

Overseas Gaming Management B.V.

Business Plan

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1. Company Background

Overseas Gaming Management B.V., founded in 2024, is a dynamic newcomer to the remote gaming sector. Established by a team of seasoned entrepreneurs, our company is driven by a shared vision to provide the best solution for players interested in remote gaming. With a focus on remote casino games, we aim to revolutionize the market.

Despite our recent inception, we are backed by a wealth of experience and expertise in other sectors and we will also outsource critical functions to industry experts, this will position us for rapid growth and success. Overseas Gaming Management B.V., is poised to make a significant impact in the industry landscape. We are committed to delivering exceptional value to our customers and stakeholders, and we look forward to shaping a bright future as we embark on this exciting journey

2. Objectives

As part of its strategic vision, the company is setting its sights on entering the lucrative gaming sector. Recognizing the immense potential and growth opportunities within the industry, the company is actively pursuing the acquisition of a B2C gaming license from Curacao.

By obtaining a B2C license, the company aims to establish a strong foothold in the gaming market, leveraging Curacao's esteemed reputation in the gaming regulatory landscape. This move not only demonstrates the company's confidence in its ability to meet regulatory standards but also signifies its dedication to providing a safe and secure gaming environment for its customers. With the acquisition of the Curacao license, the company is poised to unlock a world of possibilities, positioning itself as a formidable player in the dynamic and ever-evolving gaming industry.

The company's strategy involves aiming for markets where the Curacao license is accepted. By concentrating efforts in these markets, the company hopes to expand effectively, taking advantage of the benefits that come with being recognized under these licenses. The primary targeted markets would be countries in Europe excluding the Netherlands, East and South East Asia with a focus on Hong Kong, Taiwan, Japan, Philippines, Malaysia, and Cambodia.

In these markets, Overseas Gaming Management B.V. aims to position itself as a reputable and trustworthy player in the gaming sector. One key objective is to achieve profitability within the first three years of operation, acknowledging the significant initial investment necessary for success in this endeavor. This comprehensive strategy highlights Overseas Gaming Management B.V.'s dedication to long-term growth, adherence to regulatory standards, and the cultivation of a positive brand image within the worldwide gaming community.

To draw players to our brand, a substantial investment will be made to create an enticing gaming experience. We recognize the fierce competition within the industry, understanding that retaining players may pose a challenge. However, we are committed to employing every possible effort to maintain their interest and engagement with our offerings. Our dedicated team is prepared to go above and beyond to ensure that we deliver the finest gaming experience possible. Through continuous innovation, personalized services, and attention to detail, we aim to surpass the expectations of our players and establish long-lasting relationships built on trust and satisfaction.

3. The iGaming Industry and Curacao

The ever-evolving iGaming industry necessitates operators to continuously adjust to shifting industry dynamics. Numerous countries are taking steps to regulate their domestic iGaming markets, primarily to safeguard players and generate revenue through gaming taxes. This trend underscores the global expansion and increasing legitimacy of the iGaming sector, as evidenced by the emergence of new operators striving to carve out their share of the market. However, this growth also results in market fragmentation, particularly as additional jurisdictions, such as the UK, Spain, Sweden, Denmark, Ontario, among others, introduce legislation governing iGaming activities.

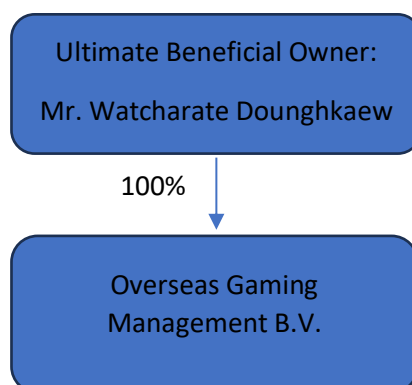
For operators targeting European markets, navigating this landscape requires obtaining multiple licenses to legally accept players from these diverse jurisdictions, emphasizing the complexity and regulatory challenges inherent in the global iGaming environment.

Obtaining a Curacao license strengthens our competitive edge by showcasing our commitment to regulatory compliance and bolstering trust among players and stakeholders. This accreditation not only provides a solid legal foundation but also expands our market reach. Additionally, it instills confidence in players regarding fair play and responsible gaming. With this license, we differentiate ourselves from competitors, emphasizing integrity, reliability, and quality service. This strategic move underscores our dedication to excellence, positioning us for sustained success and growth in the fiercely competitive gaming industry.

4. Structure

4.1 Shareholding Structure

The company operates under a streamlined ownership structure, with ultimate control resting in the hands of a sole shareholder. This structure allows for centralized decision-making and a clear chain of authority, ensuring swift execution of strategic objectives. While the day-to-day operations are managed by senior management and overseen by the Board of Directors, the sole shareholder retains full ownership rights, including final approval on key matters such as major operational changes, strategic direction, and the appointment of senior executives. This ownership model fosters efficiency while maintaining robust governance oversight.



4.2 Company Structure

The oversight of the company will be managed by the Board of Directors and the Ultimate Beneficial Owner (UBO). The Board of Directors, in coordination with senior management, will play an active role in overseeing day-to-day decision-making processes, ensuring a high level of governance and operational control. Matters reserved for the board and UBO include decisions related to significant operational changes and the appointment of senior management. In the event of a deadlock, the company will seek resolution through established governance mechanisms such as vote casting, escalation to the UBO, take a re-vote after deliberation amongst others.

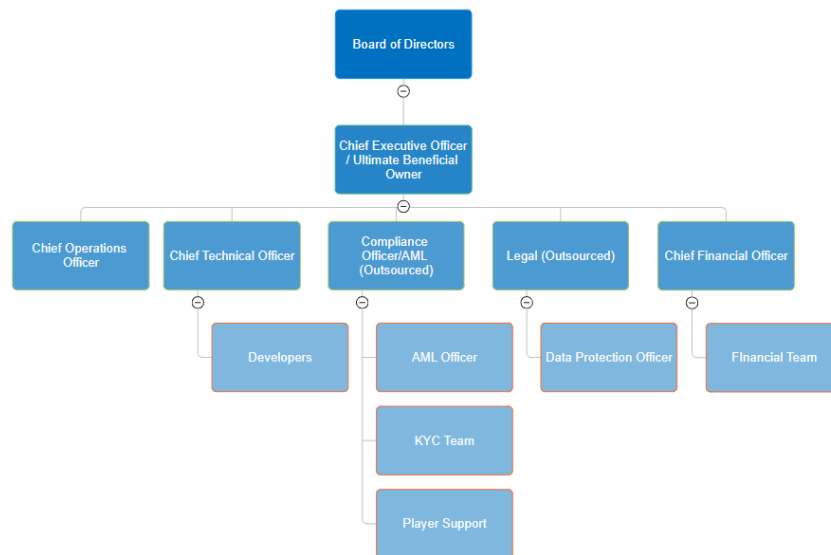
To ensure compliance with Curacao law, as well as legal frameworks in other relevant jurisdictions, the company will engage a legal individual/entity to provide ongoing legal support and advice., the company will engage this to provide ongoing legal support and advice, ensuring that all operations remain within regulatory frameworks. Attendance at board meetings will be limited to board members, though on occasion, key individuals such as the CFO may be invited to present specific results, budgets, or reports. Any such participation will be communicated in advance and documented in the meeting minutes.

Outsourced positions will be evaluated based on Key Performance Indicators (KPIs) outlined in contractual agreements. Regular review meetings will be held to assess performance and ensure that outsourced services align with the company's strategic goals.

4.3 Management Team

The executive management team comprises the Chief Executive Officer (CEO), Chief Operating Officer (COO), Chief Technical Officer (CTO), and a number of developers who each bring a wealth of diverse expertise acquired through their extensive experiences in their respective sector. Functions, which are related to but not limited to KYC policies, Compliance Management, Privacy and management of

personal data and Money Laundering Reporting Officer (MLRO) responsibilities, will be outsourced to industry experts. By entrusting these key aspects of our operations to seasoned professionals, we ensure a high level of expertise and adherence to regulatory standards. This strategic decision allows us to focus on our core competencies while benefiting from the specialized knowledge and experience of external specialists in areas vital to our business's integrity and compliance.



4.3 Management Experience

The Chief Executive Officer brings a wealth of entrepreneurial expertise to the table, having successfully operated his own marketing and online advertising consultancy business as well as running a property business he has enhanced his skills in matching manufacturers with buyers, facilitating seamless transactions, and fostering mutually beneficial partnerships. With a focus on Southeast Asia, he has played a pivotal role in helping businesses establish their presence and penetrate target markets effectively. Boasting over five years of hands-on experience in this sector, the CEO's strategic insights and industry acumen are poised to drive our company's growth and success in the competitive global marketplace.

The CEO all has a team of consultants and advisors working in various capacities for him that brings a wealth of entrepreneurial expertise to our team, having successfully built and sold a thriving business before its acquisition by a multinational corporation. With a keen eye for investment opportunities, he is also an accomplished property investor, managing a portfolio of properties while concurrently operating a consultancy business that advises clients on real estate investments. Furthermore, his expertise extends into the realm of financial markets, as evidenced by his adept management of a personal forex trading account. With over 10 years of experience in business management and investment strategies, this positions him as a valuable asset in steering our company toward sustainable growth and profitability.

The Technical team comprises both young and experienced and web developers which bring over a decade of extensive experience to our team, having served as a software engineer and web designer for more than 10 years. Notably, he spent five of those years as a contracted staff member for a prominent banking institution, where he perfected his skills in developing innovative software solutions and designing user-friendly web interfaces. His tenure in the banking sector has equipped

him with a deep understanding of security protocols and regulatory compliance, ensuring that our technological initiatives align seamlessly with industry standards. With a proven track record of leveraging technology to drive operational efficiency and enhance user experiences, the CTO is poised to play a pivotal role in propelling our company toward technological excellence and success.

5. Product Overview

The company's strategic vision is centered around providing a comprehensive gaming platform that encompasses a wide range of offerings, including slot games, live casino, lotteries, bingo, sportsbook (Fixed Odds Betting which includes Live Betting), and more. With a focus on diversity and captivating experiences, we aim to cater to the varied preferences of our players, ensuring an immersive and engaging gaming environment for all.

Our offerings are designed based on what players like and what's popular in the market. We want to be a place where everyone can find fun games to play, so we offer a wide range of options. By offering different types of games, we aim to keep our current players happy and attract new ones who are looking for an exciting gaming experience.

Our comprehensive business strategy lays out a detailed plan for seamlessly integrating these games, ensuring observance to regulatory requirements, and incorporating responsible gaming measures. By undertaking this initiative, we aim to elevate player participation, foster customer loyalty, and tap into fresh revenue sources, thereby reinforcing our standing as a vibrant and player-centric gaming platform within the industry.

To embark on this mission, we are forging partnerships with industry-leading providers. For the provision of the platform, our work with SoftGamings (<https://www.softgamings.com/>) as a software provider is paramount, as they offer a plethora of features including diverse payment methods, a robust loyalty system, an efficient affiliate system, and round-the-clock support, among others as well as . In terms of game providers, we are looking to partner up with Evolution, Habanero systems, Pocket Games Soft, and Spadegaming, as they all boast extensive portfolios of games and possess substantial experience in the industry, as well as having enough variety of offerings to make sure we appeal to a wider range of players. These partnerships will empower us to offer a comprehensive and cutting-edge gaming experience to our users.

We are diligently creating a distinct brand that captures our vision and values, developed entirely by our in-house development team. This brand will serve as the platform through which we deliver our comprehensive offering to our audience. Every element of this brand, from its visual identity to its messaging, is meticulously customized to meet our target market and convey our commitment to excellence. We are looking into launching our offerings through our new brand, www.wgmgames.com.

5.1 Suppliers and Partners

Hereunder are the suppliers and partners that Overseas Gaming Management B.V. will partner or cooperate with as service or solution providers:

Production/Backup Servers: Amazon Web Services

Platform Providers: SoftGamings

Game Providers: Evolution, Habanero systems, Pocket Games Soft, and Spadegaming.

Website Development and Maintenance: In-house and partner with a sub-contractor.

6. Marketing Plan

The company's primary focus for player acquisition and customer retention will center on strategic marketing initiatives, underlining search engine optimization (SEO), attending sector conferences and online advertising within permissible guidelines as well as advertising deals with sport teams.

- Website Optimization: We will work to guarantee that our website is intuitive, simple to navigate, and visually attractive to our players. Additionally, we will optimize it for search engines to enhance organic visibility.
- Adverts: We aim to enhance brand awareness by leveraging television advertising where regulations permit. In regions like South East Asia where television advertising may not be permitted, we will revert to online channels to promote our brand effectively. This flexible approach ensures that we can reach our target audience regardless of the advertising landscape, maximizing our visibility and engagement. We hope to find sports teams such as football teams to partner up with to increase visibility of our brand.
- Collaboration and Social Media: We'll solidify our presence across social media platforms and showcase current updates and promotions related to our brand. Collaborating with influential individuals such as sports personalities will help extend our brand's reach and effectively target specific age groups.
- Attending Conferences: We'll actively participate in gaming conferences like SiGMA and ICE, which occur regularly throughout the year. These events provide valuable opportunities to promote our brand and establish new connections within the industry.
- Affiliates: We plan to forge partnerships with affiliates to amplify the promotion of our company's offerings. These affiliates will refer new customers to our platform, and in return, we will compensate them with commissions commensurate with their referrals.

We have allocated a dedicated budget specifically for marketing purposes. This budget will be strategically allocated to various marketing initiatives aimed at enhancing brand visibility, engaging with our target audience, and driving conversions. As our business grows and evolves, we are committed to increasing this marketing budget year after year, ensuring that we have the necessary resources to continue expanding our reach, innovating our marketing strategies, and achieving our business objectives.

7. SWOT Analysis

i. Strengths

It's evident that our company possesses several strengths that contribute to our competitive advantage. Firstly, our concerted efforts in marketing to target players and fulfill their needs stand out as a significant strength. With a team boasting ample experience in marketing, we have the expertise and know-how to effectively engage new customers and expand our market reach.

Additionally, our diverse range of product offerings positions us favorably to cater to a wide array of preferences, appealing to a broad spectrum of consumers. This strategic approach not only enhances our brand visibility but also strengthens our ability to capture market share and drive sustainable growth.

ii. Weaknesses

Navigating the intense competition within the industry presents a challenge, requiring careful consideration of how we market our offerings and differentiate ourselves from rivals. Additionally, our relatively limited experience in this specific sector necessitates meticulous strategic planning to ensure a favorable return on investment. While these weaknesses pose challenges, addressing them proactively through strategic initiatives and leveraging our strengths can mitigate their impact and pave the way for sustainable success in the long term.

iii. Opportunities

We recognize the dynamic nature of the gaming industry, presenting numerous avenues for growth and expansion. With many countries establishing their legislative frameworks for gaming, there is a prime opportunity for us to position ourselves as pioneers in these emerging markets. By proactively entering new markets, we can not only expand our geographical reach but also tap into previously untapped customer bases. This strategic expansion not only allows us to capitalize on growing demand but also enables us to diversify our revenue streams and solidify our presence in the global gaming landscape.

iv. Threats

It is imperative to consider external factors that could impact our business operations. The ongoing inflationary pressures within the economy, compounded by events such as a pandemic like the one we experienced with COVID-19, pose a significant risk to customer spending habits.

As a result, we must remain vigilant in managing our expenditures and adapt our strategies accordingly to navigate these uncertain economic conditions. Furthermore, heightened competition within the industry increases the risk of customers switching to alternative brands. To mitigate this threat, we must prioritize continuous improvement of our offerings, ensuring they remain innovative, relevant, and competitive in the market. By focusing on long-term planning and staying ahead of the competition, we can effectively safeguard our position and sustain success in the face of potential threats.

8. Financial Projections

Assumptions for Financial Projections:

- An average of 20,000 active players in Year 1, 35,000 players in year 2 and 55,000 players in year 3;
- Application fee at EUR 4,600 has been calculated for the 1st year along with Due Diligence Fees between EUR 125-250 per role.
- The licence fee has been calculated at NAF 36,000 equivalent to EUR 18,000 per year;
- Monthly Fee of NAF 7,000 equivalent to EUR 3,500 has been calculated;
- Third-party fees (Legal and Accounting Fees, Office Equipment, Rental Fees, Hosting Fees, Admin Costs, Hardware costs, Alternative Dispute Resolution etc.) are calculated;
- Fees relating to outsourced function holders has been calculated;
- Marketing budget for the first three years of operations has been calculated;
- The issued share capital for the first three years of operations has been calculated and included in the Balance Sheet;
- Corporate tax has been deducted from profit accordingly in line with the Curacao Regulations.

8.1 Profit and Loss - Three Year Forecast

	Month 1	Month 2	Month 3	Month 4	Month 5	Month 6	Month 7	Month 8	Month 9	Month 10	Month 11	Month 12	Total Year 1	Total Year 2	Total Year 3
	EUR (€)	EUR (€)	EUR (€)	EUR (€)	EUR (€)	EUR (€)	EUR (€)	EUR (€)	EUR (€)	EUR (€)	EUR (€)	EUR (€)	EUR (€)	EUR (€)	EUR (€)
Player Bets - Casino/Slots games	50,000	60,000	65,000	70,000	80,000	95,000	110,000	120,000	135,000	145,000	150,000	170,000	1,250,000	2,250,000	3,500,000
Player Wins - Casino/Slots games	40,000	48,000	50,200	52,000	60,000	70,000	80,000	85,000	94,000	100,000	102,000	100,000	881,200	1,321,000	1,981,000
Gaming Revenue	10,000	12,000	14,800	18,000	20,000	25,000	30,000	35,000	41,000	45,000	48,000	70,000	368,800	553,200	829,800
Player Bets - Live dealers	45,000	55,000	60,000	75,000	90,000	100,000	115,000	125,000	130,000	145,000	155,000	175,000	1,270,000	2,500,000	3,500,000
Player Wins - Live dealers	20,000	25,000	27,250	32,000	35,750	39,750	45,000	48,550	50,250	55,000	58,500	65,250	502,300	1,625,000	2,300,000
Gaming Revenue	25,000	30,000	32,750	43,000	54,250	60,250	70,000	76,450	79,750	90,000	96,500	109,750	767,700	875,000	1,200,000
Total Revenue (Casino/slots and Live dealers)	35,000	42,000	47,550	61,000	74,250	85,250	100,000	111,450	120,750	135,000	144,500	179,750	1,136,500	1,428,200	2,029,800
Fixed costs:															
License Fee	18,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	18,000.00	18,000.00	18,000.00
Monthly Fees	3,500.00	3,500.00	3,500.00	3,500.00	3,500.00	3,500.00	3,500.00	3,500.00	3,500.00	3,500.00	3,500.00	3,500.00	42,000.00	42,000.00	42,000.00
IT Development / Maintenance	2,000.00	2,000.00	2,000.00	2,000.00	2,000.00	2,000.00	2,000.00	2,000.00	2,000.00	2,000.00	2,000.00	2,000.00	24,000.00	30,000.00	35,000.00
Data Centre Costs	1,300	1,300	1,300	1,300	1,300	1,300	1,300	1,300	1,300	1,300	1,300	1,300	15,600	15,600	23,400
Critical Supply Providers	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	60,000	80,000	90,000
Due Diligence Fees	0	0	0	0	0	0	0	0	0	0	0	0	1,500	0	0
Office Rent	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	36,000	40,000	45,000
Third-Party Fees	1,800	1,800	1,800	1,800	1,800	1,800	1,800	1,800	1,800	1,800	1,800	1,800	21,600	21,600	21,600
Marketing	15,417	15,417	15,417	15,417	15,417	15,417	15,417	15,417	15,416	15,416	15,416	15,416	185,000	280,000	465,000
Total fixed costs	50,017	32,017	32,017	32,017	32,017	32,017	32,017	32,017	32,016	32,016	32,016	32,016	402,200	527,200	740,000
Variable costs															
Employee Salaries	60,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000	720,000	800,000	900,000
Total variable costs	60,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000	720,000	800,000	900,000
Total costs	110,017	92,017	92,017	92,017	92,017	92,017	92,017	92,017	92,016	92,016	92,016	92,016	1,122,200	1,327,200	1,640,000
EBITDA	-75,017	-50,017	-44,467	-31,017	-17,767	-6,767	7,983	19,433	28,734	42,984	52,484	87,734	14,300	101,000	389,800
Company Tax 22%	-16,504	-11,004	-9,783	-6,824	-3,909	-1,489	1,756	4,275	6,321	9,456	11,546	19,301	3,146	22,220	85,756
Result after tax	-58,513	-39,013	-34,684	-24,193	-13,858	-5,278	6,227	15,158	22,413	33,528	40,938	68,433	11,154	78,780	304,044

8.2 Balance Sheet – Three Year Forecast

		Year 1	Year 2	Year 3
		EUR (€)	EUR (€)	EUR (€)
Fixed Assets				
Property, Plant and		419,965	546,923	739,877
Acc. Depreciation		20,000	27,000	40,000
Total Fixed Assets		399,965	519,923	699,877
Current Assets				
Operating Bank		-660,149	482,231	849,857
Debtors		1,136,500		
Total Current Assets		476,351	482,231	849,857
Total Assets		876,316	1,002,154	1,549,734
Capital & Liabilities				
Trade Creditors		92,016	0	0
Taxation		3,146	22,220	85,756
Players Accounts		400,000	520,000	700,000
Long Term Liabilities				
Share Capital		370,000	370,000	370,000
Profit for the prior year		0	11,154	89,934
Profit for the year		11,154	78,780	304,044
Total Capital & Liabilities		876,316	1,002,154	1,549,734

8.3 Cashflow Forecast – Three Year Forecast

		Year 1	Year 2	Year 3
		EUR (€)	EUR (€)	EUR (€)
Cashflow from Operating Activities				
Net Profit after Tax		11,154.00	78,780.00	304,044.00
Adjustments for Depreciation		35.00	42.00	46.00
Increase (decrease) in accruals (including Tax)		3,146.00	22,220.00	85,756.00
Operating Profit before Working Capital Changes				
Decrease (increase) in debtors		-1,136,500.00	1,136,500.00	0.00
Increase (decrease) in creditors		92,016.00	-92,016.00	0.00
Cash generated from (used in) operations				
Interest Received		0.00	0.00	0.00
Interest Paid		0.00	0.00	0.00
Tax Paid		0.00	-3,146.00	-22,220.00
Net Cash from (used in) operating Activities		-1,030,149.00	1,142,380.00	367,626.00
Cashflows from investing activities				
Purchase of Tangible Fixed Assets				
Net Cash used in Investing Activities		0.00	0.00	0.00
Cashflows from financing activities				
Proceeds from capital contributed		370,000	0.00	0.00
Proceeds from shareholder loans		0.00	0.00	0.00
Payment of Shareholder loans		0.00	0.00	0.00
Net Cash from (used in) financing Activities		370,000.00	0.00	0.00
Net Movement in Cash and Cash Equivalents		-660,149.00	1,142,380.00	367,626.00
Cash and Cash Equivalents at beginning of year		0.00	-660,149.00	482,231.00
Cash and Cash Equivalents at end of year		-660,149.00	482,231.00	849,857.00