

BUSINESS PLAN
For operators of games of chance

Majesti Star N.V.

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Confidentiality Statement

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Our Mission

The purpose of **Majesti Star N.V.** (referred to as the “Company”) is to offer clients a broad range of engaging, entertaining, and rewarding online poker, online casino, and sportsbook options. These experiences aim to let clients enjoy the thrill of sports and gaming, with opportunities for strategic and informed decision-making.

Our mission is to become a leading provider of betting products in the region, offering a diverse portfolio of sports, games, and events to cater to various preferences. We are committed to utilizing the latest technology and software, backed by exceptional customer service from knowledgeable and friendly staff who help clients understand their options.

To support our goals, the Company plans to operate on the Softamber Limited (UK) platform, a globally active software development provider. This casino platform facilitates player account management, payment processing, and integration with game vendors, as well as reporting and analytics capabilities.

Company and Management

Currently in its startup phase, the company’s initial product launch has been successful, though the management team remains lean, with key managerial roles internally held and non-core services outsourced.

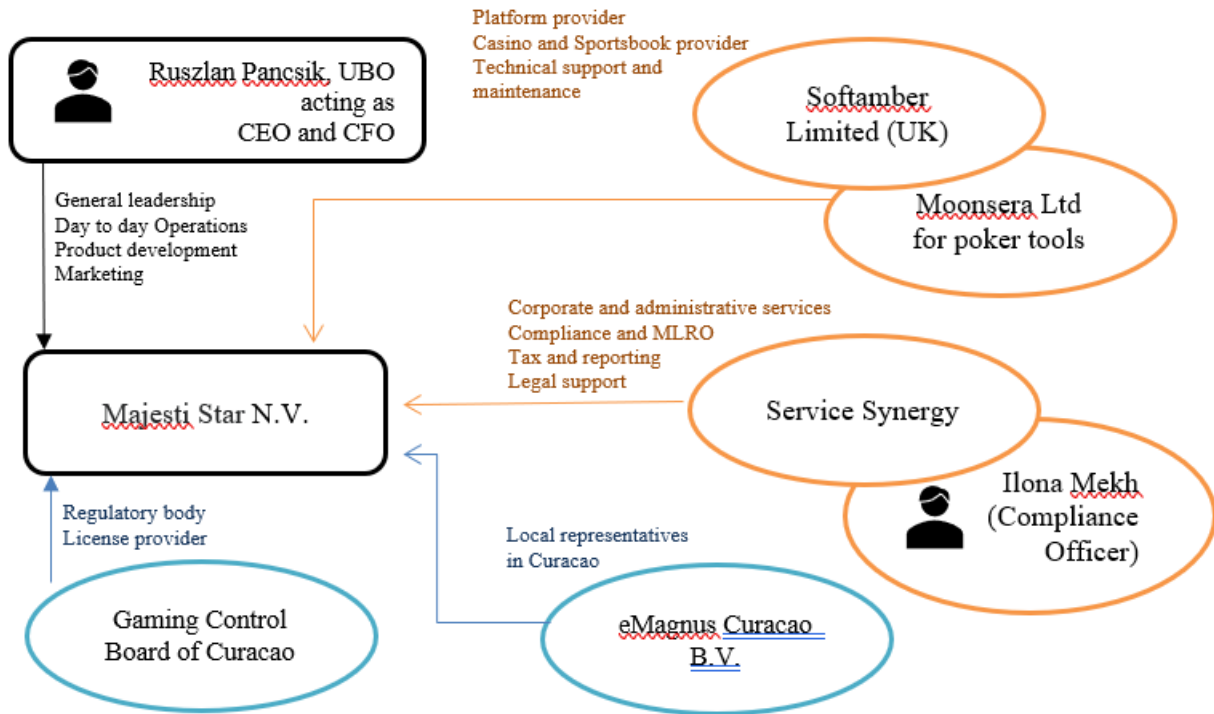
The sole shareholder and owner, **Mr. Ruszlan Pancsik**, intends to apply for a Curaçao Gaming License, replacing an existing sublicense with Gaming Curaçao. Mr. Pancsik is a seasoned entrepreneur with extensive experience in the payments and gambling industries, positioning him to lead as both CEO and CFO.

The company’s business model leverages Mr. Pancsik's extensive network to secure advantageous terms with platform providers, payment solutions, technical support, and customer service providers. This model is designed to optimize variable costs relative to revenue, minimizing initial capital requirements.

To handle routine corporate administration and compliance functions, the company has partnered with **Service Synergy**. With expertise in the gaming industry, Service Synergy offers a turnkey solution covering regulatory compliance, including policy development, AML (Anti-Money Laundering), KYC (Know Your Customer), and other essential areas. The Service Synergy team also provides additional non-core support, such as legal and financial consulting, tax advisory, and reporting.

As per requirement of the Gaming Control Board of Curacao, Ilona Mekh as a member of Service Synergy team was appointed as a Compliance officer for a Company.

In general, the Organizational and functional structure of the company can be described as follows:



Majesti Star N.V. has adopted a governance model that aligns with best practices for early-stage companies in regulated industries. This model is designed to uphold the principles of transparency, accountability, and regulatory adherence across all operational levels. The core elements of our governance framework include:

- **Executive Leadership and Strategic Oversight:**
 - The **Ultimate Beneficial Owner (UBO)**, acting as both CEO and CFO, is responsible for defining the company's strategic vision, driving key decisions, and ensuring that growth objectives are met. By centralizing these roles, the UBO maintains control over strategic direction, enabling agile decision-making that is essential in the competitive gaming industry.
 - The company has enlisted **eMagnus Curaçao B.V.**, a Corporate Service Provider with a strong presence in Curaçao, to oversee corporate affairs and hold formal directorship responsibilities. eMagnus ensures that all activities are conducted in accordance with Curaçao's regulatory standards, providing essential local representation and maintaining the integrity of our operations.
- **Outsourced Specialized Functions for Enhanced Efficiency:**
 - Recognizing the importance of cost-efficiency and specialized expertise, Majesti Star N.V. outsources non-core operational functions to trusted partners with in-depth industry knowledge. These functions include:
 - **Gaming Platform Development and Maintenance:** Softamber Limited, a UK-based provider, manages the technological backbone of our casino and sportsbook operations. This includes platform updates, game integrations, and ensuring system stability and responsiveness.

- **Financial and Tax Reporting:** Our financial reporting and tax compliance are managed by specialized financial advisors who provide accurate, timely, and compliant reports, helping us maintain financial health and meet tax obligations.
- **Internal Audit and Compliance:** Compliance with Anti-Money Laundering (AML), Counter-Terrorism Financing (CTF), and Know Your Customer (KYC) standards is managed by certified compliance officers. They conduct regular audits and risk assessments, ensuring that our processes align with the latest regulatory requirements.
- **Risk Management, Compliance, and Control Mechanisms:**
 - **Risk Identification and Assessment:** Service Synergy conducts periodic risk assessments to evaluate potential threats related to money laundering, terrorism financing, and other regulatory risks associated with our gaming operations.
 - **Compliance Framework:** Our compliance team monitors adherence to Curaçao's AML/CFT regulations, internal policies, and industry best practices. This includes implementing monitoring systems that flag suspicious transactions and activities, which are further assessed by our compliance team.
 - **Employee Training:** To ensure organizational compliance at all levels, the company provides AML and KYC training for all employees, helping them recognize, report, and manage suspicious activities in line with regulatory standards.
 - **Record Keeping and Reporting:** Comprehensive records are maintained on all compliance activities, including Suspicious Activity Reports (SARs), risk assessments, and compliance audits. These records are essential for internal transparency and regulatory reporting.

This governance and compliance framework allows the company to mitigate risks, enhance operational resilience, and focus on scaling core business activities with the assurance that regulatory obligations are met.

Corporate governance, Risks and Controls

The company has established a lean yet highly effective corporate governance structure, designed to support both operational efficiency and regulatory compliance. The Ultimate Beneficial Owner (UBO) currently serves as the Chief Executive Officer (CEO) and eMagnus, a reputable Corporate Service Provider based in Curaçao, is taking care of all the corporate affairs as well as the directorship duties.

Key operational and technical functions that demand specialized expertise, such as gaming platform development and maintenance, financial and tax reporting, internal audit, regulatory compliance, KYC and Anti-Money Laundering and Risk Oversight (AMRO) affairs are outsourced to trusted service providers. These partners, as outlined in previous sections, have a proven track record of delivering high-quality services in these areas, allowing the company to focus on its core business activities while ensuring these critical functions are expertly managed. By outsourcing these functions to experienced, certified teams, the company significantly reduces potential risks, ensuring that compliance and governance are handled by experts with in-depth knowledge of the gaming industry's regulatory landscape.

Our Services

Majesti Star N.V. provides a broad array of online gaming services, carefully crafted to attract a wide range of players across multiple demographics and markets. Our service offerings are supported by advanced technology, diverse game options, and a robust platform that enables seamless gaming experiences. Key aspects of our service portfolio include:

- **Diverse Service Offerings:**
 - **Sportsbook:** Our sportsbook service offers an extensive lineup of sports betting options that cater to regional preferences. This includes live betting, pre-match options, and customizable betting experiences. We focus on popular sports in the Eastern European market, including football, basketball, and e-sports, which have seen significant growth in player engagement.
 - **Online Casino:** The casino platform features a rich selection of games, from traditional table games like blackjack and roulette to modern slot machines with advanced graphics and themes. Our casino games are provided by tier-one game developers, ensuring high-quality gaming experiences that meet international standards for fairness and entertainment.
 - **Online Poker:** Our poker platform caters to both casual players and seasoned professionals by offering a variety of poker variants, tournaments, and cash games. The poker segment attracts a dedicated player base drawn to the strategic and competitive aspects of the game. We also provide special promotions and rewards to enhance player retention.
- **Market Strategy and Geographic Focus:**
 - The company's primary target market is Eastern Europe, a region witnessing substantial growth in online gaming adoption. The popularity of online gambling has been fueled by rising internet penetration, mobile accessibility, and a favorable regulatory environment. Majesti Star N.V. is well-positioned to capitalize on these trends by offering localized services that meet the specific needs of Eastern European players.
 - **Growth Potential:** According to market projections, the Eastern European online gambling industry is expected to achieve a market volume of **US\$1,017 million** by 2024. This market is forecasted to grow at an annual rate of **5.45%**, reaching a projected value of **US\$1,326 million** by 2029. Our strategic focus on this high-growth market positions us to capture a significant share, particularly within countries like Ukraine, Romania, and Poland.
- **Player Engagement and Retention Initiatives:**
 - Majesti Star N.V. employs a range of engagement strategies to attract and retain players. For example, our poker offerings include daily and weekly tournaments, leaderboards, and loyalty programs, which encourage player engagement and foster a competitive environment.
 - **Mobile Accessibility:** Recognizing the trend toward mobile gaming, our platform is optimized for both desktop and mobile devices, allowing players to access their favorite games on the go. Mobile compatibility enhances user convenience and broadens our market reach, especially among younger, tech-savvy audiences.
 - **Localized Gaming Experience:** The platform is tailored to local preferences, with features such as regional payment options, language customization, and culturally relevant promotions. These localized offerings build player loyalty and position Majesti Star N.V. as a preferred gaming destination.

Majesti Star N.V. is committed to delivering a comprehensive and immersive gaming experience, combining cutting-edge technology with a diverse selection of games to meet the evolving demands of our target market.

Our Competitive Advantage

Majesti Star N.V. distinguishes itself in the gaming industry through a combination of innovative product offerings, strategic market positioning, and a commitment to regulatory excellence. Our competitive advantage is built on several key pillars:

- **Product Differentiation and Market Adaptation:**
 - **Localized Gaming Content:** Our games are tailored to meet the unique preferences of players in different regions. For Eastern European markets, we incorporate themes, languages, and user experiences that resonate with local players. By offering a culturally relevant gaming environment, we increase player retention and brand loyalty.
 - **High-Quality Game Providers:** We partner with top-tier game developers, ensuring that all games on our platform meet rigorous standards for visual quality, performance, and fair play. This includes compliance with Random Number Generator (RNG) standards, which is essential for building trust among players.
 - **Flexible Platform Capabilities:** Our gaming platform, powered by Softamber Limited, supports easy integration of new games, payment options, and customized features. This flexibility enables us to adapt quickly to market changes, add value to our offerings, and keep our players engaged with fresh content.
- **Comprehensive Marketing and Engagement Strategy:**
 - **Affiliate Marketing Programs:** Affiliate partnerships are central to our customer acquisition strategy. We work with affiliates who have extensive knowledge of local gaming markets, enabling us to target specific demographics effectively. Affiliates drive traffic to our platform by leveraging their established networks, resulting in high-quality player acquisition.
 - **Influencer Partnerships and Social Media Marketing:** Our marketing strategy includes collaboration with influencers and thought leaders in the gaming industry. By engaging influencers, we expand our reach to a broader audience and strengthen our brand presence through content-driven campaigns such as live streaming, gaming reviews, and interactive social media content.
 - **Direct and Digital Outreach:** We complement our digital campaigns with targeted outreach efforts, including partnerships with sports clubs, direct advertising to households, and tailored promotions for corporate entities. This multi-channel approach fosters trust and enhances brand recognition within key demographics.
- **Commitment to Responsible Gaming and Compliance:**
 - Majesti Star N.V. prioritizes responsible gaming as a core aspect of our brand values. Our platform incorporates several responsible gaming features to protect player well-being, such as loss limits, cool-off periods, self-exclusion options, and self-limitations. These tools empower players to control their gaming behavior, fostering a healthy gaming environment.
 - We adhere to all relevant regulations and industry standards for fair play, responsible gaming, and AML (Anti-Money Laundering) compliance. By conducting regular third-party audits, we ensure our platform maintains its commitment to integrity, player safety, and compliance with legal frameworks.

Through this multi-faceted approach, Majesti Star N.V. aims to establish itself as a trusted, innovative, and player-focused leader in the gaming industry.

Financial Considerations

As for the forecasted financials, for the first five years of operation we foresee the following:

thousand, USD	Year 1	Year 2	Year 3	Year 4	Year 5
Revenue total including:	5,549	7,037	8,855	11,148	14,067
Sport	1,361	1,592	1,831	2,088	2,380
Casino	4,188	5,444	7,023	9,060	11,687
Poker	7,620	8,915	10,431	12,100	13,794
COGS					
Royalties	1,609	1,970	2,391	3,010	3,657
Other direct expenses	721	880	1,063	1,338	1,688
Total COGS	2,330	2,850	3,454	4,348	5,345
Gross Profit	3,219	4,187	5,401	6,800	8,722
Operating Expenses (OPEX)					
Administrative Expenses	943	1,196	1,505	1,895	2,391
Marketing Expenses	1,776	2,252	2,479	2,898	3,657
Other Expenses	444	563	708	892	1,125
Total OPEX	3,163	4,011	4,692	5,685	7,173
Net Profit	56	176	709	1,115	1,549

Majesti Star N.V. has conducted detailed financial projections for the first five years of operation, covering key revenue streams, cost structures, and profitability expectations:

- **Revenue Forecast:**
 - The company's projected revenue growth reflects a focus on high-demand gaming segments, with a diversified revenue mix that includes sportsbook, casino, and poker offerings. Revenue from **Casino GGR** (Gross Gaming Revenue) is expected to see steady growth, while **Poker GGR** is projected to drive the largest share due to its established player base and growing popularity in the target region.
 - **Revenue Breakdown:**
 - Year 1: **\$5.5 million**
 - Year 3: **\$8.8 million**

- **Year 5: \$14.1 million**
 - Revenue growth is expected to accelerate as the brand gains recognition, with poker and casino products projected to outperform other categories.
- **Cost of Goods Sold (COGS) and Operating Expenses:**
 - **Royalties and Licensing Fees:** Payments to casino providers constitute a significant portion of COGS, accounting for roughly 20-25% of annual revenue. These royalties cover game licensing, platform usage, and necessary compliance features.
 - **Other Direct Expenses:** Additional COGS include player incentives, such as sign-up bonuses and loyalty rewards, which are key to player acquisition and retention. The majority of payment processing fees are absorbed by the company rather than the players, enhancing user convenience.
 - **Marketing and Customer Acquisition:** Marketing expenses are expected to start at 32% of GGR in Year 1, gradually decreasing to around 25% by Year 5 as organic growth reduces dependency on paid acquisition channels.
 - **Administrative Costs:** Operating expenses, including administration, compliance, and reporting, are forecasted to remain stable at approximately 12-15% of total revenue. This includes costs for ongoing training, compliance audits, and regulatory reporting to maintain our licensing requirements.
- **Net Profit Projections and Strategic Financial Goals:**
 - Majesti Star N.V. aims to reach nominal net profitability by Year 2, prioritizing market share growth over immediate profit maximization in the early stages. By Year 5, net profit is projected to reach **\$1.5 million**, driven by economies of scale, improved brand visibility, and increased revenue from returning players.
 - **Long-Term Financial Strategy:** The company's long-term strategy emphasizes sustainable growth through cost-effective scaling, focusing on regional expansion and player retention. Additional revenue streams from targeted promotions, expanded game offerings, and optimized marketing spend will support consistent profitability beyond Year 5.

This financial roadmap underscores Majesti Star N.V.'s commitment to achieving a balanced approach to growth, profitability, and market expansion, positioning the company as a formidable player in the online gaming industry.

Conclusions

Majesti Star N.V. is poised to make a substantial impact in the online gaming industry, leveraging a robust platform, strategic partnerships, and a strong commitment to regulatory compliance. Our business plan outlines a clear pathway for growth, competitive advantage, and long-term sustainability.

- **Commitment to Innovation and Player Experience:**
Majesti Star N.V. prioritizes continuous innovation and improvement to ensure our gaming offerings remain dynamic, engaging, and relevant. By keeping up with industry trends, integrating new technologies, and adapting to market demands, we provide players with an exciting and trustworthy gaming experience. Our focus on high-quality content, player safety, and ease of use sets us apart as a brand that values player satisfaction and ethical standards.
- **Regulatory Compliance and Responsible Gaming:**
In an industry that increasingly values transparency and responsible practices, our

adherence to the highest standards of regulatory compliance is a critical asset. Majesti Star N.V. is committed to maintaining a safe and secure gaming environment, with rigorous AML and KYC protocols, fair play measures, and responsible gaming features. By investing in compliance infrastructure, we protect both our players and our brand's reputation, fostering a relationship of trust with regulators and stakeholders alike.

- **Strategic Partnerships and Industry Alliances:**

Through collaborations with industry leaders, content providers, and regulatory bodies, we enhance our capabilities and market reach. These partnerships provide operational efficiencies, expand our gaming library, and strengthen our compliance framework. Additionally, strategic alliances enable us to stay competitive by offering unique, locally tailored content and expanding into new markets with relative ease.

- **Long-Term Vision and Growth Trajectory:**

Majesti Star N.V. envisions a future where it stands among the top online gaming brands in the global market. To achieve this, we have established a clear roadmap for sustainable growth, focusing on core competencies, market expansion, and player loyalty. Our long-term strategy includes the following objectives:

- Expanding our footprint in the high-growth Eastern European market and exploring entry into new regions where online gaming demand is rising.
- Building a dedicated and motivated team that embodies our values and contributes to a culture of innovation, responsibility, and excellence.
- Continuously refining our marketing and engagement strategies to boost player acquisition and retention, maximizing lifetime value and reducing churn rates.

By combining operational efficiency, strategic investment, and a player-centric approach, Majesti Star N.V. is well-equipped to secure a prominent position in the competitive online gaming landscape. Our balanced focus on revenue growth, compliance, and customer satisfaction provides a solid foundation for sustained success and profitability.

In conclusion, Majesti Star N.V. is not just building a business; we are cultivating a brand that players trust, regulators respect, and the market recognizes for its dedication to excellence. With our sights set on becoming a leading name in the gaming industry, we are committed to upholding the highest standards of quality, integrity, and responsibility in every aspect of our operations.