

Business Plan

Carlitta N.V.

Registration Number: 162777

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Trade name: PIN-UP

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1. EXECUTIVE OVERVIEW

CARLITTA N.V. (Hereinafter "The Company") is registered in Curacao and is a licensed online casino business. The Company was incorporated on 11.01.2023 under Registered number: 162777 and have Registered Address Zuikertuintjeweg Z/N (Zuikertuin Tower), Curaçao.

The Trade name of the Company is PIN-UP.

The company currently holds sublicense "Sub-License GLH-OCCHKTW0708112023" issued by the master licence holder Gaming Services Provider N.V. However, the company has not started its operations yet. Due to the changes in Curacao gaming legislation, companies will no longer be able to operate on the basis of sublicenses. Therefore, the company wishes to obtain an online gaming license from the Curacao Gaming Control Board in order to be able to start a business.

Under the Gambling License the company plans to operate on the websites pinup.game.

The Company plans to offers its products and services to its customers European Union (where it is not prohibited), Latin America (Peru, other countries), India, and Uzbekistan while ensuring it conforms to the laws of Curacao.

The Founder of the company, Igor Zvarici, a citizen of Romania, possesses extensive experience in the gambling industry and project management. This expertise has been the driving force behind the establishment of the company, focusing on innovative and effective delivery of gambling services. He invested his own funds accumulated from his earnings into the business.

The company plans to leverage its unique position to gain competitive edge in the market by offering a wide range of games and services, tailored to various regional requirements and preferences. Its strategic expansion into numerous markets, including emerging and underexplored territories, reflects the company's ambitious plans and commitment to innovation in the gambling world.

With a comprehensive understanding of the market and deep expertise in gambling, the company is poised to offer new and exciting opportunities for players, all the while maintaining high standards of fairness and security in compliance with Curaçao's legislation.

2. COMPANY MANAGEMENT STRUCTURE

Planned Management Structure and Key Managerial Roles:

In our planned online casino, we aim to develop a management structure that ensures efficiency and compliance with legislative requirements. Our anticipated management team will include:

Chief Executive Officer (CEO): Igor Zvarici. Will serve as the linchpin of the company, setting the strategic direction and providing overall leadership.

Chief Financial Officer (CFO): Will be responsible for managing the company's finances, including budgeting, financial analysis, and reporting.

Chief Technology Officer (CTO): Will lead the development and implementation of technological innovations, maintaining the IT infrastructure.

Chief Commercial Officer (CCO): Will oversee the commercial strategy, marketing, and sales, focusing on market expansion and revenue growth.

Compliance Officer: Will ensure the company's activities adhere to legal and regulatory requirements, especially in the field of gambling.

Planned Reporting Lines:

All key executives will report directly to the CEO. In turn, the CEO is accountable to the Board of Directors. Interdepartmental interactions are facilitated through established communication lines, ensuring efficiency and synergy in operations.

This planned management structure was developed to ensure clarity and effectiveness in decision-making, as well as compliance with key regulatory requirements, which are critical for the successful acquisition and maintenance of a gambling license in Curaçao.

3. BUSINESS FORECASTS FOR 3 YEARS

In the forthcoming years, we anticipate a steady and consistent increase in income, projected to grow by approximately 20%. Concurrently, our expenses are expected to rise proportionally in line with this income growth. In formulating these projections, we meticulously evaluated various scenarios, basing our calculations on the most probable outcomes. This involved considering a spectrum of possibilities, ranging from optimistic to pessimistic, ensuring a robust and realistic forecast.

It's important to note that our financial planning does not include detailed cash flow (CF) and balance sheet (BS) projections due to the inherent volatility of our balances. However, we maintain a strong liquidity ratio, and for management reporting purposes, we factor in balances available for settlement from payment agents, ensuring a comprehensive understanding of our financial position.

For a detailed breakdown of our projected income and expenses, please refer to Annex 1, where our profit and loss (PL) forecast is provided. This document outlines our anticipated revenue streams and associated costs, offering insights into our financial performance expectations over the specified period.

4. FINANCIAL AND MARKETING PLANS

Our strategy for business growth and market share expansion centers on a multi-faceted approach aimed at leveraging our position in Curacao to penetrate key markets worldwide, including Europe, the Commonwealth of Independent States (CIS), and Latin America. To achieve this, we will focus on three primary pillars: innovative product development, targeted marketing initiatives, and strategic partnerships. Firstly, we will invest in enhancing our gambling platforms by introducing new features, games, and user experiences to attract and retain players. This will include the integration of cutting-edge technologies such as machine learning (ML) and artificial intelligence (AI) to create immersive gaming environments.

In tandem with product development, our marketing strategy will prioritize targeted campaigns tailored to specific geographic regions and demographic segments. By leveraging data analytics and customer insights, we will refine our marketing efforts to resonate with the preferences and behaviors of our target audience. This will encompass a mix of digital marketing channels, including social media, search engine optimization (SEO), and targeted advertising, to maximize reach and engagement. Additionally, we will establish strategic partnerships with local affiliates, influencers, and media outlets to amplify our brand presence and drive customer acquisition. Financially, we have budgeted

significant resources towards marketing activities, with a clear focus on return on investment (ROI) metrics to ensure cost-effectiveness and efficiency. While pursuing aggressive growth, we have identified certain excluded markets where regulatory restrictions or market saturation pose challenges. By strategically allocating resources and focusing on high-growth markets, we aim to achieve sustainable growth and maintain a competitive edge in the global gambling industry.

5. SUPPLIERS AND PARTNERS

Below is the list of suppliers and partners Carlitta N.V. will partner or cooperate with as service or solution providers.

Online Gaming Platform Providers:

We collaborate with leading online gambling software developers, offering advanced and innovative gaming solutions, including slots and various virtual games. Seeking providers with a broad portfolio of games that ensure a high-quality and secure gaming experience.

Online Payment Processing Systems:

Aim to partner with a range of payment systems for secure and convenient deposit and withdrawal methods, including e-wallets, bank transfers, and credit cards. Emphasis on complying with financial regulations and protecting user data.

IT Infrastructure and Security Providers:

We are working with companies offering server hosting services, cybersecurity, and network infrastructure. We implement advanced security technologies to protect data and prevent cyber threats.

Regulatory Compliance and Advisory Services:

The company has strong partnerships with legal and regulatory experts to ensure ongoing compliance with all online gambling regulations.

Marketing and Advertising Partners:

Collaborate with agencies specializing in digital marketing and contextual advertising to effectively target the audience and strengthen the brand.

Risk Management and Dependency Strategies:

Supplier Diversification Strategy:

Avoid dependence on a single supplier by establishing relationships with multiple vendors in key areas like software and payment systems.

Risk Assessment and Contingency Planning:

Developing strategies to minimize risks associated with the loss of suppliers or interruptions in their services.

Contractual Agreements and Service Level Agreements (SLAs):

Intending to negotiate clear contracts with key suppliers, ensuring reliability and accountability.

6. RISK EVALUATION AND MANAGEMENT

In the fast-paced environment of the gambling industry, rigorous risk evaluation and management processes are paramount to ensure operational stability and regulatory adherence. Our approach begins with a comprehensive analysis of both internal and external factors that could potentially impact our business, spanning regulatory changes, cybersecurity vulnerabilities, financial uncertainties, and reputational risks. This entails collaboration with legal advisors, cybersecurity specialists, and regulatory consultants to gain a nuanced understanding of these risks and develop effective mitigation strategies. Additionally, we employ sophisticated risk registers to systematically document and track identified risks, enabling continuous monitoring and proactive management.

To swiftly respond to emerging threats, we leverage advanced automated systems designed to detect and react to fraud patterns in real-time. Through the utilization of triggers and scoring engines, we ensure agile risk management across three critical areas: gaming fraud, financial fraud, and abuse of weaknesses. These systems enable us to swiftly identify suspicious activities and take prompt action to mitigate potential losses and protect the integrity of our operations. Internal audits conducted by dedicated teams further validate the adequacy of our internal controls and ensure compliance with established policies and procedures.

Furthermore, oversight teams comprising anti-fraud professionals, key stakeholders, and subject matter experts provide essential governance and accountability in our risk management processes. These teams meticulously review risk registers, oversee risk management activities, and ensure alignment with regulatory requirements. Regular reporting mechanisms are established to keep stakeholders abreast of emerging risks and mitigation efforts, fostering a culture of risk awareness and accountability throughout our organization. By continuously refining our risk management strategies and embracing technological advancements, we fortify our resilience against evolving threats and uphold our commitment to integrity and trust within the gambling industry.

7. LEGAL AND GOVERNANCE FRAMEWORK

Director Oversight:

Our company is managed by a single Executive Director who is responsible for day-to-day management and strategic planning. The Director regularly reports to the company's owners, ensuring transparency and efficiency in management.

Interaction with Daily Management:

The Executive Director actively participates in daily activities and makes key operational decisions. To enhance the team approach, the Director regularly conducts meetings with department heads, ensuring smooth coordination and effective task execution.

Director's Authority:

The Director has the authority to make decisions on a wide range of issues, but significant strategic and financial decisions require coordination with the owners. This includes major investments, changes in the capital structure, and strategic partnerships.

Mechanisms to Prevent Operational Deadlocks:

In case of conflicts or disagreements between the Director and the owners, a mediation and arbitration mechanism are provided to ensure the continuation of effective company operations.

Legal Support:

The company engages external legal consultants to ensure compliance with the law and to provide legal advice in complex situations, ensuring a high level of legal protection.

Participants in Board Meetings:

In addition to the Director, key department heads and invited experts may attend board meetings, facilitating a more comprehensive review of issues and making balanced decisions.

Ensuring Agile and Responsive Leadership:

This governance structure is designed to be agile and responsive to the dynamic needs of our business, ensuring quick and well-founded decision-making. We aim to maintain a balance between effective leadership and accountability to our stakeholders.

8. TARGET KPIs AND BUSINESS OBJECTIVES FOR ONLINE CASINO

The success of our business is typically measured through a combination of Key Performance Indicators (KPIs) and overarching business objectives tailored to the industry's dynamics. Firstly, customer acquisition and retention metrics play a pivotal role. KPIs such as player lifetime value (LTV), customer acquisition cost (CAC), and churn rate provide insights into the effectiveness of marketing strategies and the ability to attract and retain players. By tracking these metrics, we can assess the efficiency of their marketing campaigns, identify areas for improvement, and optimize player engagement tactics to maximize profitability.

Secondly, revenue-related KPIs are paramount indicators of success in our sector. Metrics like average revenue per user (ARPU), gross gaming revenue (GGR), and return on investment (ROI) help assess the financial performance of the business. ARPU reveals the average spending of each player, while GGR reflects the total revenue generated from wagering activities. ROI provides a broader perspective by evaluating the profitability of investments made in marketing, technology, and other operational aspects. By setting targets for these KPIs and monitoring performance against them, online casinos can gauge their revenue growth and overall financial health.

Lastly, compliance and regulatory adherence are critical components of success in the industry. KPIs related to compliance measures, such as adherence to licensing requirements, responsible gaming practices, and regulatory compliance, ensure that the business operates within legal frameworks and maintains a positive reputation. By prioritizing these KPIs and aligning business objectives with regulatory standards, we can establish ourselves as reputable and trustworthy entities in the highly competitive gambling market.

9. POLICIES AND PROCEDURES

Development of Policies and Procedures:

All our policies and procedures are developed internally by our specialists, with the involvement of external consultants, to ensure compliance with industry standards and legislation. This includes policies on responsible gaming, financial reporting, user data processing, and security.

Timelines and Commitments to the GCB (Gaming Control Board):

We aim to regularly update our policies and procedures to stay in line with current GCB requirements. Our goal is to provide quarterly updates to the GCB and to immediately inform them of any significant changes or improvements in our procedures.

Qualifications and Competence of Policy Developers:

We are confident that our team and the consultants involved in developing policies and procedures are highly qualified and competent. All specialists undergo a rigorous selection process and have experience in the online gambling industry. A thorough selection process and continuous training ensure no conflict of interest and a high level of professionalism.

Audit and Review of Policies:

In accordance with GCB requirements, our policies and procedures will undergo regular audits and reviews. We welcome this process as an important element in ensuring transparency and compliance with high industry standards.

ANNEX 1

Profit and Loss Forecast till 2026

	2024 plan	2025 plan	2026 plan
Op income	3,658,243	16,462,093,5	27,985,558
admin expenses	-285,937	-5,015,993	-8,424,743
payouts	-3,165,751	-10,864,982	-18,798,377
service fees	-54,872	-246,931	-363,812
tax			
profit	151,683	334,188	398,627