective responsible gaming tools, age verification measures, and player self-exclusion options to mitigate social and regulatory risks. We will strive to treat our players well, identify their problems and concerns and enable them to have an entertainment experience as opposed to problem gambling.

2.10 Future Outlook and Strategies

The future of the i-gaming market looks promising, driven by technological innovation, expanding market reach, and evolving consumer preferences. To capitalize on growth opportunities and navigate challenges effectively, we will consider the following strategies, in line with those outlined in section (1) above:

- a. Innovation and Differentiation: Continuously innovate by offering new gaming formats, innovative features, and exclusive content to differentiate from competitors and attract diverse player segments.
- b. Global Expansion: Explore untapped markets in emerging regions while ensuring regulatory compliance, localization of content, and adaptation to cultural preferences.
- c. Technology Investment: Invest in advanced gaming technologies, AI-driven analytics, and blockchain solutions to enhance security, scalability, and personalized gaming experiences.
- d. Partnerships and Collaborations: Form strategic partnerships with content providers, payment processors, and regulatory bodies to strengthen market presence, access new resources, and navigate regulatory complexities.
- e. Responsible Gaming Initiatives: Prioritize responsible gaming practices, player protection, and community engagement to build trust, mitigate regulatory risks, and contribute positively to societal well-being.

The expansion of the i-gaming market is driven by a convergence of technological innovation, changing consumer dynamics, regulatory developments, and globalization trends. While opportunities abound for industry growth and diversification, operators must navigate challenges such as regulatory complexities, cybersecurity risks, and responsible gaming concerns effectively.

3. Company Management and Organizational Structure

The company will initially start with a minimum viable organizational structure, targeted at increasing revenues and structures by leveraging third party software. Once revenues are generated consistently the Company will employ a CFO, CTO and a CCO. This is estimated to take between 18-24 months. Therefore, the company will start off with its Managing Director based in Curacao, its CEO, together with its Legal & Compliance Officer, who shall travel to Curacao frequently.

Proposed Organisational Structure

Board of Directors

The Applicant will ensure that members of the Board:

- are of sufficiently good repute;
- possess sufficient knowledge, skills and experience to perform their duties;
- possess adequate collective knowledge, skills and experience to understand the Applicant's activities, including the risks;
- reflect an adequately broad range of experiences;
- commit sufficient time to perform their functions in the Applicant;
- act with honesty, integrity and independence of mind to effectively assess and challenge the decision of senior management where necessary and to effectively oversee and monitor management decision making; and
- meet the individual standards as set out by the regulator.

The Initial Managing Director (elaborated upon below) have been assessed by the Applicant as meeting these standards, and moreover due diligence will be completed on all individuals to ensure the same standards are met when appointing new members to the Board. Furthermore, the Applicant will ensure that the members of the Board do not hold more directorships than is appropriate,

taking into account individual circumstances and the nature, scale and complexity of the Applicant's activities and the time required to be dedicated to the functions implied in the particular role.

The Applicant will ensure that the Board defines, oversees and is accountable for the implementation of corporate governance arrangements that ensure effective and prudent management of the Applicant, including segregation of duties in the organisation and the prevention of conflicts of interest, and in a manner that promotes the interests of customers. The company will ensure that the Management Body:

- has overall responsibility for such management.
- oversees the implementation of the Applicant's strategic objectives, risk strategy and internal governance;
- ensures the integrity of the Company's accounting and financial reporting systems, including financial and operational controls and compliance with the Curacao regulatory system;
- has oversight of the process of disclosure and communications to the regulator and FIU.
- that there is effective segregation of duties; and
- there are robust controls in place to prevent conflicts of interest.

The Board of Directors will be reporting and accountable to the shareholder(s) and financiers of the company if applicable.

Initially, the board of directors of the Applicant will be composed of one corporate Managing Director which is being proposed to carry out her role from Curacao. The board will be increased as the company is able to recruit and elevate its employees to higher positions and generates the revenue to do so.

Internal Control Functions

The Applicant considers its internal control functions as being essential to ensure effective risk management, compliance, and overall soundness of the Applicant. The internal control functions will be organized and its effectiveness enhanced in line with the three lines of defence model.

First Line

The first line of defence will be undertaken by those in managerial positions and involved in the day-to-day operations of the Applicant. Such individuals will be responsible for identifying risks, implementing controls and monitoring and reporting any incidents or deviations. Although the responsibility for the first line of defence will mainly rest with those in a more senior position within the Applicant (i.e. those with C Level roles), a collaborative approach will be taken and all employees will be involved, to a certain extent, in risk-awareness and be given the necessary tools and skills to enable them to adhere to policies and contribute to a robust risk management culture within the Applicant.

Second Line

The second line of defence will, initially, be undertaken by the Compliance Officer and the MLRO with support from the Risk manager when appointed, and the support of the board of directors of the Applicant. It is envisaged that, over time, a risk committee will be established which will be composed of a risk manager (who will be engaged by the Applicant, on a full-time in-house basis and who is yet to be identified) together with a combination of other members forming part of the executive functions (such as the CEO and the Compliance Officer) . Such persons will have a supervisory and oversight role, ensuring that effective risk management and compliance processes are in place.

Third Line

The third line of defence will be undertaken by the Internal Audit function which is intended to be outsourced. The Applicant has not yet identified who will take on the role of Internal Auditor however the Applicant is in the process of approaching established service providers in the area. Further details in this respect will be

provided once available. The internal audit function will be responsible for providing the Applicant with independent and objective assurance to the Applicant's board of directors and to the members of its senior management on the effectiveness of the Applicant's internal controls, risk management and governance processes. The internal audit function will report to the board of directors as the governing body being ultimately responsible for the oversight of the internal audit function.

Risk, Compliance and AML Department

The Applicant shall establish a Compliance and AML Department which shall be responsible for, inter alia, compliance with all laws and regulations, developing internal policies, conducting risk assessments, providing employee training, monitoring and reporting on compliance activities, investigating violations, developing AML programs, conducting risk assessments, monitoring transactions for suspicious activities, reporting to authorities, and ensuring the organization's adherence to AML regulations.

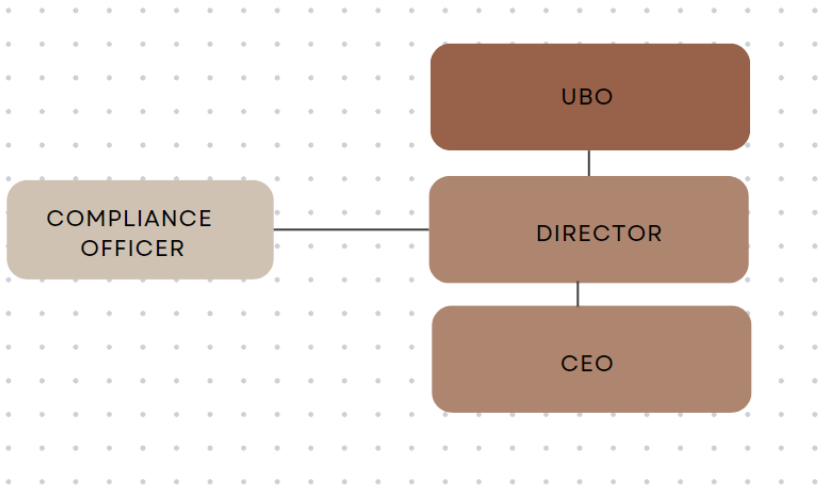
During the first year of operations, it is being proposed that the Compliance and AML Department will be composed of the MLRO and Compliance Officer. It is envisaged that by year two, two additional persons will be employed on a full time basis to split the role of compliance and risk monitoring.

By year three, the Applicant is proposing to have a compliance and AML department which is composed of five full time individuals, being the Risk Manager, the MLRO and Compliance Officer, two persons who shall take on the role of compliance and transaction monitoring, one person who will take on the role of risk monitoring. These individuals, dependant on their areas of focus, will report to the MLRO, to the Compliance Officer or to the Risk Manager, once appointed.

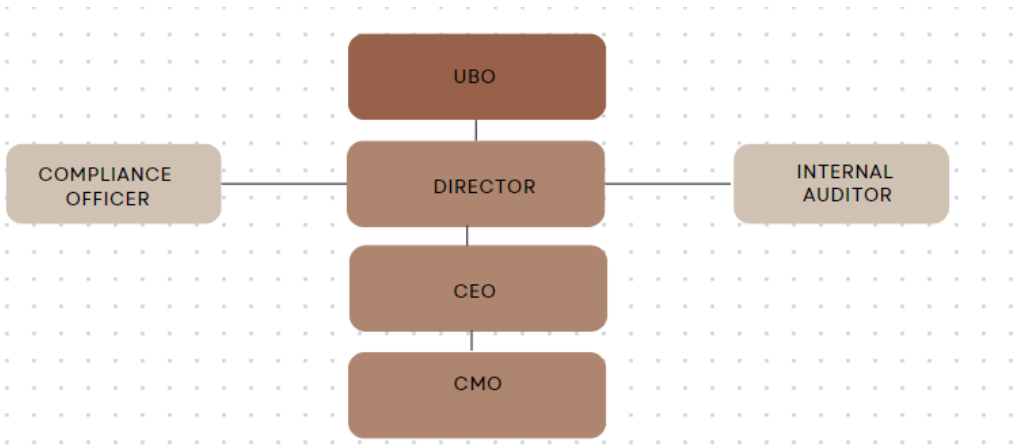
In line with regulatory trends, the Company will aim to move employees to Curacao or engage individuals therein.

The Company will adopt the following structure, adding positions and developing each department during the three-year process, and strengthening each department thereafter.

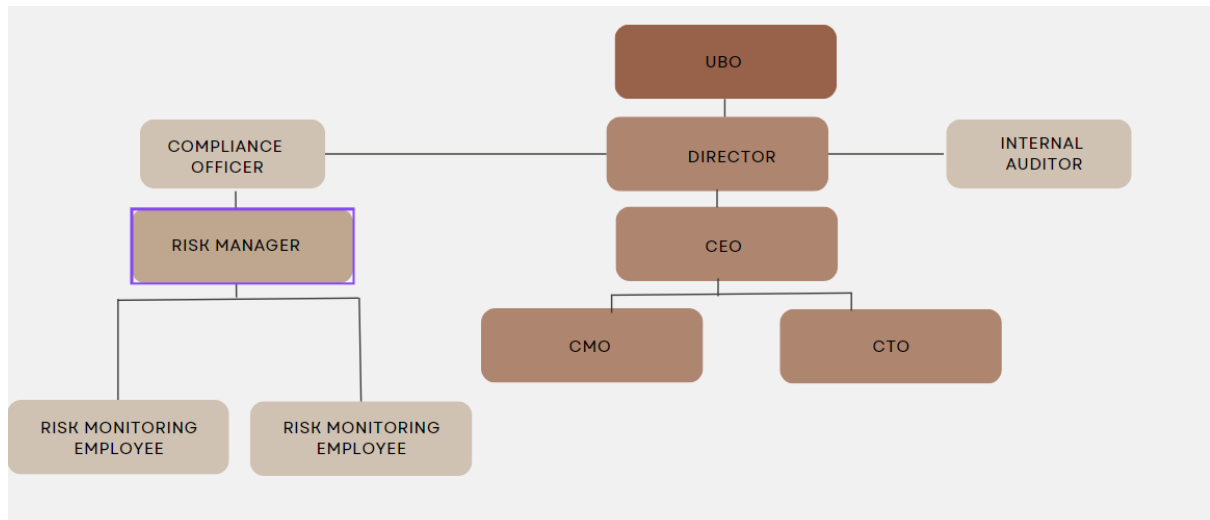
Year 1:



Year 2 :



Year 3:



4. Three Year Financial Forecasts (2024, 2025, 2026)

(see also included excel file for more detailed financials)

PROFIT OR LOSS STATEMENT MSD TECH			
PROFIT OR LOSS STATEMENT	YEAR 1	YEAR 2	YEAR 3
Gross Gaming Revenue	€705,734	€3,001,231	€5,511,913
TOTAL SALES	€705,734	€3,001,231	€5,511,913
Administrative Expenses	€658,685	€1,530,331	€1,004,273
Marketing (CPA / Affiliates)	€30,000	€120,000	€180,000
Hosting	€105,667	€21,650	€18,000
License	€105,000	€195,500	€320,879
Staff	€24,000	€60,000	€120,000
Accounting and other profesional fees	€54,576	€45,500	€49,766
Bank fees	€1,000	€2,000	€3,000
Deprecation	€977,929	€1,972,982	€1,692,918
Total Administrative Expenses	-€272,194	€1,028,250	€3,818,996
Profit before Tax	0%	€0	€0
Tax	-€272,194	€1,028,250	€3,818,996
Profit after Tax	-€272,194	€756,056	€4,575,051
ACCUMULATED PROFIT			

5. Overview of Intended Strategy for Business Growth to secure, maintain and grow market share:

As delineated above, the primary driving force behind our strategy is to position the company in markets where larger competitors have yet to establish a significant presence or localize their offerings. This strategic approach will involve forging partnerships with influencers, media teams, and affiliate networks within the target markets to drive traffic and brand visibility to our dedicated website. Initially, we will adopt a high-cost-per-acquisition (CPA) model to secure the services of outsourced affiliate marketing teams and similar, with expertise in the local markets, ensuring an impactful entry.

Subsequently, our focus will shift towards engaging with players through a range of marketing tools and strategies, including gamification, bonuses, personalized promotions, and targeted campaigns tailored to specific player behaviors and preferences. This engagement phase is crucial for building rapport, loyalty, and repeat business among our customer base.

Our overarching marketing strategy can be categorized into three key pillars:

Acquisition: This involves investing in high-cost partnerships with the right outsourced individuals and companies to drive targeted traffic and customer acquisition. By strategically allocating resources towards acquisition channels, we aim to efficiently capture market share and establish a strong initial presence in the target markets.

Engagement: Once acquired, we will focus on engaging players through various promotional and engagement tools, such as loyalty programs, exclusive offers, interactive content, and personalized communications. By understanding player behavior and preferences through data analysis and feedback, we can tailor our marketing efforts to resonate with their interests, ultimately driving higher engagement and conversion rates.

Retention: As customer acquisition costs decrease over time, the focus shifts towards maximizing customer lifetime value and fostering long-term relationships with players. Retention strategies will include ongoing customer support, continuous improvement of gaming experiences, retention-focused promotions, and community engagement initiatives.

By prioritizing customer satisfaction and loyalty, we can sustain revenue growth and profitability in the long run.

In summary, our threefold marketing strategy encompasses strategic acquisition, targeted engagement, and effective retention measures, all aimed at driving sustainable growth, maximizing revenue potential, and establishing a strong competitive position in alternative jurisdictions.

We will not target any markets within which we require a local license.

We specifically exclude:

- Netherlands
- Italy
- Germany
- France
- Greece
- United Kingdom
- Malta
- Isle of Man
- United States of America
- Gibraltar
- Spain

We also specifically exclude any country which is on any international sanctions list and any country which Curacao does not permit to target, or within which we will not hold local licenses.

We predict sustainable growth, aiming to initially fund acquisitions on a revenue share model. Our major expenses include third party platform costs which we seek to eliminate by year 3, and staff, which we intend to keep light up until year 3, operating on an outsourcing model until the business is stable.

6. Who are the Key Suppliers and material dependencies:

Below is a table containing a list of the key material suppliers of the business, and risk mitigation factors in the event of a loss of service:

Service	Supplier	Location	Mitigation Measure & Comments
Platform	Terragon	Asia	This is our major technology provider. All our back office and third party software is sourced through here. We have a Service Level Agreement in place with this provider, guaranteeing the uptime and also disaster recovery procedures in place which will enable us to solve issues and resume service in a timely manner. In the event of a total loss of service, business could be interrupted but player data will always be backed up, enabling us to migrate to an alternative provider.
Sportsbook			We are protected by service level

			agreements and back up procedures whereby uptime is guaranteed and data is safeguarded.
Payments	Apco Pay4Fun AstroPay Bvbk Centwise Settledesk		We have guaranteed uptime by payment providers as well as service level agreements and data protection agreements in place. We use multiple payment platforms to ensure that functionality is always guaranteed. We are constantly adding payment providers to our offering,.
Banking	We shall use a payment agent which is a subsidiary within our group (located in Cyprus) in order to gain access to the European payments and banking infrastructure. The payment agent has its own banking infrastructure. We will also seek a local bank account for the Curacao entity in order to ensure		Multiple banking options are sought in order to mitigate any risk of payments/banking setup.

	banking options if this becomes a possibility following the entry into force of new gaming laws.		
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We obtain top tier, certified games from our platform provider. These include the below:

3 Oaks, AE Sexy, Aura Gaming, Aviatrrix, Benconstruct, Betsy, Betsolutions + Charismatic, Big Time Gaming, BTi, Endorphina, Ezugi, Gamzix, Habanero, Kingmaker, Mancala, Naga Gaming, NetGaming, Nolimit City, One Game, PGSoft, Playtech + Live, Play'n Go, Pragmatic Play + Live, Relax Gaming, Royal Gaming, Saba Sports, Sap, SmartSoft Gaming, Spinomenal + Retro Gaming, Realtime Gaming, Spribe, TV Bet, Wazdan, Yggdrasil + Substudios



The business is not dependent on the performance of any one game, and a suite of many games will be offered, meaning that business can continue in an uninterrupted manner should one (or many) go down.

7. Risk Evaluation and Management

Additional to the information provided in Section 3 above, the Company will adopt the following principles when evaluating and managing risk:

7.1 Risk Assessment

Risk assessment is the process of identifying, analyzing, and evaluating potential risks that could impact the iGaming company's objectives, operations, finances, reputation, and compliance. Key steps in risk assessment include:

Identification of Risks: This involves identifying internal and external risks specific to the iGaming industry, such as regulatory changes, cybersecurity threats, market volatility, competition, financial risks, and operational challenges.

Risk Analysis: After identifying risks, a detailed analysis is conducted to assess the likelihood and impact of each risk on the company's goals and operations. Quantitative and qualitative methods, risk matrices, and scenario analysis are utilized to prioritize risks based on severity and urgency.

Risk Evaluation: Risks are evaluated based on their significance, potential consequences, risk appetite, and tolerance levels. High-priority risks that could significantly impact the company's success or compliance are prioritized for mitigation efforts.

7.2 Risk Mitigation

Risk mitigation involves implementing strategies and measures to reduce the likelihood and impact of identified risks. Mitigation strategies may vary depending on the nature of the risk, but common approaches include:

Regulatory Compliance: Ensuring compliance with relevant gaming regulations, licensing requirements, data protection laws, anti-money laundering (AML) regulations, and responsible gaming practices to mitigate legal and regulatory risks.

Cybersecurity Measures: Implementing robust cybersecurity protocols, encryption technologies, firewalls, intrusion detection systems, and regular security audits to protect customer data, financial transactions, and gaming platforms from cyber threats.

Operational Controls: Establishing internal controls, policies, and procedures for risk management, fraud prevention, financial reporting, player verification, responsible gaming, and customer support to mitigate operational risks.

Financial Risk Management: Implementing financial risk management practices such as budgeting, cash flow management, liquidity management, credit risk assessment, and

hedging strategies to mitigate financial risks related to market volatility, payment processing, and capital management.

Business Continuity Planning: Developing contingency plans, disaster recovery protocols, and business continuity strategies to mitigate risks of disruptions, downtime, technical failures, and unforeseen events that could impact operations.

7.3. Internal and External Audits

Internal and external audits play a crucial role in assessing and overseeing risk management practices within the iGaming company:

Internal Audits: Internal audits are conducted by an internal audit team or external auditors to evaluate the effectiveness of internal controls, risk management processes, compliance with policies and regulations, financial reporting accuracy, and operational efficiency. Internal audit findings and recommendations are used to enhance risk mitigation efforts and improve overall governance.

External Audits: External audits are conducted by independent external auditors, regulatory authorities, or third-party audit firms to ensure compliance with regulatory requirements, financial reporting standards, gaming industry standards, and best practices. External audit reports provide stakeholders with assurance regarding the company's financial health, transparency, and compliance with legal and regulatory requirements.

7.4. Financial Management

Financial management practices are integral to effective risk management in a startup iGaming company:

Budgeting and Financial Planning: Developing comprehensive budgets, financial forecasts, and strategic plans to allocate resources efficiently, manage cash flows, monitor expenses, and optimize financial performance.

Risk-Based Financial Decision-Making: Adopting a risk-based approach to financial decision-making, investment analysis, capital allocation, and business development initiatives to prioritize resources and investments based on risk-return profiles and strategic objectives.

Financial Controls: Implementing financial controls, internal auditing procedures, segregation of duties, financial reporting standards, and accountability mechanisms to ensure accuracy, transparency, and integrity in financial management practices.

7. 5. Risk Registers and Committees

Risk registers and risk management committees are essential tools for overseeing and monitoring risks within the iGaming company:

Risk Registers: Risk registers are comprehensive databases or systems that document and track identified risks, their likelihood, impact, mitigation measures, responsible parties, status, and monitoring activities. Risk registers serve as a central repository for risk information, enabling ongoing risk assessment, analysis, and reporting to stakeholders.

Risk Management Committees: Risk management committees, comprising senior executives, board members, risk management professionals, legal advisors, and compliance officers, are responsible for overseeing risk management activities, reviewing risk registers, assessing risk exposure, approving risk mitigation strategies, and providing guidance on risk governance and compliance matters.

Effective risk assessment, mitigation, and oversight are essential components of managing a startup iGaming company successfully. By implementing robust risk management practices, regulatory compliance measures, financial controls, internal audits, external audits, risk registers, and risk management committees, we can identify, analyze, prioritize, and mitigate risks effectively, ensuring business resilience, regulatory compliance, financial stability, and long-term sustainability in the dynamic and competitive iGaming industry landscape.

8. Legal & Governance Framework

The major part of the corporate decision making and risk management process is catered for in section 3 above, however in this section we shall expand on the legal and compliance aspect of this.

8.1 The Compliance Officer

The Compliance Officer is an outsourced key functionary of the company, who ensures compliance with regulatory requirements together with the prevention of money laundering and the funding of terrorism. This role is independent from the commercial arm of the business, meaning that compliance related decisions such as client on-boarding cannot be influenced by C Level or senior management. The Compliance Officer monitors transactions and is required to report suspicious activity within the organization and/or amongst its clientele, without tipping off. Compliance and AML related decisions are reserved for the Compliance

Officer, who attends board meetings and guides the board and the entire organization on compliance and AML related matters.

The Compliance Officer generally:

- Monitors all operational processes and procedures to ensure that the Applicant complies with all legal and compliance-based regulations and ethical standards;
- Monitors compliance with AML regulations and laws. Implements AML strategy.
- Manages information flow by researching, recording, and analysing internal and external compliance related data;
- Trains and educates staff about any legal changes and updates to compliance guidelines, conditions and procedures;
- Acts as contact person and liaison between department heads and senior management and also regulators;
- Advise management on the company's compliance with laws and regulations on an ongoing basis;
- Conducts regular assessments to determine whether policies are compliant with the law;
- Conducts regular internal assessments to bring compliance issues to light and to rectify such;
- Carries out transaction monitoring and enforces the compliance with AML regulations
- Generally creating and implementing a culture of compliance within the organisation.

8.2 Current Board Membership & Situations of Deadlock

The Board is currently occupied by one (1) member who is the managing director. As operations increase the company will seek to have further directors yet an odd number will be maintained to ensure that no deadlock situation can arise. If the company grows to a significant enough size, a non-executive director may also be appointed.

8.3 Decisions Reserved for the Board of Directors

The Following Decisions are reserved for the Board:

- Approval of Financial Statements
- Approval of Company Budgets together with the UBO
- Hiring and Firing of C Level Employees
- Approval of C Level Targets and KPIs
- Setting departmental budgets
- Handling of all major corporate matters together with the UBO.

- Implementing any resolutions set out by the UBO in compliance with the Company's Articles of Association.

9. Target KPIs and Business Objectives:

9.1 Defining Success in Alternative Markets

For us, as a startup iGaming company entering alternative markets, success can be defined through a combination of financial, operational, customer-centric, and strategic indicators. These indicators reflect the company's ability to achieve its objectives, create value, and establish a competitive position in new and diverse markets. Key dimensions of success may include:

Financial Performance: This includes revenue growth, profitability margins, return on investment (ROI), cash flow generation, cost management, and shareholder value creation. Financial success indicates the company's ability to generate sustainable revenues, manage expenses, and achieve profitability in alternative markets.

Market Penetration: Success in alternative markets is measured by market share, customer acquisition rates, penetration into new demographics or geographic regions, and brand recognition. A higher market penetration indicates the company's ability to attract and retain customers, gain traction in competitive markets, and expand its customer base.

Operational Efficiency: Efficiency metrics such as customer acquisition cost (CAC), customer lifetime value (CLV), churn rate, operational costs per customer, and product/service delivery performance are critical indicators of operational success. Efficient operations enable the company to maximize revenue streams, optimize resource utilization, and deliver high-quality experiences to customers.

Customer Satisfaction and Retention: Success is also determined by customer satisfaction scores, Net Promoter Score (NPS), customer feedback, retention rates, and customer lifetime

value (CLV). Satisfied and loyal customers contribute to recurring revenues, brand advocacy, and long-term sustainability.

Regulatory Compliance and Risk Management: Compliance with regulatory requirements, adherence to industry standards, effective risk management practices, and reputation management are essential aspects of success in alternative markets. Non-compliance, legal issues, or reputational damage can hinder growth and profitability.

Innovation and Differentiation: The company's ability to innovate, differentiate its offerings, introduce new features, and adapt to market trends is a key determinant of success. Innovation drives competitive advantage, customer engagement, and market relevance in dynamic and evolving markets.

9.2 Key Performance Indicators (KPIs) for Success

To measure success effectively, we have established relevant Key Performance Indicators (KPIs) aligned with our strategic objectives, business model, and market dynamics. Here are some essential KPIs across different dimensions:

Financial KPIs:

- Revenue Growth Rate: Percentage increase in revenue over a specified period.
- Gross Margin: Percentage of revenue retained after deducting direct costs.
- EBITDA Margin: Earnings Before Interest, Taxes, Depreciation, and Amortization as a percentage of revenue.
- Customer Acquisition Cost (CAC): Cost incurred to acquire a new customer.
- Customer Lifetime Value (CLV): Predicted revenue from a customer over their entire relationship with the company.
- Return on Investment (ROI): Ratio of net profit to the cost of investment.

Operational KPIs:

- Churn Rate: Percentage of customers who stop using the company's services/products.
- Average Revenue Per User (ARPU): Average revenue generated per user or customer.
- Time-to-Market: Time taken to launch new products/features or enter new markets.
- Operational Efficiency Ratio: Ratio of output to input in operational processes.
- Customer Support Response Time: Average time taken to respond to customer inquiries or issues.

Customer-Centric KPIs:

- Net Promoter Score (NPS): Measure of customer loyalty and satisfaction.
- Customer Satisfaction Score (CSAT): Rating of customer satisfaction based on surveys or feedback.

Retention Rate: Percentage of customers retained over a specific period.

Active Users: Number of users actively engaging with the company's products/services.

Conversion Rate: Percentage of website visitors who become paying customers.

Regulatory and Compliance KPIs:

Compliance Score: Assessment of adherence to regulatory requirements and industry standards.

Risk Assessment Rating: Evaluation of potential risks and mitigation efforts.

Legal and Compliance Incidents: Number of legal or compliance issues encountered and resolved.

Innovation and Differentiation KPIs:

New Product/Feature Adoption Rate: Percentage of customers adopting new products or features.

Innovation Index: Measurement of innovation initiatives, patents, or new technology implementations.

Market Share Growth: Increase in market share within alternative markets.

Brand Awareness and Perception: Metrics related to brand recognition, reputation, and customer perception.

9.3. Long-Term Goals for Sustainable Growth

Setting long-term goals is essential for guiding decision-making, resource allocation, and performance evaluation. Long-term goals for our company are based on the SMART acronym (Specific, Measurable, Achievable, Relevant, and Time-bound) and aligned with the company's vision, mission, and strategic priorities.

- Market Expansion: Expand market presence and penetration in alternative markets, targeting specific geographic regions or customer segments.
- Revenue Growth: Achieve a targeted annual revenue growth rate, increase profitability margins, and diversify revenue streams.
- Customer Acquisition and Retention: Acquire and retain a specific number of customers, improve customer lifetime value (CLV), and enhance customer satisfaction scores.
- Operational Excellence: Optimize operational processes, reduce costs, improve efficiency ratios, and streamline workflows for scalability.
- Innovation and Differentiation: Introduce innovative products/features, enhance technological capabilities, and differentiate offerings to stay ahead of competitors.
- Regulatory Compliance and Risk Management: Maintain high levels of regulatory compliance, minimize legal and compliance incidents, and implement robust risk management practices.
- Brand Recognition and Reputation: Increase brand awareness, improve brand perception, and build a strong brand identity in alternative markets.
- Social Impact and Sustainability: Incorporate CSR initiatives, promote sustainability practices, and contribute positively to the communities and environments in which the company operates.

In conclusion, our approach is multifaceted and encompasses financial performance, market penetration, operational efficiency, customer satisfaction, regulatory compliance, innovation, and long-term sustainability.

By defining success criteria, establishing relevant KPIs, and setting SMART long-term goals, the company can measure progress, track performance, identify areas for improvement, and drive sustainable growth and profitability in competitive and dynamic markets. Regular monitoring, evaluation, and strategic adjustments based on KPI insights are key to achieving long-term success.

10. Policies and Procedures

The Policies and Procedures have been drafted by our Compliance Officer, who has circa 10 years experience in operational compliance and legal issues. He has handled policies for multiple top tier gaming companies and advised also listed gaming companies on their legal and compliance issues and we therefore consider him competent to draft and implement such.

The GCB will be continuously updated on our policies and procedures and will be notified should any change whatsoever be effected.