

CNCL B.V. Business Plan

Submitted as part of application for new Curacao Operating License

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BUSINESS PLAN

1. Introduction

CNCL B.V. is a Curacao registered gambling company. It has been in operation since the 7th February 2019 and currently operates two online casino brands.

The company currently holds a license with Curacao E-Gaming and is submitting this business plan as part of the application process to obtain a new license under Curacao Gaming Control Board.

2. The Product

CNCL B.V. offers an extensive game portfolio comprising of Slots, Table Games as well as Live Casino. We also have a dedicated support team that is available 24/7. Our latest added feature is the instant automated withdrawal which allows the player to complete the withdrawal process in seconds. Our brands are:

- Cresuscasino.com
- Casinoprive.com

3. Applicant

The Ultimate Beneficial Owner of the company is Kevin Abela, holding 100% shares of CNCL B.V.. He has been in the iGaming industry for more than 15 years holding various roles from Finance Manager to Financial Controller. In the past 7 years he has also held the role of CFO and has gained extensive experience in the industry with knowledge in MGA, UKGC, SGA, Curacao and Costa Rica licenses covering, casino, poker, lotto and sports betting.

Kevin Abela is also the UBO of another operator in Curacao, license for which is being applied for separately.

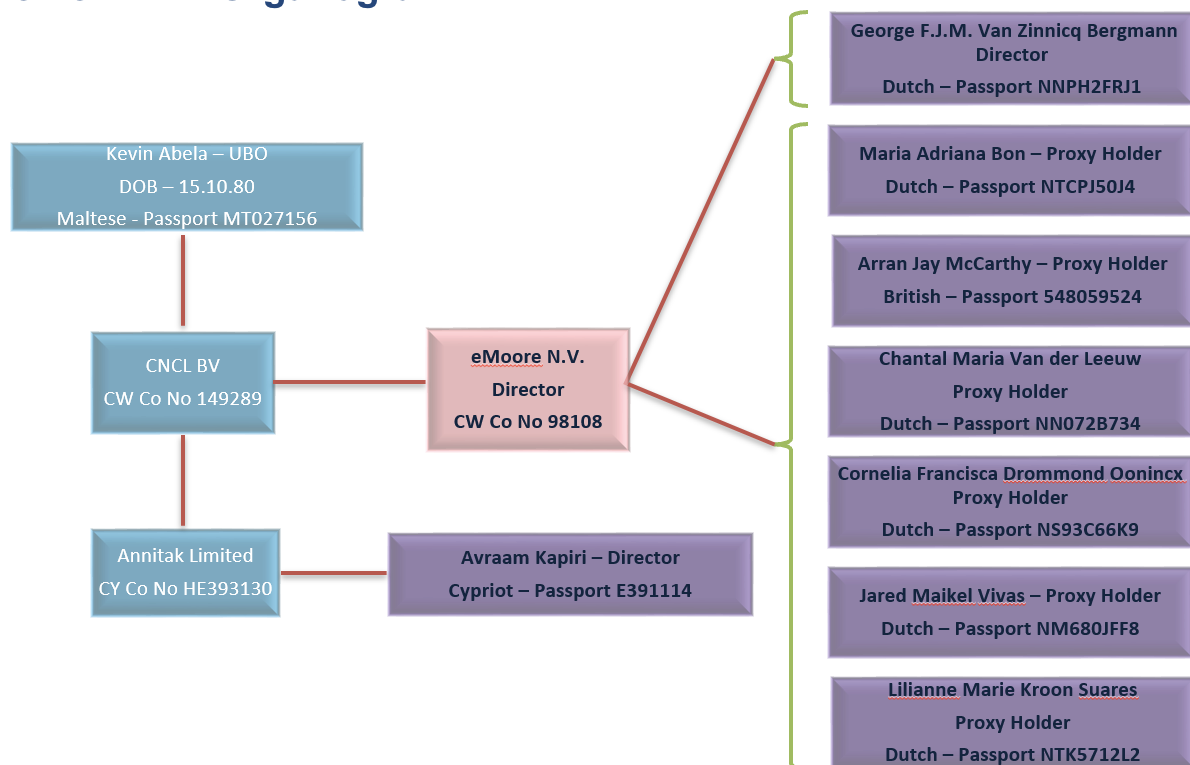
4. Company Structure and management

CNCL B.V. owns 100% of a Cyprus registered company by the name of Annitak Limited which currently acts as its merchant of record. Annitak Limited maintains various agreements with payment service providers to facilitate payments for the operations of the brands.

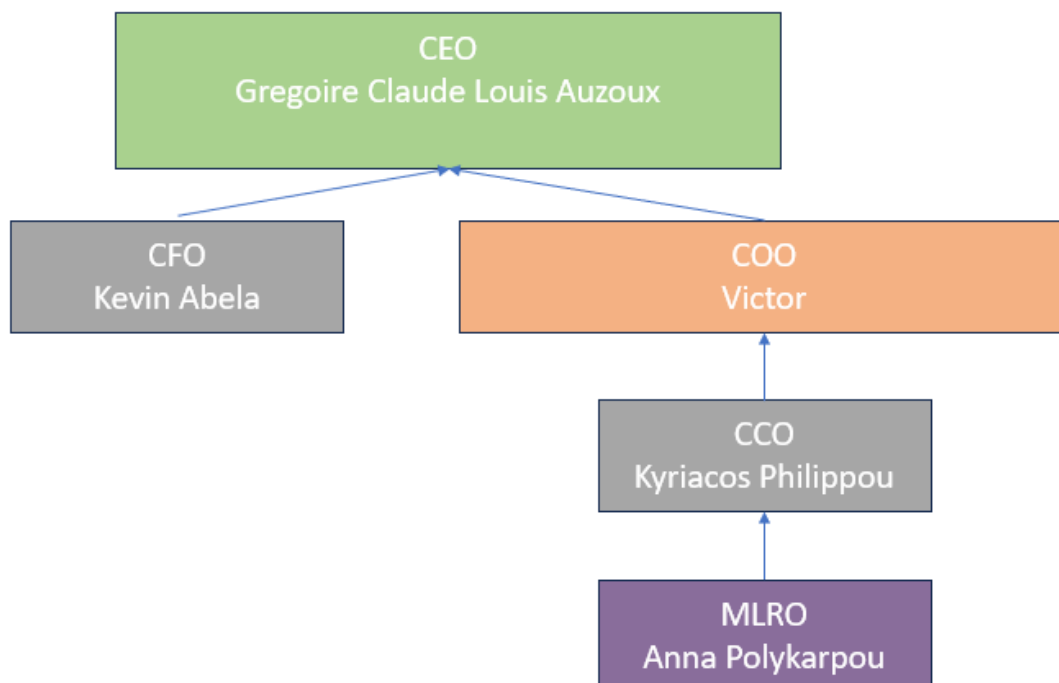
It is the company's strategic decision to outsource all operation requirements to various third-party companies that have the required expertise to provide all services for the operations of the company's brands.

In conclusion the functions of CEO, CFO, CCO, Customer Support, Payment & Fraud, CRM, Affiliation, Compliance, Legal and Finance are also outsourced via the same third-party companies.

CNCL BV - Organogram



CNCL B.V. – MANAGEMENT STRUCTURE CHART



4.1 Compliance function

The compliance main function is to ensure that all company records and documents are kept up to date and that the company conducts its operations within the regulatory and legal frameworks of the industry. This function also serves as the main source for all company requirements in terms of applications and life cycle management with new banks, payment service providers, gaming providers and any other required service engagements. In addition, the compliance department is also responsible for the overall creation and maintenance of the AML/KYC policies & procedures for the company and brands it operates.

The MLRO role is held by a qualified Lawyer having extensive experience within the regulated financial and investments sector. She has previously held managerial positions including Head of Compliance, AML and Legal.

Due to her extensive knowledge, she has been appointed as the MLRO for CNCL B.V., and also registered as the AML officer with FIU Curacao.

5. Business Forecast

The base of this is on the existing player base. Growth in 2024 is following the same growth pattern achieved in 2023.

CNCL	2023	2024	2025	2026	2027
	€'000s	€'000s	€'000s	€'000s	€'000s
DEPOSITS	303,430	371,333	464,166	580,208	725,260
Gross Game Win	220,338	272,792	340,990	426,238	532,797
BONUS COSTS	(60,479)	(70,904)	(88,609)	(110,762)	(138,452)
Net Game Win	159,859	201,888	252,381	315,476	394,345
Affiliation costs	(27,905)	(29,770)	(37,202)	(46,503)	(58,128)
PSP Costs	(20,064)	(28,122)	(35,137)	(43,922)	(54,902)
Gaming Provider Costs	(16,999)	(20,674)	(25,847)	(32,309)	(40,386)
CONTRIBUTION	94,891	123,322	154,194	192,743	240,928
Staff Costs	(7,422)	(7,436)	(9,097)	(10,986)	(13,492)
Other Overheads	(15,536)	(18,585)	(22,821)	(27,369)	(33,248)
Finance Costs	(5,161)	(1,965)	(2,452)	(3,065)	(3,831)
B2B Income	8,775	-	-	-	-
Profit before tax	75,547	95,336	119,824	151,322	190,358
KPIs %					
Bonus Costs (Dep)		19.09%	19.09%	19.09%	19.09%
Affiliates (GGW)		10.91%	10.91%	10.91%	10.91%
PSPs (Dep)		7.57%	7.57%	7.57%	7.57%
Gaming Providers (GGW)		7.58%	7.58%	7.58%	7.58%
Staff Costs (Cont)		6.03%	5.90%	5.70%	5.60%
Other Overheads (Cont)		15.07%	14.80%	14.20%	13.80%
Finance Costs (Cont)		1.59%	1.59%	1.59%	1.59%
EBIT MARGIN (GGW)		34.95%	35.14%	35.50%	35.73%

The Company has grown its top line at a stable rate of approximately 25% year on year. These same parameters are being kept for forecasting the next 4 years. All direct costs above the contribution section are kept stable year on year as the business has very competitive rates throughout. It is always the Company's strategy to decrease these costs where possible.

Staff costs and other overheads are controlled and reducing these costs from contribution is important to increase profitability.

EBIT Margins hence show a good profitability growth within the next 4 years. From 34.95% in 2024 to 35.73% in 2027.

6. Key suppliers

It is the company strategic decision to outsource all its requirements in terms of the running of its operations.

The main key required services are from Game Providers, Payment Service providers and EMIs.

The casinos are supplied with games from Licensed Gaming Providers such as:

- EG Overseas Services B.V.
- Play'n'Go Hungary Kft
- Intuition Software Solutions Ltd.
- Relax Gaming International Ltd.
- Digitus Ltd.
- YGGDrasil Gaming Isle of Man
- Netent International Ltd.
- Dama N.V.
- Code Harbor Limited
- Quickspin AB
- Oryx Gaming Distribution Ltd.

Apart from the normal table games, live table games are also offered via EG Overseas Services B.V.

DevCode Identity AB is a PCI licensed payment gateways that offer integrated payment service solutions (PSPs) that facilitate the deposits via Visa and Mastercard channels along with voucher solutions.

Payment Execution s.r.o is our main EMI.

7. Risk and Fraud Management

The day to day running of the business is handled by senior management. The board and UBO allows senior management to take the necessary decision needed for the benefit of the company. As the UBO is also the CFO then high-level decision making is simplified and executed faster. Board is always kept apprised of any major decisions needed to be taken. Company gets legal support and advice from its CSP (XCM) and Cypriot legal firm SC Law.

The Company follows its own risk and fraud policies. A number of triggers are in place to identify events which require further investigation, due diligence or action.

In addition to the above, the AML/KYC policy covers procedures in terms of player identification and verification by including the following:

- Simplified due diligence: Here standard documentation such as passport, utility bill, bank or card statement are collected.
- Other forms of enhanced due diligence: This is done when a player is categorized as a high-risk. In view of this categorization a player will be requested to also provide further documents which including:
 - Source of Wealth
 - Source of Funds

In both above scenarios, if a player opts not to provide any form of documentation, the company reserves the right to terminate the payer account and if needed report and suspicion of money laundering or tax fraud to the relevant authorities. In such cases, if there is no suspicion of fraud, funds are remitted back to the player into the same source where the funds were received from.