

Gladiator Holding N.V.

Business Plan

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Executive summary

At Gladiator Holding N.V., we are at the forefront of the gaming industry, driven by a relentless pursuit of innovation and a strong commitment to delivering exceptional experiences to our customers. Operating within the dynamic world of digital entertainment, our flagship platforms b52.club, collectively known as “b52.club” serve as gateways to cutting-edge technology, engaging content, and modern, user-centric design.

Our strength lies in our proprietary intellectual property, meticulously developed to set new benchmarks for excellence in the online casino gaming sector. These original creations not only define our brand identity but also reflect our long-term vision to elevate gaming experiences to unprecedented levels of quality, entertainment, and reliability.

In response to an evolving global regulatory landscape, Gladiator Holding N.V. remains fully committed to compliance, transparency, and ethical business practices. We are actively pursuing licensing from the Curaçao Gaming Authority (CGA) to ensure our operations meet the highest regulatory standards. This strategic step reinforces our credibility and demonstrates our dedication to providing a secure, fair, and responsible gaming environment for our players.

While our current focus remains on strengthening and expanding our flagship offerings, we also have ambitious plans to diversify into additional product verticals. As part of our growth strategy, we are closely evaluating opportunities in Vietnam and other emerging markets, where we see strong potential for sustainable expansion and innovation.

Vision and Mission

To become a globally recognized leader in digital gaming by delivering innovative, secure, and immersive online casino experiences that set new standards for excellence, trust, and responsible entertainment across emerging and established markets.

Our mission is to design and operate high-quality online casino platforms that combine cutting-edge technology, proprietary content, and user-focused design. At Gladiator Holding N.V., we are committed to:

- Delivering engaging, reliable, and fair gaming experiences through continuous innovation
- Developing and protecting unique intellectual property that differentiates our brand
- Operating with full regulatory compliance, transparency, and ethical integrity
- Promoting responsible gaming and ensuring player safety at every level
- Expanding sustainably into new markets and product verticals, with strategic focus on high-growth regions such as Vietnam

What is CGA

CGA stands for Curaçao Gaming Authority.

- The Curaçao Gaming Control Board (GCB) is the government body responsible for regulating

and supervising gambling activities in Curaçao.

- Under the updated regulatory framework (the National Ordinance for Games of Chance – LOK), the GCB acts as the licensing and supervisory authority for online gaming operators.
- What a CGA / GCB license means:
 - Authorization to operate online casino and gaming services
 - Compliance with AML/CFT, player protection, and responsible gaming standards
 - Ongoing reporting, audits, and regulatory oversight
 - Increased credibility with partners, payment providers, and players
 - For formal documents (such as license applications or regulatory submissions), it is best practice to use “Curaçao Gaming Control Board (GCB)”, while CGA can be used in high-level or commercial narratives.

Marketing Strategy:

Gladiator Holding N.V. adopts a data-driven, compliant, and customer-centric marketing strategy designed to build brand awareness, acquire and retain players responsibly, and support sustainable long-term growth.

1. Brand Position

- Proprietary and exclusive gaming content
- Secure and transparent operations
- User-friendly design and localized player experience
- Strong commitment to responsible gaming

2. Target Markets

- Our primary focus is on regulated and emerging markets, with an initial emphasis on Vietnam, subject to local legal and regulatory considerations
- International players accessing the platform under the Curaçao license framework
- Market entry strategies are continuously reviewed to ensure compliance with applicable laws and advertising standards.

3. Customer Acquisition Channels

- Affiliate marketing partnerships with vetted and compliant affiliates
- Search engine optimization (SEO) and content marketing
- Paid digital advertising where legally permitted
- Social media and community engagement
- Influencer collaborations, subject to strict compliance and disclosure rules
- All marketing partners are contractually required to follow our responsible advertising and AML policies.

4. Retention & Loyalty

- Personalized promotions and loyalty programs
- Responsible bonus structures with clear and transparent terms
- CRM-based engagement campaigns
- Ongoing platform improvements and new game releases
- Promotions are designed to avoid excessive or misleading incentives and fully comply with regulatory requirements.

5. Responsible Marketing & Compliance

- Do not target minors or vulnerable individuals
- Include responsible gaming messaging and self-exclusion information
- Comply with AML, KYC, and advertising regulations under the Curaçao GCB framework

- Are regularly monitored, audited, and adjusted as regulations evolve

Finance Strategy:

- Financial Planning and Budgeting:
 - Develop a 3years long-term goals, revenue projections, and expense forecasts.
 - Implement a rigorous budgeting process to allocate financial resources efficiently across various business functions, including marketing, technology development, operations, and regulatory compliance.
- Revenue Diversification:
 - Explore opportunities to diversify revenue streams beyond gaming, such as advertising, sponsored content, premium memberships, and e-commerce partnerships.
 - Leverage data analytics to identify emerging trends and consumer preferences, enabling the introduction of new revenue-generating features and services on the Casino platform.
- Risk Management and Compliance:
 - Mitigate financial risks by implementing robust risk management practices, including hedging strategies for currency fluctuations, cybersecurity measures to protect against data breaches, and insurance coverage for unforeseen events.
 - Ensure compliance with regulatory requirements in all operating jurisdictions, including licensing fees, taxes, and reporting obligations, to avoid financial penalties and reputational damage.
- Financial Reporting and Transparency:
 - Implement robust financial reporting systems and processes to provide accurate and timely financial information to stakeholders, including investors, regulators, and internal management.
 - Foster transparency and accountability by adhering to best practices in financial governance, disclosure, and communication with stakeholders.

SWOT Analysis

Strengths:

- Unique games and content that differentiate Casino from competitors.
- Cutting-edge technology, user-friendly design, and engaging player experience.
- Pursuing Curaçao Gaming Authority (CGA) licensing, reinforcing trust and credibility.
- Skilled professionals across operations, marketing, compliance, and technology.
- Strong focus on responsible gaming, security, and player satisfaction.

Weaknesses:

- Current operations are concentrated on specific regions; brand recognition is still developing.
- Limited product diversification increases exposure to market fluctuations.
- Compliance requirements vary across jurisdictions, creating operational challenges.
- Expansion into markets like Vietnam may face legal, cultural, or operational hurdles.

Opportunities:

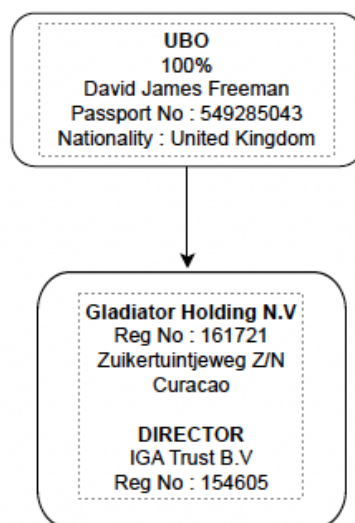
- Growth potential in emerging Asian markets (Vietnam, Thailand, etc.) and other regulated jurisdictions.
- Introducing additional gaming verticals and digital entertainment offerings.

- Collaborations with reputable affiliates and operators to boost reach.
- Leveraging AI, analytics, and gamification to enhance player engagement.
- Rising global demand for online casino entertainment.

Threats:

- Changes in gaming laws or licensing requirements could impact operations.
- Highly competitive online casino market with global and local operators.
- Risks related to hacking, data breaches, and payment fraud.
- Economic downturns could affect discretionary spending on entertainment.
- Negative publicity, non-compliance, or player disputes could harm brand image.

Company shareholding structure



Company organization structure

UBO David James Freeman

David James Freeman is an experienced telecommunications network specialist and senior leader with a strong background in delivering large-scale infrastructure projects. At BT Group, he contributed to a significant improvement in network connectivity across the West Midlands, while at Virgin Media he led a £10 million project portfolio, enhancing Wi-Fi coverage and network performance in Birmingham.

He is recognised for technical excellence, effective leadership, and reliable project delivery. Mr Freeman is now exploring opportunities within the online gaming industry. His source of wealth derives from professional employment and personal savings.

Compliance/ AML officer: Florence Borg Farrugia

Florence Borg Farrugia is a Senior AML/CFT Consultant responsible for ensuring that Gladiator

operates in full compliance with regulatory requirements. She oversees anti-money laundering and counterterrorism financing measures, providing expert guidance to maintain robust compliance standards.

Duties and Responsibilities:

- Analyzed financial data to identify patterns indicative of money laundering and other illicit activities.
- Assisted in the development of AML training programs for staff, increasing awareness of regulatory obligations and compliance procedures.
- Supported the investigation of potential compliance breaches, working closely with legal and compliance teams.
- Maintained comprehensive records of all AML-related activities, ensuring proper documentation for audits. Conduct thorough reviews of suspicious transactions and customer accounts to identify potential money laundering activities.
- Collaborate with internal teams to implement AML policies and procedures, ensuring compliance with relevant regulations.
- Conduct risk assessments for new clients, contributing to the development of a robust client onboarding process.

Recruitment plan:

Position	Timing	Annual Salary (€)	Notes
CEO (full-time)	1 year after website goes live	65,000 – 75,000	Operational leadership, platform launch & daily management
CTO (full-time)	6 months after CEO is hired	40,000 – 50,000	Financial oversight, reporting, and compliance
CFO (full-time)	6 months after CEO is hired	50,000 – 55,000	Technology strategy, platform development, infrastructure

Business Partners

Gaming Platform Provider: BetsConstruct is a leading iGaming technology and service provider offering comprehensive solutions for online and land-based operators. Its portfolio includes sportsbook platforms, casino aggregation, live dealer solutions, virtual sports, and gaming software. BetsConstruct provides customizable, scalable, and fully integrated solutions designed to support operators with advanced back-office tools, risk management, and multi-channel capabilities.

Payment provider: Finductive is a financial technology company specializing in digital payment processing and merchant services. It provides secure and efficient payment solutions, including card acquiring, alternative payment methods, and cross-border transaction support. Finductive focuses on compliance, risk management, and seamless integration to enable businesses,

including online gaming operators, to process payments reliably and securely.

Risk Evaluation and Management

As a responsible gaming operator, Gladiator Holding N.V. prioritizes the well-being of its players and employs comprehensive risk evaluation and management strategies to ensure a safe and enjoyable gaming environment. Here's how Gladiator Holding N.V. evaluates and manages risks associated with player behavior:

- **Player Verification and Authentication:**
 - Gladiator Holding N.V. implements robust player verification procedures during the account registration process to ensure compliance with age and identity verification requirements.
 - Through advanced authentication methods, including document verification and identity checks, Gladiator Holding N.V. verifies the identity of players to prevent underage gambling and identity fraud.
- **Responsible Gaming Tools and Features:**
 - Gladiator Holding N.V. integrates responsible gaming tools and features into its platform to empower players to manage their gaming activity responsibly.
 - These tools may include options for setting deposit limits, wagering limits, session time limits, and self-exclusion periods to help players maintain control over their gaming behavior.
- **Monitoring and Analysis of Player Behavior:**
 - Gladiator Holding N.V. employs sophisticated monitoring systems to analyze player behavior and detect potential signs of problem gambling or excessive gaming activity.
 - Through data analytics and behavioral analysis, Gladiator Holding N.V. identifies patterns such as frequent or prolonged gaming sessions, significant changes in betting patterns, and high-risk behaviors that may indicate problematic gaming behavior.
- **Education and Awareness Initiatives:**
 - Gladiator Holding N.V. is committed to promoting responsible gaming education and awareness among its players through various channels.
 - The platform provides informational resources, tips for responsible gaming, and links to support services for players who may be experiencing gaming-related issues.
- **Collaboration with Regulatory Authorities and Support Organizations:**
 - Gladiator Holding N.V. collaborates with regulatory authorities, industry stakeholders, and support organizations to address responsible gaming concerns and implement best practices.
 - By partnering with reputable organizations specializing in problem gambling prevention and treatment, Gladiator Holding N.V. ensures access to support services for players in need of assistance.
- **Continuous Monitoring and Improvement:**
 - Gladiator Holding N.V. continuously monitors the effectiveness of its risk evaluation and management strategies and makes adjustments as needed to enhance player protection.
 - Through regular audits, compliance checks, and feedback mechanisms, Gladiator

Holding N.V. identifies areas for improvement and implements proactive measures to mitigate risks and improve player safety.

- **Transparent Communication and Reporting:**
 - Gladiator Holding N.V. maintains transparent communication with its players regarding responsible gaming policies, procedures, and resources available for assistance.

Legal and governance framework

- **Licensing Requirements:** The Curacao Gaming Authority (CGA) is the regulatory body responsible for overseeing gaming activities in Curacao, ensuring compliance with all applicable laws and regulations. This includes conducting regular audits, inspections, and investigations to enforce compliance and address any violations. Operators are also expected to comply with any reporting obligations introduced by the CGA in the future.
- **Anti-Money Laundering (AML) and FIU Regulations:** All Curacao gaming operators are required to register their Money Laundering Reporting Officer (MLRO) and AML Compliance Officer on the CGA portal. These roles are responsible for ensuring adherence to AML regulations and for reporting suspicious activities to the relevant authorities, including the Financial Intelligence Unit (FIU).
- **Taxation and Financial Regulation:** Operators must comply with all applicable taxation requirements, maintain good standing with tax authorities, and submit annual financial reports to the CGA in a timely manner.
- **Corporate Governance:** Gaming operators are expected to uphold high standards of corporate governance. This includes maintaining accurate financial records, conducting business transparently, and complying with all relevant corporate laws and regulations. The local Corporate Service Provider (CSP), local director, and local representative will support compliance efforts and manage the day-to-day operations of the company.

Policies and Procedures

- **Customer Identification and Verification:** Our protocols establish rigorous procedures to verify the identity and age of players, effectively preventing underage gambling and ensuring full compliance with regulatory requirements.
- **Player Account and Fund Management:** Our policies ensure transparency and security in the management of player accounts and funds. This encompasses deposit and withdrawal processes, account maintenance, and robust security measures to safeguard players' assets.
- **Responsible Gaming:** Promoting responsible gaming is central to our operations. Our policies educate players on responsible gaming, provide tools for self-exclusion and limit-setting, and enable prompt interventions to mitigate problem gambling behaviours.
- **Information Security:** We uphold the highest standards of data protection. Our policies safeguard player data and sensitive information through advanced security measures, encryption protocols, and strict access controls.
- **AML Policy:** We are committed to combating financial crime. Our policies include comprehensive procedures to prevent and detect money laundering, terrorist financing,

and proliferation financing. This entails thorough customer due diligence, vigilant transaction monitoring, and timely reporting of suspicious activities to regulatory authorities.

- **Player Account Suspension and Closure:** To ensure fairness and transparency, we have clear procedures for suspending or closing player accounts in cases of suspected fraud, misconduct, or violations of our terms of service.
- **Complaint Handling and Alternative Dispute Resolution (ADR):** Our policies provide structured procedures for handling complaints, ensuring prompt, fair, and transparent resolution. Where applicable, alternative dispute resolution mechanisms will be employed to settle disputes efficiently.

3 Years Projection

Starting players: 2,000 in the first month

Player growth: 2% monthly initially, 5% monthly in the second year

GGR per player: €50, with supplier costs at 20% of GGR

Key hires: CEO from the second year; CFO, CTO, and other executives after six months

Initial expenses: Covered by the sole UBO

Estimated first-year profit: ~800K EUR

Month	Paying Users	Casino GGR (€)	Marketing Spend (€)	Suppliers (€)	License Fee (€)	Compliance (€)	Salaries (€)	Server Fees (€)	CSP Fees (€)	ADR Fee	Total Monthly Expense (€)	Monthly Profit (€)
Month 1	2000	100000	2000	20000	50000	1000	5000	1000	3500	2000	84500	15500
Month 2	2040	102000	2100	20400	0	1000	5000	1000	3500	0	33000	69000
Month 3	2081	104040	2205	20808	0	1000	5000	1000	3500	0	33513	70527
Month 4	2122	106121	2315	21224	0	1000	5000	1000	3500	0	34039	72081
Month 5	2165	108243	2431	21649	0	1000	5000	1000	3500	0	34580	73664
Month 6	2208	110408	2553	22082	0	1000	5000	1000	3500	0	35134	75274
Month 7	2252	112616	2680	22523	0	1000	5000	1000	3500	0	35703	76913
Month 8	2297	114869	2814	22974	0	1000	5000	1000	3500	0	36288	78581
Month 9	2343	117166	2955	23433	0	1000	5000	1000	3500	0	36888	80278
Month 10	2390	119509	3103	23902	0	1000	5000	1000	3500	0	37505	82005
Month 11	2438	121899	3258	24380	0	1000	5000	1000	3500	0	38138	83762
Month 12	2487	124337	3421	24867	0	1000	5000	1500	3500	0	39288	85049
Month 13	2611	130554	3592	26111	50000	1000	5000	1500	5000	2000	92203	38352
Month 14	2742	137082	3771	27416	0	1000	5000	1500	5000	0	43688	93394
Month 15	2879	143936	3960	28787	0	1000	5000	1500	5000	0	45247	98689
Month 16	3023	151133	4158	30227	0	1000	5000	1500	5000	0	46884	104248
Month 17	3174	158690	4366	31738	0	1000	5000	1500	5000	0	48604	110086
Month 18	3332	166624	4584	33325	0	1000	5000	1500	5000	0	50409	116215
Month 19	3499	174955	4813	34991	0	1000	20000	1500	5000	0	67304	107651
Month 20	3674	183703	5054	36741	0	1000	20000	1500	5000	0	69295	114409
Month 21	3858	192888	5307	38578	0	1000	20000	1500	5000	0	71384	121504
Month 22	4051	202533	5572	40507	0	1000	20000	1500	5000	0	73578	128954
Month 23	4253	212659	5851	42532	0	1000	20000	1500	5000	0	75882	136777
Month 24	4466	223292	6143	44658	0	1000	20000	1500	5000	0	78301	144991
Month 25	4689	234457	6450	46891	50000	2000	20000	2000	6500	2000	133842	100615
Month 26	4924	246180	6773	49236	0	2000	20000	2000	6500	0	86509	159671
Month 27	5170	258489	7111	51698	0	2000	20000	2000	6500	0	89309	169180
Month 28	5428	271413	7467	54283	0	2000	20000	2000	6500	0	92250	179164
Month 29	5700	284984	7840	56997	0	2000	20000	2000	6500	0	95337	189647
Month 30	5985	299233	8232	59847	0	2000	20000	2000	6500	0	98579	200654
Month 31	6284	314194	8644	62839	0	2000	20000	2000	6500	0	101983	212212
Month 32	6598	329904	9076	65981	0	2000	20000	2000	6500	0	105557	224347
Month 33	6928	346399	9530	69280	0	2000	20000	2000	6500	0	109310	237090
Month 34	7274	363719	10006	72744	0	2000	20000	2000	6500	0	113250	250469
Month 35	7638	381905	10507	76381	0	2000	20000	2000	6500	0	117388	264518
Month 36	8020	401001	11032	80200	0	2000	20000	2000	6500	0	121732	279268