

BRECKENRIDGE CURACAO B.V.

BUSINESS PLAN

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CONFIDENTIALITY STATEMENT

This is a confidential document between BRECKENRIDGE CURACAO B.V. Ltd (hereinafter referred to as 'Breckenridge') and the Relevant Authorities (hereinafter referred to as the 'Authority'). It contains confidential and / or proprietary information that may not be disclosed or discussed with anyone outside the aforementioned organizations without written approval between Breckenridge and the Authority.

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1. Application

Breckenridge is hereby applying for a Curaçao Casino Gambling remote licence.

2. Overview of Business & Objectives of Operation

The company has acquired the international Asian database of Vera&John and Intercasino and has since launched two additional brands, Yuugado and Boabet. These international brands enable the company to grow into an imminent success thus turning into a market leader in a short period of time.

The entity is hereby applying for the provisional Curaçao Casino Gambling remote licence in anticipation of the coming into force of a new regulatory regime in Curaçao. We have seen significant growth over the past few years and business is constantly improving. In line with the company's growth strategy, the company has undertaken to enhance its game offering to ensure that all the most popular games on the market are included within its game portfolio so as to ensure that players are never compelled to move to other operators, but kept delighted with the products offered – in such a manner the company retains a competitive edge over its competitors. Thus, the management decided to apply for the provisional Curacao gaming licence in order to further grow and to continue providing its product in today's competitive market in a seamless manner until the new licences are introduced. Competition in the industry increased in the past few years however, the entity always kept improving and creating new ideas including tackling different markets which is the reason why it has stayed at the top of the ranking in the industry with its original brands Vera&John and Intercasino.

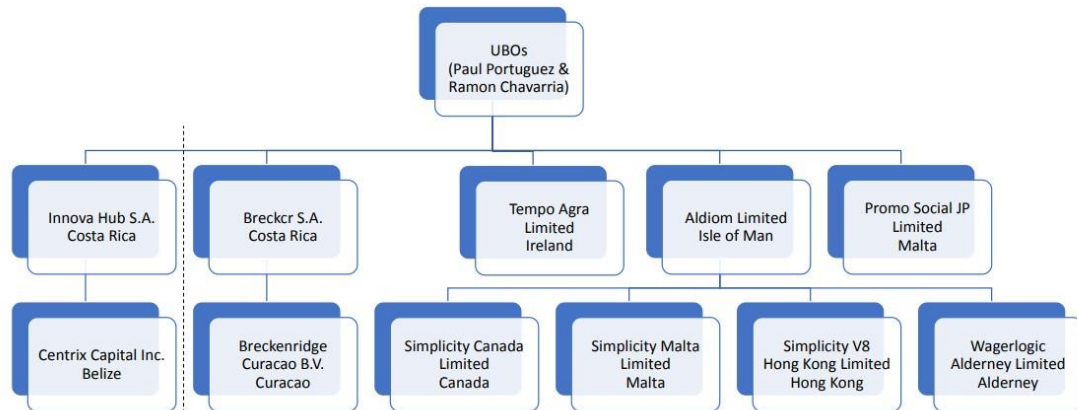
These original brands are some of the oldest in the industry with over twenty years of experience always improving its efforts to retain its spot as the no.1 casino. Established in 1996 the company has proven over the years to be a leader in the industry.

3. Corporate Structure, Directors and Shareholders

As illustrated in the diagram below, Breckenridge is owned by Breckcr SA and ultimately and fully owned by Mr Paul Portuguese and Mr Ramon Chavarria. Breckenridge's directors are also Mr Paul Portuguese and Allyant Group BV.

Breckenridge Corporate Structure

All subsidiaries are 100% directly held by their parent



Paul Portuguese and Ramon Chavarria each hold 50% of shares.
Breckenridge Structure Chart as at 08.03.2024

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4. Operational Set-Up & Controls

The company's brand names under this licence are Vera&John, Intercasino, Yuugado and Boabet.

All operational aspects will be managed through the company's employees internationally, which are all approved by the company. All employees have been screened as persons of good conduct, repute and offer great experience and knowledge of the gaming industry.

General Duties and Controls

As depicted in the illustration contained within the Human Resources Roles and Responsibilities diagram, the company have separate departments for development, finance, casino management, customer support, payments & fraud, business intelligence and marketing. This is the first control in place. All these departments report to the Operations Director of the company who in turn reports to the UBO Managing Directors. Individuals of the company will function within these departments each ensuring its goals, objectives and procedures in line with the company's procedures manual are met. The respective head of department and the Operations Director oversee all operations and controls of the company. Segregation of duties and need to know/have basis will be employed throughout.

Risk and Fraud Management Controls

It is a company policy to always have a full understanding and quantification of the risk and exposure that the company faces. It is also a company policy not to increase the risk unnecessarily. Risk managers are constantly analyzing the betting patterns of players and any suspicious activity is monitored. The company also maintains a right to close the accounts of players whose activity could be damaging for the company.

Directors and risk managers have extensive experience of the casino industry and therefore understand the risks involved for the company. It is important that an exchange of opinions takes place on a regular basis as well as an exchange of evaluations so as to mitigate the risk association with casino betting for the company. Bonus schemes are offered by the company; however, these are regularly monitored to ensure that these are not abused of, or do not expose the company to unnecessary risks.

The risk managers are directly answerable to the Operations Director who in turn reports to the UBO Managing Directors. The directors are also constantly briefed about risk management activities being undertaken by the company and of any significant risks the company is exposed to at any given time. While emergency decisions which admit of no delay may be taken by the Risk & Fraud Manager unilaterally, other pro-active decisions are normally discussed with senior management.

In order to assist company employees with risk and fraud management duties, the back-office system employed also alerts the company to suspicious activity and also notifies the company of large wagers. Moreover, the company back-office system notifies company employees when due diligence documents are required by the company in line with local laws and regulations. Withdrawals are not permitted until such documentation is received in a manner satisfactory to the company and until the identity of the player is verified and matched with the player ID.

The company has a zero tolerance on irregular funds and will take all the appropriate measures to detect, suspend and report fraud or potential money laundering abuses to the relevant authority

Players and Fund Management

The company shall keep players' funds separately from the licensee's own funds in clients' bank account/s held with a credit institution. The managing director shall maintain key responsibility of Player and Fund Management and shall ensure that all employees are informed of company policies, rules and regulations and the laws of each applicable country.

The company can provide evidence to the Authority clearly showing the segregation of funds in place and indicating surplus funds.

Marketing, Promotion & Support Services

Operational Excellence, Brand and Customer Support functions are performed in-house all under direction from the Operations Director.

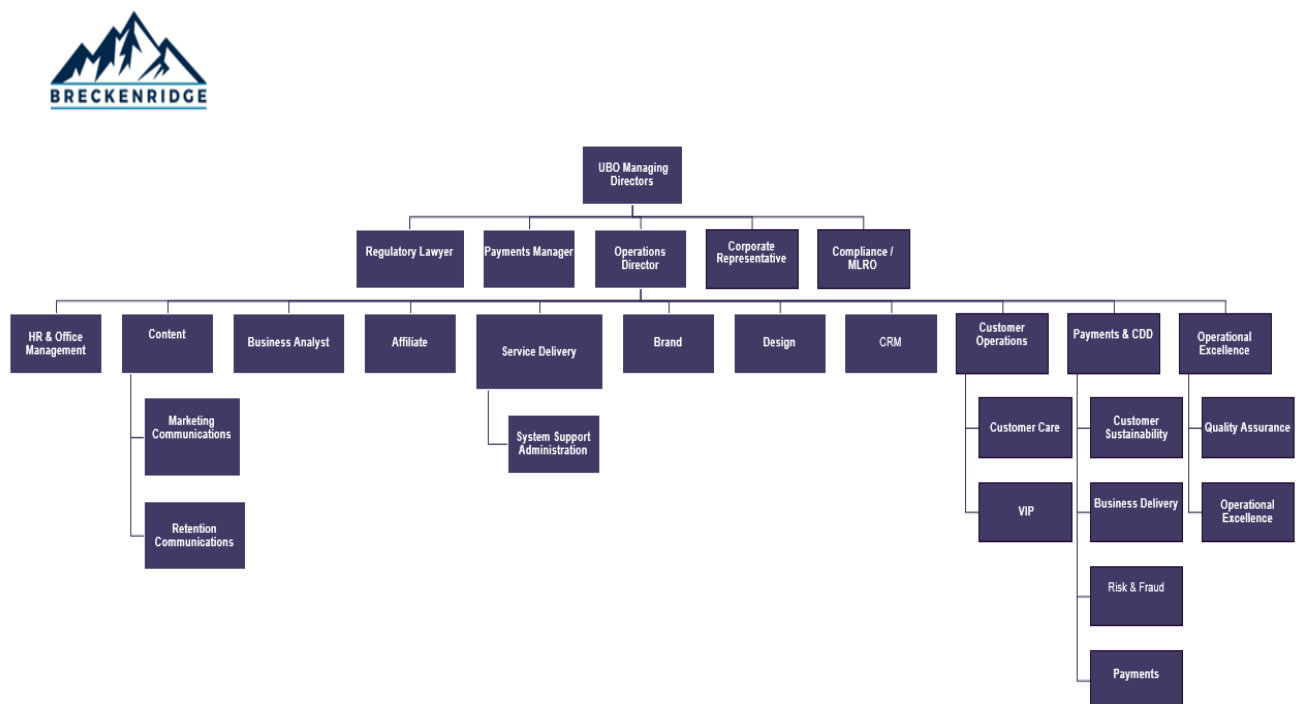
Operations Director

Strategically leading and developing the Breckenridge team ensuring the teams have the tools and support they need in order to deliver the most fun and rewarding online gaming experience in the market.

Key Regulatory officer - MLRO

The company employs a full-time person responsible for the overall compliance function of Breckenridge. This person contributes with their vast experience in Payments, Risk AML & Compliance within the digital, internet and igaming fields and their experience and expertise is vital to the expansion of the company.

Breckenridge's Human Resources Roles and Responsibilities



5. Nature of the Games, Technology and Application Software

- Different web technologies will provide the necessary functionality for a successful remote gaming operation. As such, HTML, Javascript, CSS, Flash, web servers, databases, caching and storage systems will be amongst those technologies.
- The infrastructure shall be implemented using state of the art servers. A centralized, backed-up and highly available storage system will provide the necessary data storage and retrieval for the gaming system.

- Our hosting partners, eASPNNet and HostingB2B, are known in the telecommunications and gaming industries in Curaçao and facilitate all the necessary security measures for the remote gaming activity such as controlled servers' access, DDOS mitigation, redundant power and network connectivity and secure state-of-the-art hosting.

Software

- The BackOffice and underlying APIs are developed using proven programming languages such as PHP and Python. This back-office system has already been audited in the past and we are confident it meets all regulatory expectations and requirements. In addition to this Breckenridge will also have access to back-office systems provided by each game provider which will provide valuable information regarding the games and detailed analysis and statistics which the company will require to manage the games.
- Players' data will be stored in MySQL databases. For quick reporting, no SQL databases and other key/value database systems will be used.
- Regarding the frontend, HTML5, CSS3 and Javascript frameworks will provide a rich user experience to the player visiting the online casino.

Application Software

- The back-office system in use by the company is a business system designed to manage and to provide a unified view of a gaming operation, integrating all game providers. Included are the following standard modules: user management, bonus system, standard reporting, support tracking, risk analysis and payments management. The company will also have access to a separate back-office system provided by each game provider.

6. Business Strategy and SWOT Analysis

Business Strategy

Based on the already established online and offline concept and the continued expansion of our business, Breckenridge is expected to become the leading brand for gaming products globally by establishing a comprehensive range of online entertainment and gaming products.

Breckenridge's mission is to offer fun and excitement to our customers with innovative and credible products. The strategic goal of the company is to become a leading brand within in the online gambling market.

It is Breckenridge's aim of becoming one of the leaders of online gaming globally, further guaranteeing a high level of entertainment in the most innovative ways and in a highly secure space. Through Breckenridge's reliable partners and thanks to the vast experience held by its employees, Breckenridge is certain that its offering promises to be extremely competitive in the online gambling market.

SWOT Analysis

<u>Strengths:</u> - Experienced top management. - Experienced owner. - Key business partners. - Key affiliate partners. - Key deals. - Loyal client base.	<u>Weaknesses:</u> - Product offering is not unique and distinct since it is being offered by other operators using the same providers
<u>Opportunities:</u> - Worldwide estimates indicating a rise in profits for online gaming. - Backing of a Reputable Licensing Jurisdiction	<u>Threats:</u> - Political decisions might affect the industry in the future - Companies and sites identified by Breckenridge as main competitors are considered as strong

7. Marketing Approach

Breckenridge shall execute agreements with business partners for the promotion of the company's offering.

B2B marketing shall follow a strategy whereby Breckenridge shall exploit its international connections and partnerships and promote its services during various activities and meetings.

The company's main focus is always to retain customers and convert them into loyal returning customers. B2C marketing shall be carried out through direct marketing, SEO, TV commercials, sponsorships and affiliate programs, web banners, welcome bonuses and advertising on gaming journals.

8. Financing

Breckenridge generates enough cash flow to support its own operation, investments and expansion plans. No capital injection or shareholders loans are required for the company as shown in the tables below.

3-Year Financial Forecast

Projected 3Y PnL	FY 2024	FY 2025	FY 2026
Total Revenue	203,219,917	213,531,574	223,432,070
Vera&John	119,500,133	117,100,967	113,994,101
Yuugado	76,307,993	91,114,184	104,749,272
InterCasino	6,255,773	5,316,423	4,688,697
Boabet	1,156,017	0	0
Marketing	45,007,684	47,398,649	50,143,841
Vera&John	24,035,055	23,578,711	22,953,132
Yuugado	19,223,014	23,095,887	26,552,148
InterCasino	852,377	724,052	638,561
Boabet	897,238	0	0
Licensing	18,097,811	19,006,022	19,891,295
Vera&John	10,583,455	10,371,027	10,095,868
Yuugado	6,819,435	8,142,763	9,361,314
InterCasino	579,189	492,233	434,114
Boabet	115,732	0	0
Processing	41,832,302	43,389,188	44,732,700
Vera&John	28,372,942	27,803,307	27,065,643
Yuugado	12,267,257	14,647,497	16,839,471
InterCasino	1,104,185	938,383	827,585
Boabet	87,918	0	0
Variable Costs	104,937,797	109,793,860	114,767,836
Vera&John	62,991,453	61,753,045	60,114,643
Yuugado	38,309,706	45,886,147	52,752,934
InterCasino	2,535,751	2,154,668	1,900,260
Boabet	1,100,888	0	0
Gross Profit	98,282,120	103,737,714	108,664,233
Vera&John	56,508,681	55,347,922	53,879,458
Yuugado	37,998,287	45,228,037	51,996,338
InterCasino	3,720,023	3,161,755	2,788,437
Boabet	55,130	0	0

Boabet is only forecasted until June 2024 as the Regulations in Brazil is projected to start from that time and onwards.

Statement of Comprehensive Income (for the 12 months to 31/12/2023)

Figures are in EUR

	2023 Dec '000s	2022 Dec '000s	Variance	Variance %
Turnover	266,947	313,211	(46,264)	-15%
B2C revenue	228,821	261,168	(32,347)	-12%
B2B revenue	8,736	21,047	(12,311)	-58%
Inter-company revenue	29,390	30,996	(1,606)	-5%
Direct Costs	(47,607)	(59,489)	11,882	-20%
Marketing and Affiliate Marketing	(27,601)	(37,647)	10,046	-27%
Administrative expenses	(169)	(1,669)	1,500	-90%
Inter-company expenses	(186,835)	(211,376)	24,541	-12%
Compensation	(2)	(87)	85	-98%
Depreciation and Amortisation	1	(507)	508	-100%
Operating Profit / Profit	4,734	2,436	2,298	94%
Finance and other income / (expense)	260	(899)	1,159	-129%
Profit / Profit on ordinary activities before taxation	4,994	1,537	3,457	225%
Taxation on profit on ordinary activities	-	(1)	1	-100%
Total comprehensive income for the period	4,994	1,536	3,458	225%

Funds Held in Player Accounts

Breckenridge does not hold any player funds in crypto. Breckenridge offers crypto pay-ins, but those are instantly converted to fiat and backed by our ordinary player balance guarantees. The availability and details of the funds are shown in a bank statement attached.