

## Legal Memorandum

**From:** Dr. Ola Wiklund

**Client:** Throne Entertainment B.V.

**Date:** 25 October, 2025

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### 1 The assignment

- 1.1 Throne Entertainment B.V. (“the Company”) offers online gaming services to customers worldwide. The company is lawfully incorporated and established under Curaçao laws and hold a license to pursue gaming activities and offer these services.
- 1.2 The Company is offering gaming services that are accessible to Turkish customers. The Company claims that the Company is not involved directly with money transfers from gaming deriving from Turkey.
- 1.3 A global assessment of the abovementioned circumstances leads to the conclusion that the Company is to some extent is consciously targeting Turkish customers through its gambling sites/gambling site.
- 1.4 Given these circumstances, the Company wishes to know whether the offering of these services is regarded as legal if they target customers in a foreign jurisdiction, such as Turkey, where the market is unregulated in the sense that it is practically impossible for a foreign gaming operator to obtain a gaming license.

### Executive summary

- 1.5 In a normative conflict between the laws invoked by the Company in its capacity as a Curaçao established company offering of cross-border gaming services from the forum state of Curaçao on the one hand side, and Turkish domestic gaming laws on the other hand side, the former laws prevail. Hence, the Company’s offering of services to Turkish citizens from Curaçao is perfectly legal. Moreover, Curaçao is under no legal obligation to restrict the offering of gaming services to Turkish citizens.

### 2 On the law

- 2.1 The Company offers online gaming services to customers worldwide. The Company is lawfully incorporated and established under Curaçao laws and holds licenses to pursue gaming activities and offer these services.

- 2.2 The question is whether the offering of these services is regarded as legal if they target customers in a foreign jurisdiction, such as Turkey, where the market is unregulated. An unregulated market is a market where state owned or controlled operators exclusively hold licenses and it's practically impossible to obtain a gaming license for a foreign private operator.
- 2.3 Moreover, the Turkish authorities strongly assert that its protectionist gaming law has extraterritorial application. It should be pointed out that the Turkish political institutions and administration have the legal privilege to enact and enforce laws within the Turkish territory.
- 2.4 However, the question of the legality of the Company's offering of services needs one single answer, not two. It can't be simultaneously coherently argued that on the one hand side, the Company's services are legal since they rely on the establishment in Curaçao and hereby can invoke WTO law along with the Public International Law-principle of economic and legal sovereignty, and on the other hand side that the legislature and judiciary of another sovereign State (Turkey) has the right to regulate, apply and enforce domestic legislation within its territory. From a compliance point of view, the normative conflict between these two sets of conflicting laws needs to be settled through reference to principles enshrined in the legal system itself according to the over-riding requirement of coherence that law always raises in case of conflicts of laws.
- 2.5 The cross-border nature of the services offered and the requirement of coherence prescribed by law forces us to come up with **one legal answer** to the question of the legality of the Company's offering of services to Turkish citizens. Or put differently, in a conflict between the laws invoked by the Company to protect its right to offer gaming services on one hand side, and the domestic laws of Turkey on the other hand side, which laws should prevail?
- 2.6 It is clear that the Company's offering of services is legal since they rely on the establishment in Curaçao. The Company's right to conduct its business can be justified with reference to the law of the World Trade Organization along with the Public International Law-principle of economic and legal sovereignty.
- 2.7 Hence, to answer the legality question we need to explore whether a foreign state, in this case Turkey, can exercise legislative and judicial powers in relation to the forum state of Curaçao.
- 2.8 General legal principles of Public International Law limit the legislative and judicial jurisdiction of nation-states. The Company's right to offer its gaming

services is founded on Public International Law. The legislative and judicial jurisdiction of Curaçao rests on the principle of State Sovereignty.

- 2.9 Turkey is a sovereign state. General principles of Public International Law apply to the external exercise of Turkey's state powers. Besides the principles of jurisdiction, which limits the exercise of legislative jurisdiction, general international law also provides doctrines that apply specifically to the exercise of judicial jurisdiction. There are two such doctrines: the doctrine of sovereign immunity and the act of state doctrine.<sup>1</sup>
- 2.10 The doctrine of sovereign immunity imposes limits upon the state's judicial jurisdiction over foreign states: *par in parem non habet jurisdictionem*.<sup>2</sup>
- 2.11 Curaçao has as forum state pleaded sovereign immunity in relation to Turkey. Turkey nor Curaçao has specifically waived its sovereign immunity in relation to each other.
- 2.12 Moreover, even if the foreign state pleads sovereign immunity, the forum state is under no obligation to acknowledge the plea before it has specifically determined that the foreign state has been acting in its capacity as a sovereign.
- 2.13 The determination of whether or not the state has been acting in its capacity as a sovereign is based on the laws of the forum state. The assessment of the implications of the sovereign action and claims is to be performed according to the laws of Curaçao.
- 2.14 The exercise of the Company's activities relies on the laws of Curaçao. These laws have been enacted through decisions of Curaçao, a public entity acting in its capacity as a sovereign. This set of rules create a shield of constitutional protection in relation to competing legal regimes.
- 2.15 Consequently, the forum state Curaçao has adopted an absolute doctrine of sovereign immunity, i.e., a doctrine that grants immunity in relation to foreign states. This doctrine is legally manifested by the enacted set of laws that guarantees the Company constitutional protection.
- 2.16 General international law recognizes the legitimacy of the doctrine of absolute immunity as a jurisdictional doctrine. Precisely because the doctrine of sovereign immunity is a jurisdictional doctrine, not a doctrine of substantive

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<sup>1</sup> See *Schooner Exchange v McFaddon* 11 US 116, 132:

<sup>2</sup> *Ibid.*

law it leaves jurisdictional choices up to the domestic jurisdiction of each state.

- 2.17 Consequently, if the state prefers to apply the doctrine of absolute immunity and refrains from exercising jurisdiction in relation to foreign states even in cases where those states have been acting in their private capacity, it is free to do so. Such a policy choice does no harm to other states, and entitles the forum state to absolute immunity before the courts of other states.
- 2.18 It is the laws of the forum state Curaçao that determines whether or not the state is entitled to exercise sovereign immunity, not the laws of the foreign state.
- 2.19 The Company's right to pursue its commercial activities is founded on acts enacted by Curaçao in its capacity of being a sovereign state. Curaçao has pleaded absolute sovereignty in relation to Turkey. Turkey has no legal means whatsoever to exercise its sovereign powers in Curaçao.
- 2.20 Moreover, Turkey and Curaçao (through the Netherlands) are members of the World Trade Organization (WTO). According to the laws of the WTO no foreign state may interfere in the commercial activities of a forum state. The marketplace of Curaçao is safeguarded from any interference of a foreign state as Turkey.
- 2.21 To conclude, in a normative conflict between the laws invoked by the Company in its capacity as a Curaçao established company offering of cross-border gaming services from the forum state and Turkish domestic law the former laws prevail. Hence, the Company's offering of services to Turkish citizens from Curaçao is perfectly legal. Moreover, the Company is under no legal obligation to restrict the offering of gaming services to Turkish citizens.



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