

Product & IP overview

TH Gambling N.V. leverages proprietary software, granting autonomy in feature development and prioritization on its development roadmap, eliminating reliance on third-party platforms. This independence has historically streamlined CRM processes and tailored experiences to individual needs, significantly enhancing player loyalty across our brands and achieving impressive retention rates and profitability. A standout feature, the "Significant Moment's" lobby, enables staff across departments to engage with players at pivotal moments in their lifecycle, such as celebrating a first withdrawal or a big win, and recognizing special occasions like birthdays.

Our platform's bespoke nature not only elevates the user experience but also fortifies our stance against bonus abuse through targeted initiatives. The "Significant Breach" lobby alerts staff across departments to potential bonus abuses, including multiple-accounting and bonus progress manipulation on slots, allowing for swift action against threats to user experience or profitability.

TH Gambling N.V.'s proactive approach to improving the user experience and addressing threats, coupled with a player-centric long-term vision, has consistently driven higher retention rates and increased player value.

Financially, our strategic partnerships have enabled us to negotiate favorable commercial terms, significantly reducing third-party fees from 28% of Net Gaming Revenue (NGR) to 16.6% by the end of 2023, with projections for further reductions in 2024. Our goal is to encourage players to enjoy their allocated gambling budgets on our platforms rather than dispersing it across multiple sites, typically four to five, which is common among users.

TH Gambling N.V. proudly operates the following brands:

- www.arcanebet.com
- www.casinovibes.com

This strategy underscores our commitment to providing a superior, integrated gaming experience, prioritizing player satisfaction and financial efficiency.

Company management

TH Gambling N.V., established in Curaçao, operates under the leadership of Ms. Audrey Helstone, the local director responsible for ensuring regulatory compliance and endorsing the company's varied initiatives. Ownership lies with TH Bet B.V., a Netherlands-registered entity led by Director Tim Hurks, providing a range of software and consultancy services to TH Gambling N.V.

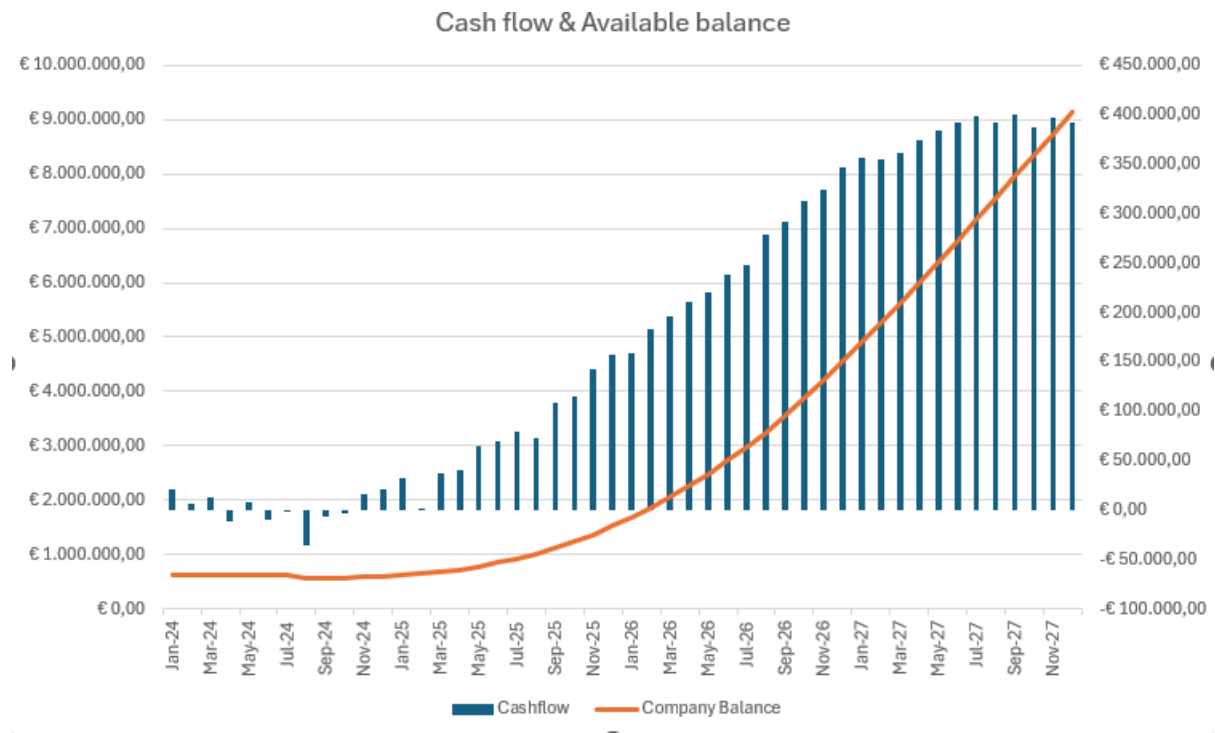
In managing its finances, TH Gambling N.V. collaborates with several accountancy firms, while external technical consultants and gaming experts fulfill the need for technological and industry-specific guidance. This approach negates the immediate requirement for in-house CFO and CTO roles.

Our strategy is to maintain a lean and nimble operation, poised to swiftly adapt to the dynamic landscape of the industry. Positions such as CFO and CTO will be considered essential for

internal appointment only when dictated by the company's growth trajectory and operational demands, a juncture we have not yet reached.

Business forecast

TH Gambling N.V has an available balance of 606.033,10 EUR at the time of writing meaning the investment requirements are met, as well as a line of credit claimable at any time at negotiated conditions, of 300.000 EUR.



Lead PL	FY 2024		FY 2025		FY 2026		FY 2027	
Total deposits	€	7.103.031	€	11.911.356	€	19.334.719	€	23.009.977
GGR Casino	€	4.638.355	€	7.716.346	€	12.525.306	€	14.906.191
GGR Sports	€	-	€	385.817	€	939.398	€	1.490.619
GGR	€	4.638.355	€	8.102.163	€	13.464.704	€	16.396.810
Bonus cost	€	769.582	€	1.285.997	€	2.087.452	€	2.484.247
Total withdraw	€	3.108.224	€	5.271.048	€	8.556.056	€	10.182.442
Net revenue	€	3.994.808	€	6.640.308	€	10.778.663	€	12.827.535
Acquisition costs	€	753.805	€	1.274.048	€	1.584.703	€	1.347.301
Transaction fees	€	539.659	€	912.922	€	1.481.870	€	1.763.553
Total third party fees	€	662.723	€	1.080.281	€	1.716.999	€	2.043.376
Cost of sales	€	1.956.188	€	3.267.251	€	4.783.572	€	5.154.230
Gross margin	€	2.038.620	€	3.373.057	€	5.995.091	€	7.673.305
Total operating costs	€	2.000.285	€	2.451.695	€	2.984.357	€	3.076.678
EBITDA	€	38.335	€	921.362	€	3.010.734	€	4.596.627
Net income	€	16.379	€	921.362	€	3.010.734	€	4.596.627

Strategic forecast

TH Gambling N.V. is poised to capitalize on the strong foundation it has established, characterized by a robust organizational structure optimized for scalability. Our strategic forecast focuses on harnessing this potential for significant expansion in the coming years.

The cornerstone of our growth strategy involves the introduction of new brands and the exploration of additional product verticals. Among these, sports betting stands out as a particularly promising avenue, offering a dynamic and engaging new dimension to our existing

portfolio. This expansion is not just about diversification but also about deepening our engagement with current users while attracting new segments of the market.

Moreover, regulatory landscapes are ever-evolving, presenting both challenges and opportunities. TH Gambling N.V. is strategically positioned to navigate these changes, with plans to enter new markets where regulations are favorable. Our approach is proactive and informed, ensuring compliance while seeking out new territories for expansion.

In addition to geographic and product expansion, our strategy includes a focus on technological innovation and user experience, aiming to further distinguish our offerings in a competitive market. We will leverage cutting-edge technology to enhance the functionality and appeal of our platforms, ensuring they are accessible, intuitive, and engaging for a diverse user base.

Our commitment to responsible gaming remains paramount as we grow. We intend to integrate advanced responsible gaming features and support systems into all new platforms and markets, reinforcing our dedication to the well-being of our users.

In summary, TH Gambling N.V.'s strategic forecast is centered around growth through brand and product diversification, market expansion in alignment with regulatory opportunities, technological innovation, and a steadfast commitment to responsible gaming. This multi-faceted approach is designed to solidify our position in the industry and drive sustainable, long-term success.

Key suppliers

TH Gambling N.V. benefits from a flexible and resilient operational model that minimizes reliance on any single key supplier. This strategic setup ensures that all service providers, across various facets of our operation, can be substituted if necessary, maintaining our agility and reducing vulnerability to supply chain disruptions.

Our most significant partnership is with Amazon Web Services (AWS), which underpins our infrastructure with robust and scalable cloud solutions. AWS's global reputation for reliability and comprehensive service offerings makes it a cornerstone of our technological framework. However, it's important to note that while AWS is our primary infrastructure provider, our strategic planning includes contingencies for maintaining operational continuity, should there ever be a disruption or need to transition to another service. This reflects our commitment to operational resilience and our proactive approach to risk management.

In fostering a diversified supplier ecosystem, we continuously evaluate emerging technologies and innovative service offerings to enhance our platforms and user experiences. This not only ensures that we are not overly dependent on any single supplier but also positions us to leverage the best available technologies and services in the market.

Our approach is underpinned by a comprehensive risk assessment and management strategy that anticipates potential disruptions and prepares actionable plans to mitigate such risks. By maintaining a broad network of reliable partners and suppliers, TH Gambling N.V. ensures it can deliver uninterrupted, high-quality services to its users, regardless of external challenges.

Risk evaluation and management

TH Gambling N.V. needs to ensure at all times that it can commit to its financial obligations towards third parties, consultants, employees, ... and therefore needs to continue to have a

healthy cash-balance. With the volatility of games these days, it is always possible that a big winner would compromise that position.

To that effect, we are mitigating these risks by:

- 1) Having a withdrawal limit in place. A player cannot withdraw more than 35.000 EUR in a 30-day rolling period;
- 2) A line of credit claimable at any time at already negotiated conditions, in the amount of 300.000 EUR.

This way we ensure that we can remain operational at all times and can adapt – without becoming insolvent – to changes.

Legal and governance framework

TH Gambling N.V. has meticulously constructed a legal and governance framework that emphasizes compliance, ethical business practices, and operational integrity. At the heart of this framework is our relationship with Auxilium Corporate Services N.V., a local entity known for its extensive experience and expertise in providing corporate support to adherence to local regulations and international standards. This collaboration underscores our commitment to upholding the highest legal and ethical standards in all jurisdictions we operate in.

Our governance model is designed to facilitate informed decision-making and agile responses to regulatory changes. It involves a structured workflow where senior members of our team, often in a consultant capacity, draft proposals for new initiatives or operational changes. These proposals are then rigorously reviewed by Auxilium Corporate Services N.V., which assesses them from a legal standpoint, ensuring they align with both local and international legal requirements. This process not only helps in mitigating legal risks but also instils a culture of compliance throughout the organization.

Auxilium Corporate Services N.V. plays a crucial role in guiding TH Gambling N.V. through the complex landscape of online gaming regulations. Their expertise is instrumental in navigating the nuances of licensing, data protection, anti-money laundering (AML) standards, and responsible gaming practices. This partnership allows TH Gambling N.V. to stay at the forefront of regulatory compliance, safeguarding our operations and maintaining the trust of our players and stakeholders.

Moreover, our legal and governance framework is dynamic, evolving in response to new legal precedents, technological advancements, and best practices in corporate governance. Regular audits and reviews are conducted to ensure continuous improvement and alignment with our strategic objectives. This proactive approach extends to our board of directors and management team, who are deeply involved in shaping our legal and governance strategies, ensuring that decisions reflect our commitment to responsible and ethical business conduct.

In essence, TH Gambling N.V.'s legal and governance framework, strengthened by our partnership with Auxilium Corporate Services N.V., is foundational to our mission. It supports our ability to deliver exceptional gaming experiences within a secure and compliant operational environment, driving our long-term success and sustainability.

Target KPIs and business objectives

TH Gambling N.V. is committed to setting and achieving strategic Key Performance Indicators (KPIs) and business objectives that encapsulate our dedication to excellence and continuous improvement across all operational facets. Our success metrics focus primarily on retention rates, wagering targets, and overall profitability, with the ultimate goal of ensuring a captivating and rewarding experience for our users from their very first interaction.

Core Areas of Focus:

- **Customer Support and Service:** Led by a seasoned consultant, our customer service team engages in regular quality assurance sessions, ensuring responses are in harmony with our established protocols. This commitment to excellence aims to elevate user satisfaction and foster loyalty.
- **Product-Related Service:** We are continually refining our platform to enhance usability, speed, and security. Innovations like remembering users' last games and suggesting new content are just a few ways we're making the gaming experience more intuitive and personalized.
- **Operational Processes:** Guided by an industry expert, our operations team works diligently to streamline processes and pre-emptively adapt to new procedures. This proactive approach ensures our organization remains agile and efficient, ready to meet the dynamic demands of the online gaming landscape.
- **CRM Initiatives & Bonus Offering:** Our strategies are designed to reward user activity fairly, enhancing the value users get from their time spent on our platforms. By aligning our bonus offerings with user engagement, we aim to reinforce positive experiences and loyalty.
- **User Feedback and Analytics:** Continual user feedback, gathered through analytics, site usage data, and direct surveys, informs our strategies, allowing us to refine and tailor the user experience constantly.
- **Acquisition and Onboarding:** Ensuring a seamless onboarding process is crucial. We place a high value on respecting and maintaining productive relationships with our partners, contributing to a smooth introduction of new users to our platforms.

TH Gambling N.V. thrives as a vibrant organization where each team member contributes towards our shared mission:

“Our mission is to redefine the player experience in gambling by challenging ourselves and the status quo every single day. We are innovative in the things we do, accountable for our actions, pragmatic in our approach and responsible in how we operate. This way, we make your experience with us so much more... Every. Single. Day.”

Policies and procedures

TH Gambling N.V. upholds the highest standards in policy formulation and procedural compliance, entrusting this critical responsibility to a team of external consultants renowned for their extensive experience across both offshore and national regulated European jurisdictions. This strategic collaboration ensures that our operations achieve an optimal balance between offering an exceptional user experience and adhering to stringent compliance requirements.

The drafting and approval process of our policies and procedures have traditionally involved legal and corporate service partners, including Auxilium Corporate Services N.V. a trusted partner with a deep understanding of local regulations and compliance landscapes. This partnership guarantees that all our operational guidelines align with current legal standards, thereby safeguarding our operations and our players.

As we look to the future, we are expanding this collaborative framework to include both our seasoned consultants and Auxilium Corporate Services N.V., alongside the Gaming Control Board (GCB). This approach is designed to further solidify our commitment to compliance, ensuring a comprehensive review process that encompasses the insights and oversight of key regulatory bodies.

Our commitment to integrity extends to our choice of consultants, all of whom are bound by non-compete agreements specific to the gambling industry. This policy ensures their exclusive service to TH Gambling N.V., eliminating any potential conflict of interest and underscoring our dedication to maintaining unbiased and focused advisory relationships.

This meticulous approach to policy development and procedural adherence underscores TH Gambling N.V.'s dedication to operational excellence, ensuring that our business practices not only meet but exceed the regulatory expectations, setting a benchmark for compliance and user engagement in the online gaming sector.