Annual Report and Accounts 2023



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Highlights

Business



Driving organic growth through product innovation
2023 was another year of new, engaging content and games for our players; for example, we launched a raft of new games in the exciting annuity category in Austria, the Czech Republic, and Greece and Cyprus.



Further expansion of the digital channel
Our strong online momentum continued, with the online share of GGR higher year-on-year across all markets, and significant growth versus pre-COVID-19. In Greece and Cyprus, we launched a new iLottery proposition, bringing games such as KINO online alongside the existing Tzoker offering. At the same time, we continued to see the benefit of our focus on digitalising physical retail across geographies.



First step into the US market
We broadened our global presence, making our debut in the United States market through the acquisition in March 2023 of Allwyn LS Group (formerly Camelot LS Group), operator of the Illinois Lottery* under a private management agreement.



Preparation for next licence for the UK National Lottery
We mobilised resources to ensure a successful start to Allwyn UK's operation of the next 10-year licence to operate The National Lottery, in February 2024, including acquiring Camelot UK, the incumbent operator.

Financial

Total Revenue
€7.9bn

Total Revenue growth
+98%

Total Revenue growth in existing geographies
+6%

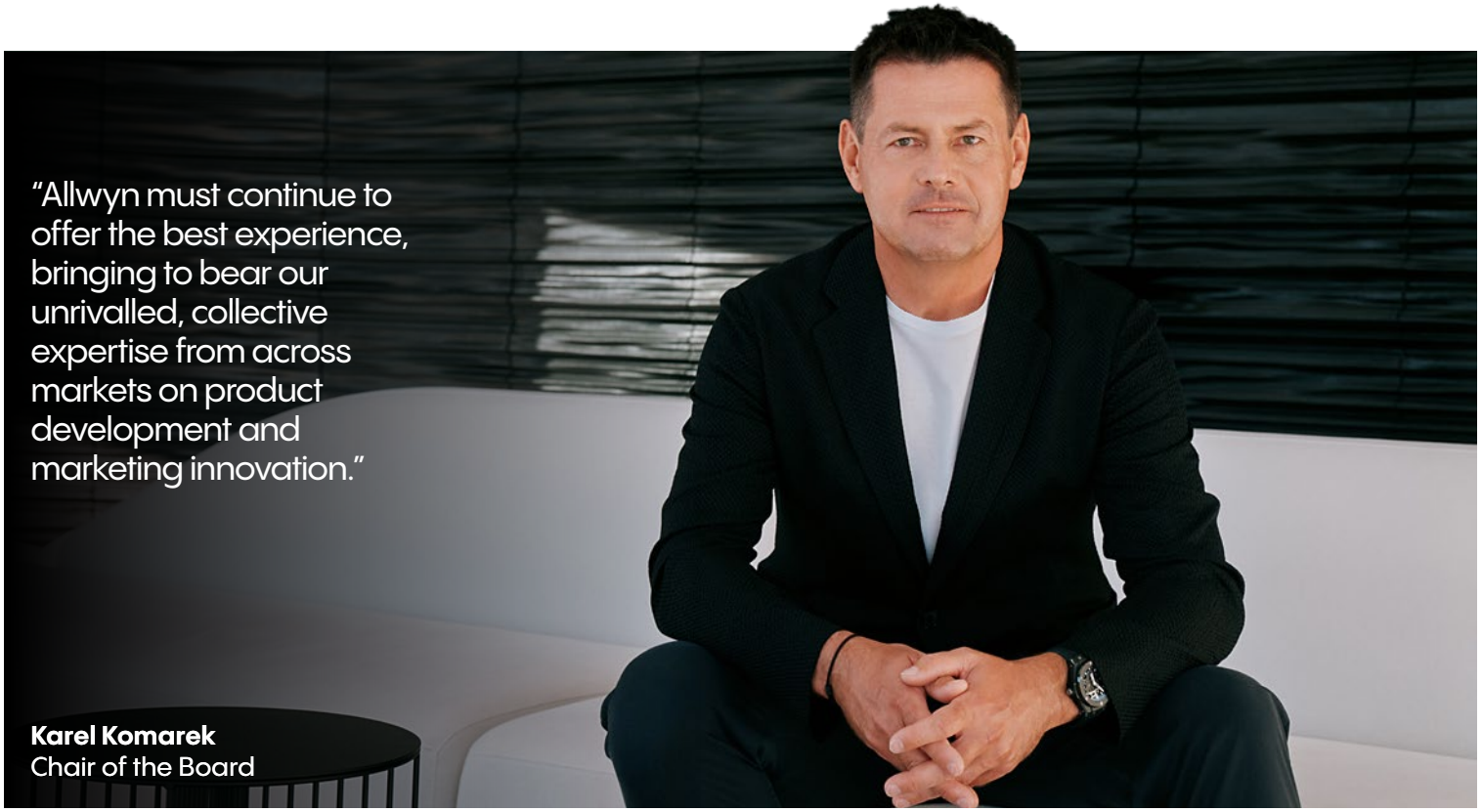
Adjusted EBITDA
€1.5bn

Adjusted EBITDA margin**
41%

Online GGR share
36%

* The Illinois Lottery is operated by Allwyn Illinois LLC, a subsidiary of Allwyn North America Inc.
** % of Net Revenue

Chair's introduction



Our journey to improve lotteries began just over a decade ago and Allwyn is now a leading multi-national lottery operator, present in seven markets across Europe and North America. This incredible trajectory reflects the dedication and hard work of the team at Allwyn, who have kept us at the forefront of innovation in our sector.

Over the last year, we have worked hard to drive further innovation across the Group. Advances in technology will continue to affect how companies operate in the future, bringing considerable efficiencies and benefits to early adopters. In that vein, Allwyn is looking very closely at AI, its benefits to our operations, and how it can positively impact the consumer experience – and society more broadly. Indeed, in some of our markets, AI is already deployed to support responsible play. 2023 also saw Allwyn commission a Future of Lotteries report, analysing how emerging technology and consumer trends will impact the lottery sector.

In addition to driving innovation, we recognise the growing desire of tomorrow's consumers for companies and brands that contribute positively to the world. In 2023, Allwyn redoubled its commitment to social impact. We proudly unveiled a partnership with the Peace Race, a prestigious Under 23's cycling tour, promoting peaceful cooperation between nations. Allwyn also launched a three-year global partnership with the Wings for Life World Run, an annual global running event that, since 2014, has raised over €38 million for spinal cord research, with over 1 million participants across 195 countries.

Strengthening our bond with consumers is a core component of our growth strategy. Lotteries, as a lower spend item, are relatively insulated from the pressures that people are facing in everyday life, with inflation remaining a drag on consumer confidence and spending. However, to drive growth Allwyn must continue to offer the best experience, bringing to bear our unrivalled, collective expertise from across markets on product development and marketing innovation.

2024 will be a pivotal year, with nearly half the world's population going to the polls. The geopolitical landscape may look very different in twelve months' time and recent years have illustrated that unexpected shocks and crises can arise at any moment. Navigating such uncharted waters, however, has revealed that our collective strength lies in aligning plans for future growth with the courage and agility to address unforeseen challenges.

We have been deeply saddened to see the Middle East crisis unfold and feel its impact on our communities further afield. This year also marks the second anniversary of Russia's brutal invasion of Ukraine, and the unfathomable scale of human loss and destruction only strengthens our resolve to assist Ukraine and its people. In addition, we will, of course, continue to support the communities where we operate and to contribute positively to the societies we work within. This is one of Allwyn's greatest strengths and is what sets us apart.

A final word of thanks to all our colleagues who have contributed to our success over the last year, as well as the partners, suppliers and customers who have supported our endeavors. I look forward to continuing our mission of creating a world where we all win.



Karel Komarek
Chair of the Board
25 April 2024

Our business

Allwyn is a leading multi-national lottery operator with significant scale.

We operated lotteries in multiple European countries in 2023, including in Austria, the Czech Republic, Cyprus, Greece, Italy* and the United Kingdom, which comprise the majority of European countries where lotteries are privately operated. We also operated the Illinois lottery under a private management agreement in the United States.

We primarily focus on lotteries, including draw-based and instant-win games, and distribute our products through both physical retail and online channels. We leverage our strong lottery brands, large customer base and extensive distribution to provide other entertainment offerings, including sports betting, iGaming and video lottery terminals ("VLTs") as a lottery-led entertainment platform. We are able to leverage benefits from sharing best practices across the group to accelerate growth, drive operational efficiencies and reduce risk.

* In Italy, Allwyn holds a 32.5% interest in Lottoltalia, a joint venture with IGT Lottery.



Best practice sharing to accelerate growth

As a multi-national lottery operator, we are able to leverage benefits from sharing best practices in areas such as:

- Product innovation;
- Online and digital capabilities;
- CRM and marketing;
- Technology;
- Safer gaming; and
- Regulatory and stakeholder relationships.

Realising cost synergies

We target purchasing, marketing and cost synergies across our markets.

With respect to technology and content, we have the potential to realise significant cost savings in areas such as key technologies and content, owing to our scale and purchasing power. We also have the potential to leverage our significant capabilities in certain key areas of the technology stack and our in-house content across different markets.

Reducing risk

Our diversified geographic footprint, supported by the breadth of our product and channel mix, reduces risk, whether relating to the macroeconomy, competition, licence renewals, tax or regulation.

Our markets

Austria

#1 Lottery, onshore iGaming and casino operator in Austria

Exclusive licences to operate lotteries, onshore iGaming and land-based casinos

Other gaming operations include sports betting and VLTs

>5,000 points of sale ("POS")

Brands

Casinos Austria · Österreichische Lotterien · win2day · winwin · tipp3 · Casinos Austria International

Greece and Cyprus

#1 Lottery and sports betting operator in Greece and Cyprus

Exclusive licences to operate numerical lotteries, land-based sports betting, instant lotteries, and VLTs in Greece

Market leader in online sports betting and iGaming

Licence to operate lotteries in Cyprus and market leader in online sports betting

>12,000 POS

Brands

OPAP · Stoiximan · Stoiximo · Extra Time · Kino · play · Τζόκερ

United Kingdom

#1 Lottery operator in the UK

Exclusive licence to operate The National Lottery

Acquisition of Camelot UK, incumbent operator, in February 2023

Operations successfully transitioned to Allwyn UK, operator of the new licence for The National Lottery, on 1 February 2024

>40,000 POS

Brands

CAMELOT
Operator of The National Lottery until 31 January 2024

LOTTO · SET FOR LIFE · THUNDERBALL

Czech Republic

#1 Operator in the Czech Republic

Market leader for both numerical lotteries (94% market share and 100% market share in jackpot lotteries) and instant lotteries (86% market share)*

Other gaming operations include online sports betting and iGaming

>11,000 POS

Brands

sazka · Eurojackpot · Sazka Losy · Extra Renta · Sazka Hry · Sazka Bet · Sportka Sazka

Italy

#1 Numerical lottery operator in Italy

32.5% stake in LottoItalia

Exclusive licence to operate fixed odds numerical lotteries

>34,000 POS

Brands

LOTTOITALIA · MillionDay · Lotto · 10eLotto

United States (Illinois)

#1 Lottery operator in Illinois, US

Operator of Illinois Lottery under a private management agreement

Commercial operating partner for the Arkansas Scholarship Lottery

Follows acquisition of Allwyn LS Group (formerly Camelot LS Group) in March 2023

>6,000 POS

Brands

allwyn LOTTERY SOLUTIONS · Illinois Lottery

New markets in 2023

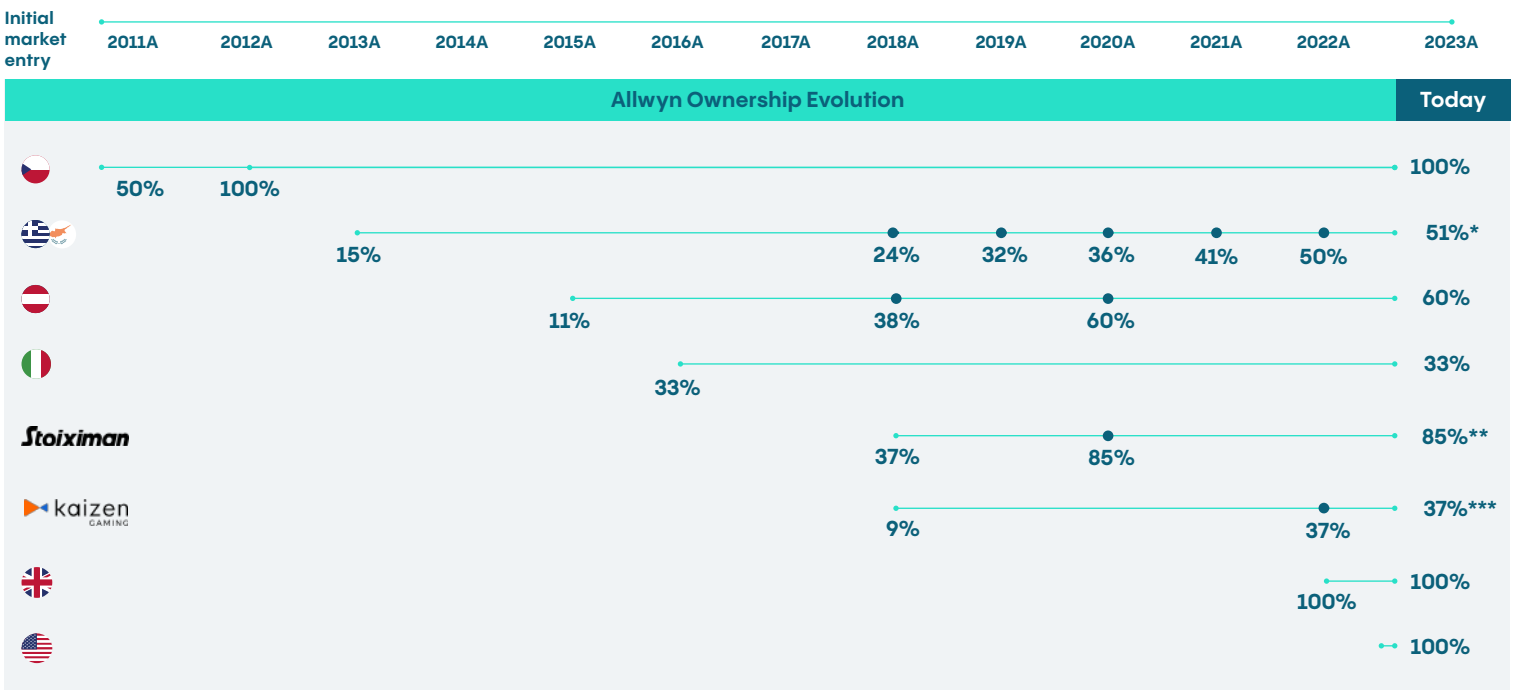
The number of POS is as at 31 December 2023.

* Market shares for the year ended December 31, 2022, according to H2GC.

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Our history





Austria
In 2015, we acquired an 11.3% interest in Casinos Austria and further increased it to 38.3% in 2018. In 2020, we obtained a majority stake and control, and our current interest is 59.7%. 33.2% is held by ÖBAG, an entity owned by the Austrian state whose portfolio consists of interests in key Austrian industries.

Czech Republic
In 2011, we acquired a 50% interest in SAZKA a.s. (SAZKA). In 2012, we acquired all remaining shares, reaching a 100% interest.

Greece
Cyprus
In 2013, we acquired an initial interest in OPAP through a privatisation process. Since 2013, we have increased our interest through buying out minorities, open market purchases, electing to reinvest dividends through OPAP's historical scrip dividend programme, and not participating in share buybacks by OPAP, reaching 50.7%* by the end of 2023. Between 2018 and 2020, OPAP acquired a controlling interest in Stoiximan, the leading online sports betting and iGaming business in Greece.

Italy
Since 2016, we have had a 32.5% interest in Lottoltalia, a joint venture with IGT Lottery.

United Kingdom
In 2022, Allwyn UK was awarded the exclusive licence to operate The National Lottery from February 2024 for a period of 10 years, following which we acquired the incumbent operator, Camelot UK, in February 2023. On 1 February 2024, Allwyn UK successfully commenced operation of The National Lottery under the new licence.

United States
In March 2023, we acquired Allwyn LS Group (formerly Camelot LS Group).

* Excluding treasury shares from the share count; references to our interest in OPAP throughout this report exclude treasury shares from the share count to reflect our economic and voting interest, unless stated otherwise.
** Represents percent owned by OPAP.
*** Represents pro rata ownership through OPAP until acquisition in Q4 2022.

Our business model

Allwyn's business model as a B2C operator places us at the heart of the lottery ecosystem, ensuring that our stakeholders all win, while maintaining a constant focus on responsible gaming and keeping our players safe.

We are focused on delivering the best user experience to players across our markets, leveraging our significant capabilities across the technology stack and our in-house content, as well as best practices from across our international operations.



Our stakeholders and partners

We seek to protect and build thriving lotteries, delivering on our responsibilities to all stakeholders.

This means ensuring that we are aligned with societal and economic expectations and that we engage in a collaborative way with all of our stakeholders. We believe that our business' social licence to operate depends on achieving our goals to innovate, protect players and be considerate of the wider impact of our business.

€1.8bn	Good Cause contributions in 2023*
€2.5bn	Gaming taxes in 2023
>7,500	Employees as of 31 December 2023

Governments and good causes

Our track record of making lotteries bigger, better and safer has driven higher returns for governments and good causes, providing confidence to governments and gaming regulators to collaborate with us.

We maintain a strict focus on responsible gaming, offering governments a reliable partner to achieve their objectives as we seek to consistently generate increased tax revenue and returns to good causes, with our expertise in physical retail and online channels, coupled with our product innovation capabilities and knowledge of international best practice, allowing us to adapt and grow.

Players

We care about the well-being of our players, and we follow not only strict legal requirements but also best in class practices to keep them safe. Ensuring safer play is the right thing to do. It is also the smart thing to do, as we seek to provide our customers with decades of safe, enjoyable entertainment.

Our well-known brands enjoy a large and loyal customer base, which we seek to retain and grow in a sustainable and responsible manner through product development and innovation, marketing and loyalty programmes.

Society and local communities

We are committed to supporting local communities and fostering positive social impact, ensuring our lottery operations deliver against broader objectives while remaining safe and sustainable in the long term.

We actively contribute to society and local communities in two ways: (i) returns for good causes through taxes and duties, and funds that are allocated to good causes under the specific regulatory regime; and, (ii) by engaging in CSR and sponsorship activities with partners, to maximise our impact, funded directly by us and our consumer-facing brands.

Retailers and agents

We have strong, long-standing relationships with tens of thousands of retailers and agents, including kiosks, convenience stores, tobacconists, petrol stations, supermarkets, and post offices that sell our products. In many countries we are among the largest POS networks.

Retailers and agents earn a percentage of sales, providing a strong alignment of interests.

We support our retailers and agents through various means, such as providing training to their staff, particularly in responsible gaming.

Suppliers

We maintain robust relationships with our key technology and content suppliers, as well as having capabilities in certain key parts of the technology stack and content generation that are important to the user experience, as we seek to ensure a best-in-class technology solution and to offer a compelling customer experience.

Our large scale provides our suppliers high volume and visibility coupled with the opportunity to grow with us. In many cases we use a compensation scheme based on a percentage of revenue, aligning our interests in providing the best user experience for our customers.

Investors

Our strong financial profile, track record and conservative leverage support our access to capital markets and our ability to invest for growth, as well as providing comfort to governments and other stakeholders that we have the financial resources and resilience to operate important national assets.

We seek to go beyond the disclosure requirements of our bonds and market practice with best-in-class disclosure. We seek to maintain an active dialogue with investors and to provide financial transparency, as well as to give visibility on our industry positioning and growth strategy to investors, governments and other stakeholders.

Employees

Our employees are our number one asset, and we place a high premium on attracting and retaining talented, empowered, diverse staff and ensuring their well-being and job satisfaction. To that end, we strive to offer competitive salaries and benefits, opportunities for career development, a safe and attractive workplace and freedom from discrimination in any form.

We strive for a truly global and inclusive environment where everyone can contribute their best selves, learn, and explore together. Equal opportunity forms the foundation of our approach to empowering and motivating our employees.

* Relating to The National Lottery in the UK.

Our vision, mission and values

Allwyn's core values of doing what is right, winning together, and thinking differently underpin the way we work and are an important part of how we do business responsibly.

At Allwyn, we believe that lotteries can transform lives and life chances. Playing the lottery captures our imagination, because it is entertaining and can have a positive impact on society.

That is why our mission is to build thriving lotteries, while our approach is predicated on innovation and player safety that is fit for the digital age.

Allwyn is growing rapidly, and we continue to embrace more complexity, diversity of thought, cultures and individuals on this journey. Our historical and future success is grounded in our culture. In everything we do, we stay committed to our values.

Our vision

Be the leading global lottery-led entertainment platform.

Our purpose

Make play better for all.

Our mission

Allwyn is on a mission to build thriving lotteries fuelled by innovation and player protection tailored for a digital era. Our goal is to change lives – a little or a lot – but always for the better.



Our values



We do what is right

Acting with integrity, taking accountability, accepting responsibility. Taking brave decisions consistent with our ethics.



We win together

Valuing our differences and respecting each other. Working as one team to create business value.



We think differently

Daring to innovate, striving for improvement. Learning from feedback, delivering with passion.

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Responsible gaming

Our lotteries operate under the European Lotteries ("EL") or World Lottery Association ("WLA") responsible gaming standards. All our markets that operate lotteries have a Level 4 Responsible Gaming Certification*, the highest level issued by the WLA.

We aspire to deliver the highest player protection and safer play standards in the world and responsible gaming sits at the heart of our strategy for growth. We consider it at the heart of our purpose to:

Protect underage and other vulnerable groups.

Educate our customers and business partners on the principles of safe play.

Act as a strong but invisible safety net to catch anyone who may be at risk.

Continue to support and fund research, harm-prevention and education.

At a Group level, our Responsible Gaming Policy sets out our overall strategic vision and principles and our Responsible Gaming Working Group coordinates across our geographic segments and facilitates the sharing of best practices.

Austria



In Austria, one of the measures we implemented to further improve player protection was to voluntarily increase the minimum age for playing lotteries from 16 to 18 years old, with the change becoming effective in July 2023. The new voluntary restriction extends beyond the legal requirements in Austria, underlining our focus on responsible gaming and protecting minors in particular.

Our retail partners in Austria are contractually obliged to adhere to the updated age limit and are subject to systematic checks via mystery shopper visits by an independent agency.

United Kingdom

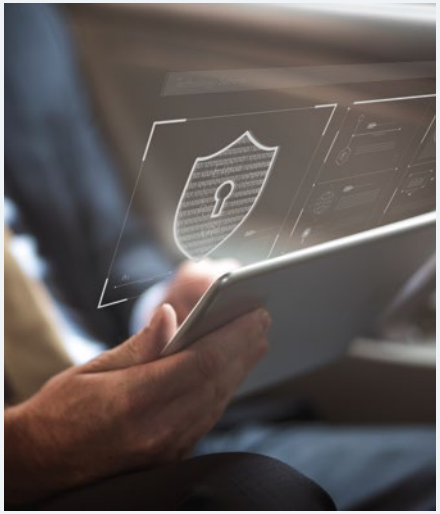


In 2023, the team in the United Kingdom made a change to the way that online instant lotteries games (known as instant win games) are offered, in order to safeguard players and promote safer play.

More specifically, if a player is considered to be "at risk" of harm when playing National Lottery games online, £5 ticket-value instant win games no longer appear on the web pages that promote instant win games (for example, on the confirmation page when purchasing a ticket for a numerical lotteries draw-based game).

Player protection

Player protection sits at the heart of our purpose: To make play better for all. Each segment has its own initiatives focused on responsible play for a safer gaming experience. Based on this, we plan to harmonise a Group-wide strategy and to establish our Group Responsible Gaming Strategy by the end of 2024. At the same time, we will continue to work on developing Group-driven initiatives on safer play.



* OPAP Greece only in Greece and Cyprus segment.

Our strengths

We operate in the attractive lottery market and benefit from strong competitive advantages, multiple growth levers, a strong financial profile and strong regulatory relations.

1. Focused on attractive lottery market

We operate in the large global lottery industry, which enjoys steady growth and is resilient through economic cycles.

Lottery's resilience is supported by high participation rates, the potential for life-changing wins and low average spend. Lottery also has a more favourable ESG profile than other gaming segments and benefits from mature, stable regulatory regimes.

€129bn

2023E global lottery market
(GGR; according to H2 Gambling Capital)

2. Leading multi-national operator

We have significant scale and diversification, operating lotteries in seven countries in 2023.

We enjoy leading positions in our markets, through exclusive licences or as the incumbent with high market share and high brand recognition. Our multi-jurisdictional capabilities set us apart and we are able to leverage benefits from sharing best practices across the group.

>130m

Adults in our existing lottery markets
(inclusive of Italy)

3. Strong competitive advantages

Lottery licences and concessions are exclusive in many cases, while lotteries also have a winner-takes-all structure.

Allwyn's deep market knowledge, operational expertise, strong responsible gaming credentials and position as a trusted partner to regulators and stakeholders are also key barriers to entry, alongside its trusted brands and extensive online distribution and POS network.

>100k

Points of sale
(inclusive of Italy)

4. Multiple organic and inorganic growth levers

We have a strong track record of delivering a balance of organic and inorganic growth over time.

We have compounded organic growth by driving digital lottery, retail channel innovations and cross-selling over time. Our inorganic growth is underpinned by strategic bolt-on M&A, entering new markets via tenders or privatisation processes, and increasing our ownership in existing operations.

€572m

M&A spend in 2023
(inclusive of scrip dividends/acquisitions of economic interests by Allwyn International that cancel on consolidation; M&A spend not net of cash acquired)

5. Strong financial profile

We have a track record of compounding growth in revenue and profits and strong cash flow conversion.

We are highly profitable and benefit from strong, stable margins. We have a favourable cost structure, with the vast majority of our cost base being variable or discretionary in the short or medium term. We also benefit from high cash flow generation and low ongoing capital expenditure requirements.

146%

Adjusted EBITDA growth from 2019 to 2023

6. Strong regulatory relationships, responsible gaming credentials

Our position as a preferred partner for governments is underpinned by our strong commitment to responsible gaming.

Responsible gaming is a key principle across our businesses, while we embed ESG into operations and decision-making. We hold strong regulatory relationships, which is reflective of our approach, our long history of operations, and lottery's favourable safer gaming and ESG positioning.

WLA Level 4

Level of WLA certification of our operations in Austria, Czech Republic, Greece, Italy, UK, US

Our strategy

Our strategic goal is to be the operator of choice for governments, regulators and other stakeholders. Our consistent delivery of our proven strategy, leveraging our platform and solidifying our position as a leading multi-national lottery operator, supports our ability to capture opportunities in both existing and new markets.

The operator of choice

Our strategic goal is to be the operator of choice for governments, regulators and other stakeholders.

We have unmatched multi-jurisdictional operational expertise in physical retail and online channels, evidenced by our strong product innovation credentials and track record of operational excellence.

We have a proven track record of making lotteries bigger, better and safer. Our strong financial profile, robust ESG credentials, in particular with respect to responsible gaming, and dedication to CSR activities solidify our position as a trusted partner.



Digital and Data

We are focused on the significant growth opportunity in digital channels, the digitalisation and de-anonymisation of physical retail, and on leveraging data.

We constantly evaluate and seek to enhance our online offer, which represents an increasing share of GGR, improving customer acquisition, retention and lifetime value.

We employ a digital and data-driven approach to physical retail, through both investing in technology to digitalise the customer experience and generating data through loyalty schemes, also supporting multi-channel initiatives.

We further focus on using data to drive cross-promotion of adjacent products where appropriate.



Product Innovation

We constantly assess opportunities to optimise or expand our product offer, aiming to offer a full range of best-in-class lottery, gaming and entertainment products.

For example, we seek to launch innovative, complementary new lottery games to deepen our products' appeal to a broad universe of players, such as daily numerical games, annuity games or multi-national jackpot games where not already on offer.

In digital, we launch games from third parties as well as those developed in-house or exclusively for us; in physical retail we have innovated through establishing loyalty schemes. We seek to apply innovation across our markets, sharing best practices and leveraging our expanding in-house tech and content capabilities.



Operational Efficiency

We are highly focused on operational efficiency and profitability as drivers of cash flow, and we aim to foster a culture focused on performance and efficiency.

We are able to leverage benefits from sharing best practices across the group, such as product innovations and developments, CRM initiatives and procurement strategies, in order to drive operational efficiencies and accelerate growth.

We target purchasing and cost synergies across our markets and pursue savings in areas such as key technologies and content supplies, leveraging our scale. We also have a strong track record of increasing the profitability of businesses we acquire and of delivering cost optimisation programmes.



Inorganic Growth

Our inorganic growth strategy has three levers: strategic bolt-on M&A, entering new markets via tenders or privatisations, increasing our ownership in existing operations.

In tenders, we believe that our distinctive capabilities, scale and track record position us as the operator of choice.

We create value from acquired businesses by applying our operational expertise and best practices from across our geographies, in particular in the case of slow-moving or under-managed state-owned lotteries.

Acquisitions are subject to a rigorous set of criteria, and are focused on lotteries in regulated developed markets as well as complementary products, technology and content.



ESG

We have a commitment to ESG and CSR and view these as critical to success in the lottery industry, alongside our position as a trusted partner across stakeholders.

We operate in a highly regulated industry and believe that maintaining strong relationships and trust with governments, regulatory agencies and other stakeholders is crucial. We also aim to make a positive impact in the communities in which we operate.

Our ESG strategy comprises playing responsibly, partnering for impact, empowering people, and respecting the planet.

In particular, responsible gaming is a key principle of our business that we implement in all our operations.

Spotlight: The operator of choice

Our strategic goal is to be the lottery operator of choice for governments, regulators and other stakeholders, delivering responsible growth and value creation for all stakeholders in our existing markets, strengthening our competitive advantage, and increasing our ability to capitalise on new growth opportunities through participation in tenders.

We seek to achieve this by leveraging our multi-jurisdictional business-to-consumer focused platform, operational expertise, scale, and in-house technology and content, which provide us with unique capabilities that can be applied for the benefit of all stakeholders.

Unmatched operational expertise

Our broad experience operating digital and physical retail channels in multiple geographies and across multiple products allows us to offer a best-in-class experience for players.

We maintain a constant focus on product innovation, developing new lottery games and complementary products to drive engagement. We have a strong track record of digital growth as well as of digitalising and de-anonymising the physical retail channel, supporting our retailers and communities. Meanwhile, our relationships with the key technology suppliers and control of elements of the tech stack allow us to offer a best-in-class technology solution.

36%
Digital share of GGR in 2023

Extensive multi-jurisdictional expertise

Our lottery operations across seven countries represents significant scale and is unusual in the lottery industry, where many operators have limited or no experience of operating internationally outside their home markets.

We believe this is a significant asset, providing unique capabilities that can be applied across markets, as well as being adept at operating under different regulatory regimes.

We are also able to leverage benefits from sharing best practices in areas such as product innovation, technology and safer gaming across our geographies.

7
Markets (includes Italy, which is an equity method investee)

Trusted partner with proven track record

As a trusted partner for governments and regulators, we have a proven track record of making lotteries larger, better and safer, and driving returns to good causes and governments, reinforcing the confidence of stakeholders.

These factors, together with our approach to responsible gaming as a guiding principle, represent a significant benefit in renewal processes and are a prerequisite for success in new licence tenders or privatisations.

14%
Czech Republic GGR CAGR 2012-23

Robust financial profile

Our robust financial profile, characterised by a strong balance sheet, high cash flow generation and proven, diversified access to multiple sources of capital provides comfort to stakeholders that we are financially resilient.

This is an important consideration given the necessity of uninterrupted operation of a lottery concession – as well as the ability to invest in technology and infrastructure if needed.

€1.4bn
Adjusted Free cash flow in 2023

Strong ESG credentials

Our strong ESG credentials are exemplified by our highest certification in responsible gaming, with all markets and equity method investees operating lotteries having a WLA Level 4 Responsible Gaming Certification*.

This is the highest level of responsible gaming certification issued by the World Lottery Association ("WLA"). We also have a strong track record of CSR activities and are committed to supporting local communities and fostering positive social impact.

4 ESG pillars:
Play, Partner, People, Planet

* OPAP Greece only in Greece and Cyprus segment.

Spotlight: ESG

Our ESG Framework works to drive progress, contributing to sustainable growth and an inclusive future.

Our business operations' scale and global reach have a crucial role in helping to address some of the most pressing environmental and social challenges of our time.

Our ESG framework is tailored to our business and integrated in all organisational activities in line with regulatory requirements, enabling the continuous involvement and inclusion of all internal and external stakeholders.

The framework is focused on four core areas – the pillars of Play, Partner, People and Planet – with Governance & Compliance forming the foundation of how we operate our businesses with integrity.

To lead in player safety

The Play pillar centres around safer play. We aspire to deliver the highest player protection and safest play standards in the world, and consider it at the heart of our purpose to protect underage and other vulnerable groups, to educate our customers and business partners on the principles of safe play, to act as a strong but invisible safety net to catch anyone who may be at risk, as well as to continue to support and fund research, harm-prevention and education.

To change lives for the better

The Partner pillar aims at the support of partners that create social value in the realms of culture, sport, healthcare, inclusion and more. Moreover, our partnerships often enhance the other pillars of our ESG strategy; for example, partnerships offering volunteering opportunities for our employees also help to make us a more inclusive business.

To create opportunities for all

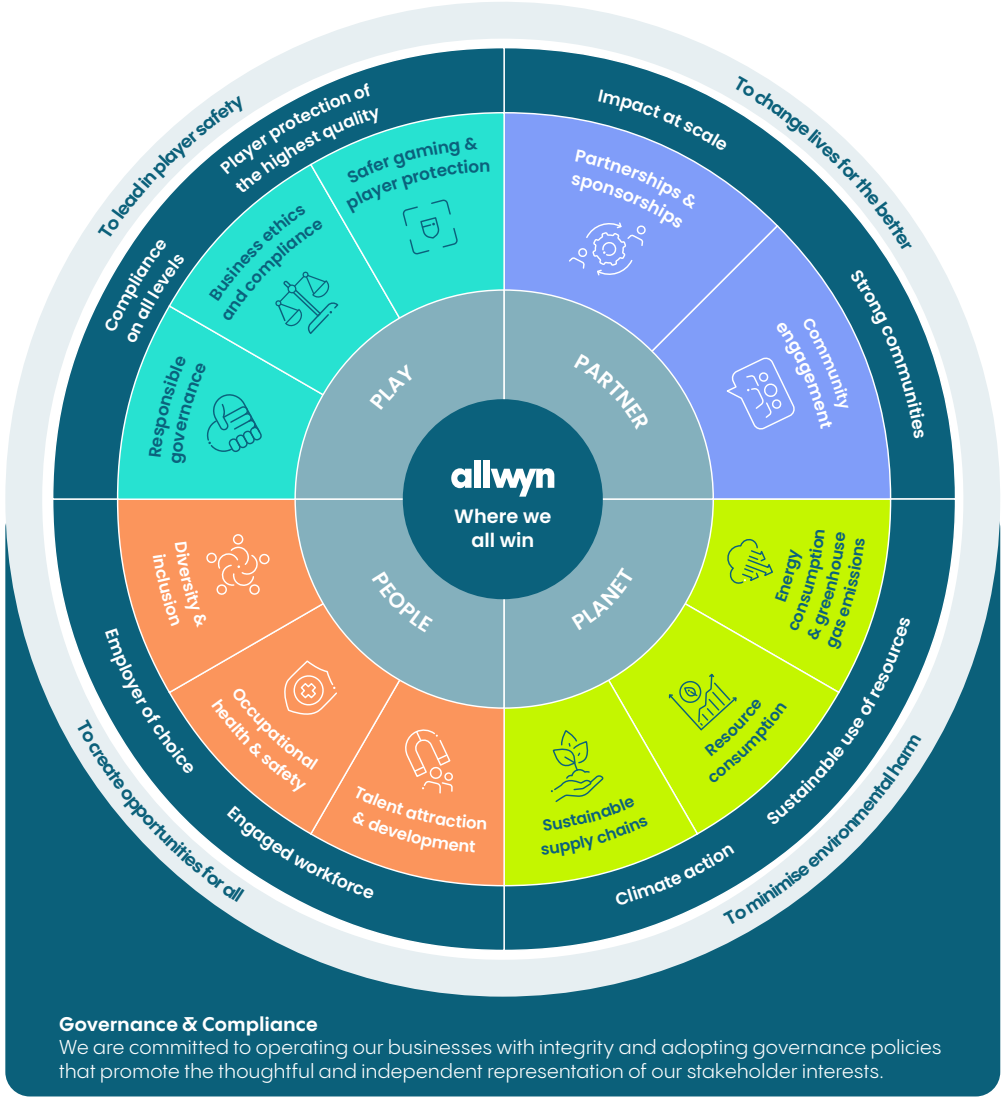
The People pillar primarily focuses on employees, who are our number one asset, and we place a high premium on attracting and retaining talented, empowered, diverse staff and ensuring their well-being and job satisfaction.

Furthermore, we believe that as Allwyn grows, the people dimension will grow as well – with the focus extending beyond our own employees towards the supply chain, both towards our suppliers' workforces as well as towards our retailers and agents.

To minimise environmental harm

The Planet pillar centres on our ambition to minimise environmental impact in areas that were identified as material to the Group or our segments. Among others, we are focused on the reduction of resource and energy intensity. By being able to collect and analyse our environmental data, we aim to expand the dialogue towards both the upstream and downstream elements of our supply chain in order to create an even larger impact.

One of the prerequisites for our activities here is to ensure that we have access to the necessary data across all our large markets. For this, we have initiated a CSRD-readiness project to help us report in line with the new EU sustainability reporting regulation. We are confident that the increased transparency in ESG reporting and analysis of data in the upcoming years will support us in maximising impact across all areas of ESG.



Governance & Compliance
We are committed to operating our businesses with integrity and adopting governance policies that promote the thoughtful and independent representation of our stakeholder interests.

Spotlight: ESG continued

1

Player safety

Playing Responsibly is a core principle of our business. Allwyn is committed to ensuring that its broad customer base can enjoy playing in a safe, secure, and sustainable environment, while minimising any potential harm on vulnerable groups and on wider society.

We coordinate across our markets and significant equity method investees and facilitate best practice sharing. In 2023, we continued to fine tune KPIs for product verticals for prevention, detection and intervention in relation to problem play. We aim to ensure comparability of results beyond local markets and to further strengthen the exchange of practices in the physical retail and digital channels. By analysing data and comparing behaviours cross-border, we expect to be able to identify the most effective approaches for protecting those at risk and to share them across our markets.

In 2022, our Board adopted a Responsible Gaming Policy. As a next step, we are working on the fulfilment of our 2023 commitment to harmonise our current responsible gaming strategies across markets into a consistent Group-wide strategy by the end of 2024.

130m+

Number of adults in existing lottery markets (inclusive of Italy)

Allwyn's guiding principles are:

1. Design A risk-based design approach for games' potential impact on player behaviour along with branding, marketing, and distribution strategies, aiming at creating a safe environment for players through, for example, self-exclusion registers.

2. Digital Using technology to inform our players and provide them with necessary and transparent information. Protecting underaged individuals and other vulnerable groups through age verification systems, training point of sale staff and responsible product design.

3. Proactive communication Using digitally-generated warnings to discourage potentially problematic behaviour, to intervene and educate players towards safer playing in real time, through activities such as annual training for our colleagues and information campaigns.

4. Accreditation Working globally to retain our Level 4 Certification, the highest provided by the World Lottery Association and other local responsible standards and best practices.

5. Investment We dedicate time, resources, and funding to training, internal and external awareness, as well as safety-related product development and monitoring.

Our ambition remains to drive world-class standards for the industry, to ensure consumers can responsibly play their preferred products while those at risk are identified early on and are protected by an invisible safety net.

2

Partnering for impact



In 2023 Allwyn launched a three-year global partnership with the Wings for Life World Run, an event organised by the Wings for Life Foundation to raise funds for spinal cord injury research and ultimately to find a cure. We are proud to support this fantastic cause, which is inclusive and global in scope, and can change the lives of so many people.

In the first year of the partnership, Allwyn's team at the Wings for Life World Run event included 870 colleagues from many countries around the world, as well as some of their partners or family.

We are proud to have contributed not only a significant sponsorship fee, but also additional voluntary donations from our employees, helping the Wings for Life Foundation to raise a total of €5.8 million.

Lotteries hold the power to change lives, offering opportunities that extend far beyond the mere thrill of the game. At Allwyn, giving back to society and driving positive change in the markets where we operate, and beyond, is what we do.

We are committed to corporate social responsibility and to supporting communities where we operate, as well as seeing the benefits of enabling all our colleagues to make a positive impact on the ground. Allwyn encourages and facilitates the involvement of our colleagues in both global and local projects. We seek to promote and support healthy, vibrant and active communities by focusing on sports, cultural development, medical care and innovative research.

Typically, we can optimise our positive impact by partnering with leading external organisations that hold the power and know-how to ensure that our efforts are directed efficiently to the people who will benefit most.

Examples from 2023 include Allwyn's establishment of a partnership with the Wings for Life World Run, or our partnership with Future Frames, which supports outstanding emerging directors from Europe in launching their careers in the film industry.

We will continue to drive for positive impact on both a global and local level, and to support our partners that create social value in the realms of culture, sport, healthcare, inclusion and more.

Spotlight: ESG continued

3

People

Our people are our number one asset, and we place a high premium on attracting and retaining talented, empowered, diverse staff and ensuring their well-being and job satisfaction.

This year, we continued our journey of building the culture that connects our people, fosters diversity, and enables innovation to thrive. It has evolved from the cultures on which our operations across different regions and time zones have built their success, and supports Allwyn's strategic goal to be the operator of choice. In turn, with collaboration across our markets, we redefined Allwyn's values, which sit at the heart of everything we do.

We continue to offer exciting opportunities across our international footprint and we have invested further in our capabilities in order to fully utilise the potential of our diverse teams, and to attract, retain, and develop the best talent, including the appointment of Group Chief People and Culture Officer, Naida Buljugic, in September 2023. Together we strive for a truly global and inclusive environment, where everyone can contribute their best selves, learn, and explore together.

We are proud of the excellent results that our colleagues have achieved and, while doing so, we seek to ensure that we support their health and wellbeing through a range of programmes, including screening, preventative checks, mental health-focused activities and providing opportunities to embrace an active lifestyle.

We continue to strengthen our position as employer of choice in all our markets, illustrated in our Greece and Cyprus segment by OPAP being certified as a Top Employer in Greece for the second consecutive year (Top Employers Institute), while in the US we ranked among the Great Place to Work benchmarks.

In support of further progress, we are analysing the existing listening strategies across our markets and plan to progressively implement additional engagement and benchmarking tools.

In the UK, Allwyn UK's operation of The National Lottery from February 2024 represents a true milestone for many colleagues. In particular, we are proud of the excellent collaboration across numerous teams, which delivered success in both the licence competition and the commencement of operations; a true reflection of working as one team.

>7.5k
Employees at end of 2023

39%
Female share of employees



4

Planet

At Allwyn, we recognise the urgent need to move towards a sustainable future and are therefore dedicated to minimising our environmental impact. This is reflected in our Planet pillar targets, in which we aim to reduce both our electricity consumption and CO_2 emissions.

We made progress this year against the commitments that we have set out by submitting our SBTi letter of intent to set a science-based target in December 2023, and we are in the process of setting a standardised calculation of Scope 3 emissions across all large markets. Excitingly, we are also currently defining the Planet pillar's KPIs, which will help to focus efforts on meeting our targets in the future.

Across our markets, there has been success in implementing measures that contribute positively to our planet and stakeholder value. For example, in the redesign of the headquarters office space in our Austria segment, energy savings of 61% were achieved from switching to LED lighting.

-30%
Scope 1 and Scope 2 emissions reduction by 2030, compared with 2021 baseline

Chief Executive Officer's review



Robert Chvatal
Chief Executive Officer

Strong financial performance

I am delighted to report that 2023 was another year of strong financial and operational performance and strategic progress. We continued to execute our growth strategies successfully, while maintaining our relentless focus on safer play and accountability to all our stakeholders. I believe that the consistent delivery by our teams, bringing new games, new features and upgrades to the player experience, as well as an expanded geographic footprint and enhancements to our in-house technology and content, support our aspiration to be the operator of choice and position us well for future growth.

Total Revenue increased by 98% year-on-year, reflecting a strong performance in our existing geographies, where Total Revenue grew 6%, in addition to the significant contribution from the acquisitions of Camelot UK and Allwyn LS Group that we completed in the first quarter, which increased our footprint in lotteries to seven countries. Our profitability remained strong with Adjusted EBITDA increasing 27% year-on-year, to €1,485m, representing a margin of 41% of Net Revenue.

Organic growth

We achieved strong organic growth in 2023, with GGR excluding the Camelot Acquisitions increasing 7% year-on-year. Our sustained momentum in product development and innovation has underpinned this growth, driving momentum in the digital channel in particular, which continues to grow as a share of GGR.

To highlight a couple of examples, in April we launched the new iLottery proposition – opaponline.gr – in Greece and Cyprus, launching KINO and other lottery games online alongside Tzoker while, in the second half of the year, we saw new launches in the exciting annuity category in Austria, the Czech Republic, and Greece and Cyprus.

During the year we once again saw the resilience of demand for our products, notwithstanding an inflationary backdrop in which consumer spending remained under pressure.

> "Our sustained momentum in product development and innovation has underpinned this growth, driving momentum in the digital channel in particular, which continues to grow as a share of GGR."

Inorganic growth

2023 was another year of delivery of our strategy of disciplined inorganic growth, with the acquisitions of Camelot UK and Allwyn LS Group as well as a further increase in our stake in OPAP in our Greece and Cyprus segment. Subsequently, since the start of 2024, we have successfully started operation of the next 10-year licence for The National Lottery in the UK, in addition to announcing our plan to partner globally with and invest in Instant Win Gaming ("IWG"), a leading supplier of online instant win games. Through our inorganic growth strategy, we continue to expand our footprint and capabilities, further evidencing our ambition to be the operator of choice.

In the UK, following the September 2022 formal award to Allwyn UK of the licence to operate The National Lottery from February 2024, replacing Camelot UK for the first time since the inception of the National Lottery in 1994, we acquired Camelot UK in February 2023. This was to facilitate a smooth transition as well as to add its considerable talent and expertise to the Allwyn team.

Chief Executive Officer's review continued

It was with great pride that Allwyn UK successfully commenced operation of the next 10-year licence on 1 February 2024. This represented the coming to fruition of more than five years of dedication and focus, in which we mobilised resources from every part of our business and imported learnings from across our markets to compete for the licence by delivering a compelling proposition for all stakeholders.

We are excited to embark on the next stage of our journey in the UK as we seek to transform The National Lottery, and we are excited about our plans to attract more players, increase Good Causes contributions, and ensure it remains one of the most successful and safest lotteries in the world.

We further broadened our global presence in 2023, making our debut in the US through the acquisition of Allwyn LS Group in March. Allwyn LS Group, through its subsidiaries, operates the Illinois lottery under a 10-year private management agreement and is a partner to the Arkansas Scholarship Lottery, as well as having a technology arm that provides online lottery technology, content and services to lotteries.

Our acquisition of Allwyn LS Group establishes us in the United States and also strengthens our in-house capabilities with respect to certain elements of the technology stack that are critical to our customers' experience.

Further demonstrating our commitment to delivering the best user experience to players across our markets, in February 2024 we announced our plan to partner globally with IWG, a leading supplier of online instant win games (online instant lotteries otherwise known as eInstants) to lotteries.

Allwyn has agreed to invest in IWG and, upon closing, which is subject to the satisfaction of customary closing conditions and is expected to take place later this year, will hold a 70% stake in the business. IWG works with more than 25 national and state lotteries around the globe and has a strong North American presence, and we are excited to collaborate and explore new opportunities with the IWG team.

Finally, in 2023, in our Greece and Cyprus segment, we increased our interest in OPAP to 50.71%. This was a function of our participation in OPAP's scrip dividend programme and OPAP's ongoing share buyback programme. We are pleased that our interest in OPAP is above 50% and are immensely proud of the continued strength of performance of this national champion.

> "Through our inorganic growth strategy, we continue to expand our footprint and capabilities, further evidencing our ambition to be the operator of choice."

Unwavering commitment to our ESG strategy

ESG provides the foundation for us to build a responsible and sustainable business while also ensuring we deepen and broaden our positive impact for all stakeholders, and it is my strong belief that only by having this at the heart of our strategy can we focus on and deliver long-term growth.

Responsible gaming is our duty and commitment, as well as being a core tenet of our ESG strategy. In 2023 we pursued a multitude of safer play initiatives across individual markets, such as a voluntary increase in the minimum age for participation in lottery products in Austria, from 16 to 18.



More broadly, we continue to aim to establish our Group Responsible Gaming strategy by the end of 2024, combining the existing policies in each of our markets into a single framework.

Turning to our people, they are our number one asset, and we would not be able to achieve our ambitious objectives without attracting and retaining talented, empowered, diverse staff and ensuring their well-being and job satisfaction. In turn, we want our people to thrive and to grow with us. Reinforcing our ambition, our culture that fosters diversity, collaboration and innovation, and our responsibility, we redefined our corporate values. At Allwyn we are proud that We do what is right, We win together and We think differently.

Concluding thoughts and outlook

I want to thank all my colleagues whose dedication and hard work has contributed to this performance in 2023, as well as once again to welcome new colleagues who have joined us or will be joining us soon.

Looking forward as always, I am excited about what the future holds for Allwyn as we continue to focus on driving both organic and inorganic growth, and believe we are well placed for the next chapters of our growth story.



Robert Chvatal
Chief Executive Officer
25 April 2024

Delivering our strategy case studies

A new operator for The National Lottery

Inorganic Growth

On 1 February 2024, Allwyn UK successfully commenced operation of The National Lottery, taking over from Camelot UK, which had operated all three previous licences since The National Lottery started operations in 1994.

This represented the coming to fruition of many years of dedication by a team from across our geographies, starting well before the Gambling Commission's launch of the competition for the new licence in August 2020.

The transition benefitted from our strategic acquisition of Camelot UK in February 2023, giving us access to the Camelot UK team's significant expertise and experience, as well as the mobilisation of resources and sharing of advice and best practices from across our markets.

While we celebrate the success to date, this is only the first step on our journey, and we are excited to start working on the next stage, as we seek to transform The National Lottery for the benefit of all stakeholders and to increase returns to Good Causes.



Launching KINO online

Digital and data

In Greece and Cyprus, a new iLottery proposition – www.opaponline.gr – was launched in the second quarter of 2023, under which all our lottery games are now offered online. This added extremely popular games, such as KINO, to the existing online offer of Tzoker, and was the product of the team's effective work with the regulator to enable a new era for these long-established favourites.

The enrichment of our iLottery offering has significantly improved the player experience and has driven strengthened customer acquisition and engagement, also benefitting from broader enhancements to the customer proposition across products and channels in Greece and Cyprus.



Expanding the exciting annuity category

Product Innovation

We constantly evaluate and seek to improve our product offer and, in 2023, launched a series of games in the exciting annuity category, further improving the breadth of our portfolio and expanding customer appeal, as the game category is particularly popular with younger and online players.

In Austria, we launched EuroDreams in November, the first multi-national annuity game in Europe, offering a jackpot of €20,000 per month for 30 years. In the Czech Republic, we launched a new low-priced daily annuity game, Mini renta, with a stake of CZK10 (~€0.40) that pays a fixed prize each day for one year. We also launched an additional weekly draw in the Extra renta annuity game, and the possibility to stake a higher amount per game. Lastly, in Greece and Cyprus, we repositioned Lotto, an existing draw-based game, as an annuity game.

€20k per month

30 year annuity prize in EuroDreams

Expanding footprint and content offering

Inorganic growth

In March 2023, we entered the United States through our acquisition of Allwyn LS Group, which operates the Illinois lottery under a private management agreement, is a partner to the Arkansas Scholarship Lottery to enhance its lottery operations, and develops lottery technology solutions and content.

Our agreement in 2024 to partner with, and invest in, Instant Win Gaming (IWG), a leading supplier of online instant games to more than 25 national and state lotteries around the globe, is expected to further enhance our content offering.

These acquisitions strengthen our ability to create and leverage high-quality content across our international markets, and demonstrate our ambition to deliver the best user experience to our players. They also reflect our dynamic approach of supporting organic growth with strategic investments.

>25

National and state lotteries supplied by IWG

Chief Financial Officer's statement



I am very pleased to be able to report another year of excellent financial results. We once again achieved strong growth and high profitability, with Total Revenue increasing 98% year-on-year and an Adjusted EBITDA margin of 41%.

In addition, following the acquisitions of Camelot UK and Allwyn LS Group in the first quarter, we increased the footprint of our lottery operations to seven markets, demonstrating the strength of our platform, increasing our strategic optionality and further improving our risk profile by diversifying our revenue streams.

Our strong performance was delivered against a backdrop of weaker consumer spending and continued inflationary pressures, and demonstrates the resilience of our business model, which is underpinned by enduring consumer demand for the uniquely compelling lottery product, and the great flexibility that our platform gives us to capture both organic and inorganic growth opportunities.

The growth in Total Revenue reflected strong growth in our existing geographies, as we continue to drive digital growth and product innovation, key elements of our organic growth strategy, as well as benefitting significantly from the contribution of the Camelot Acquisitions.

Adjusted EBITDA increased 27% year-on-year, with an increase of 12% year-on-year excluding the Camelot Acquisitions. This reflected our sustained focus on operational efficiency, supporting good profitability, as well as an increased contribution from our significant equity method investees, Lottoltalia and KGL, which both performed well during 2023.

The Adjusted EBITDA margin of 41% underlines our solid profitability, with the decline from 46% in 2022 being driven by mix effects owing to the Camelot Acquisitions. Profitability in our individual markets was resilient, with only a limited impact from higher inflation.

Solid profitability translated into strong free cash flow generation, with cash conversion ((Adjusted EBITDA – CAPEX) / Adjusted EBITDA) of 93%. This was only marginally lower year-on-year, despite higher CAPEX associated with the preparation for the start of the new licence for The National Lottery in the UK. The strength of our cash flow generation continues to underpin our financial resilience and strategic optionality.

We deployed a total of €572m on inorganic growth during the year (inclusive of the value of dividends from OPAP in our Greece and Cyprus segment that we elected to reinvest through its scrip dividend programme), successfully executing on all three levers of our inorganic growth strategy.

We (i) increased our ownership interest in OPAP in Greece and Cyprus through participation in the scrip dividend programme and as a result of OPAP's ongoing share buyback programme, with our economic interest increasing by 0.62pp to 50.71%; (ii) carried out the final preparations for Allwyn UK to commence operation of The National Lottery on 1 February 2024, including the acquisition of Camelot UK; and (iii) acquired Allwyn LS Group.

2023 also marked another successful year in terms of financing, with over €1.6 billion raised in the bond and bank markets. We issued €1.3 billion of long-dated senior secured notes, comprising a €665 million bond due 2030 and a $700 million bond due 2029. This represented our first US-dollar bond issuance, further diversifying our sources of funding, as well as significantly extending our debt maturities and further simplifying our capital structure. We also continued to receive positive support from our banking partners, evidenced by our signing €335 million of accordion facilities under our Senior Facilities Agreement. Our positive momentum has carried into 2024, with the signing in March of another €500 million accordion facility.

The significant bond issuance and facilities agreed are testament to the strength of our business and credit, as well as of the benefits of our access to multiple sources of capital, and I would like to thank all our financing partners for their strong support as we continue to purse and deliver on our growth strategies.

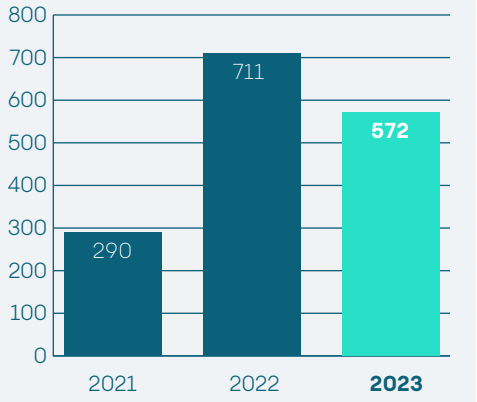
How we create value

We generate significant cash flow and also have a strong platform for raising capital. We deploy capital to drive organic growth as well as for tenders and privatisations, and bolt-on M&A.

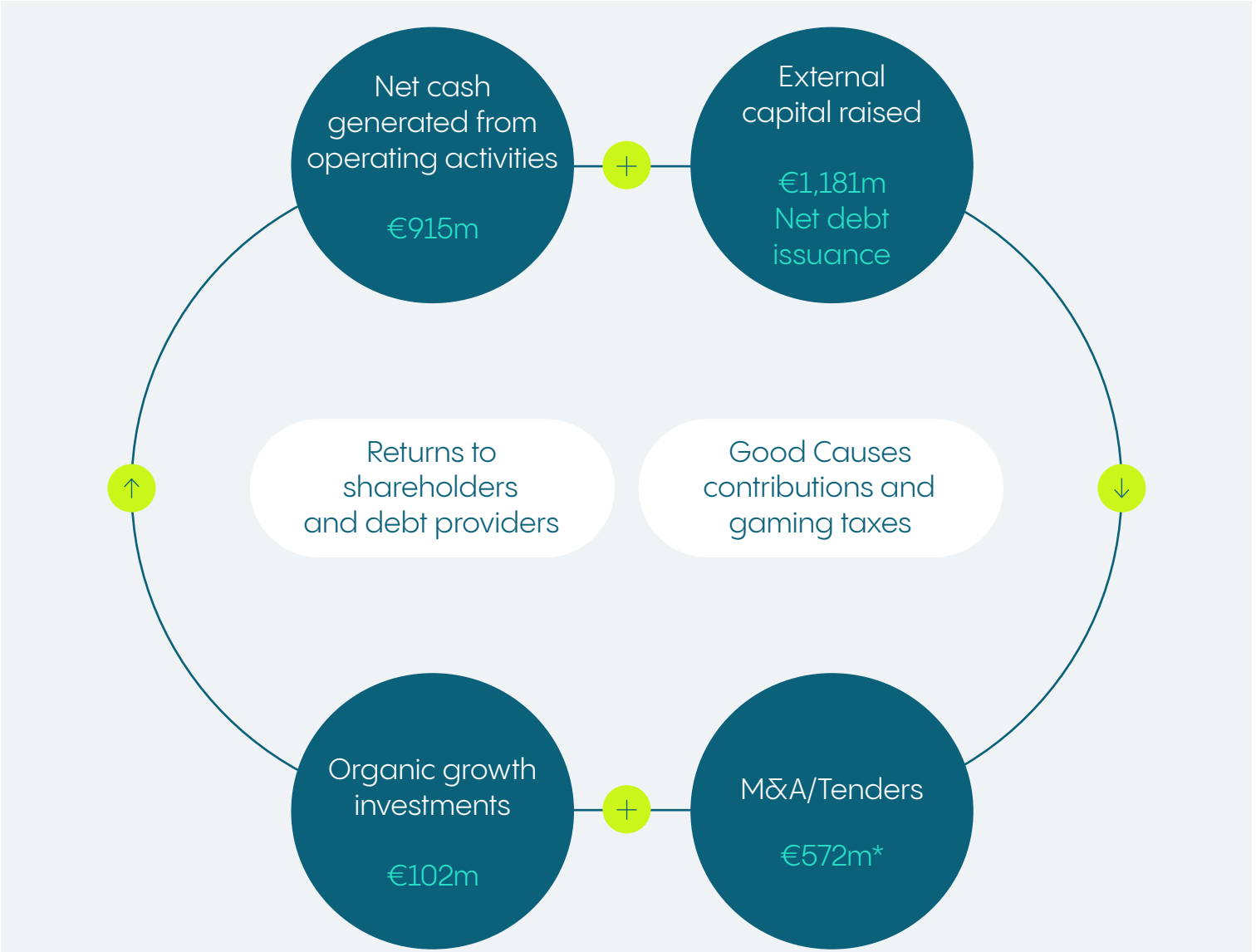
We have acquired all of our existing business through a combination of tenders and privatisations as well as M&A.

We drive organic growth through improved revenue and operating performance of acquired businesses, applying our operational expertise as well as sharing knowledge and best practices from across our geographies. We have a strong track record of delivering a balance of organic and inorganic growth over time.

Investment in M&A/Tenders over the past three years (€m)*

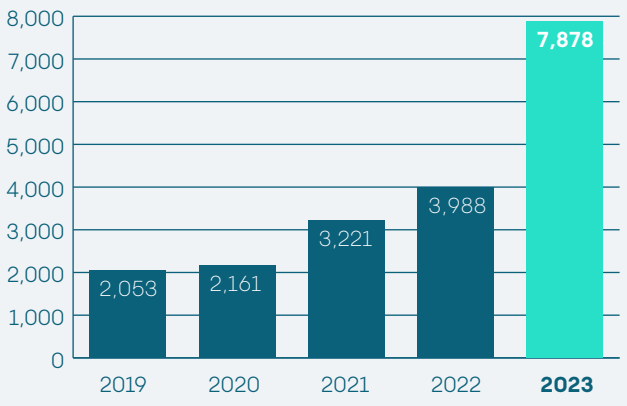


* Inclusive of scrip dividends and acquisitions of economic interests by Allwyn International that cancel on consolidation; excludes share buybacks; M&A spend is not net of cash acquired.

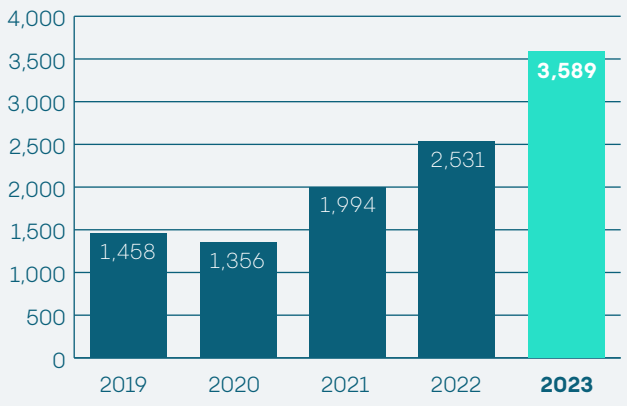


Our financial track record

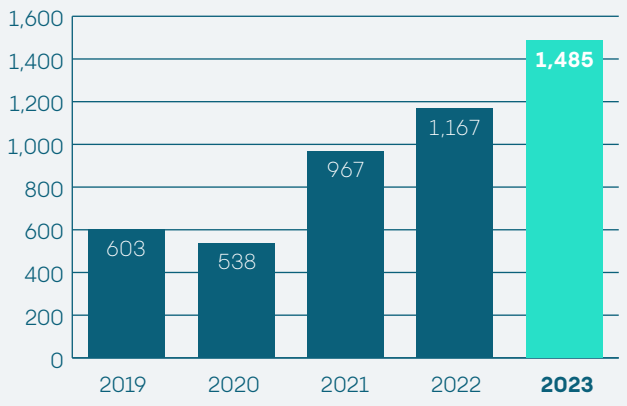
Total Revenue (€m)



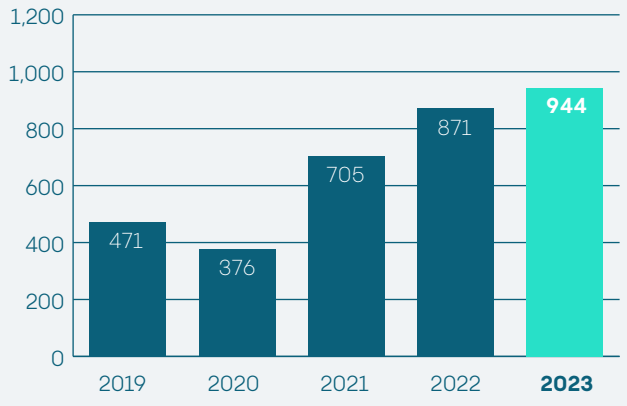
Net Revenue (€m)



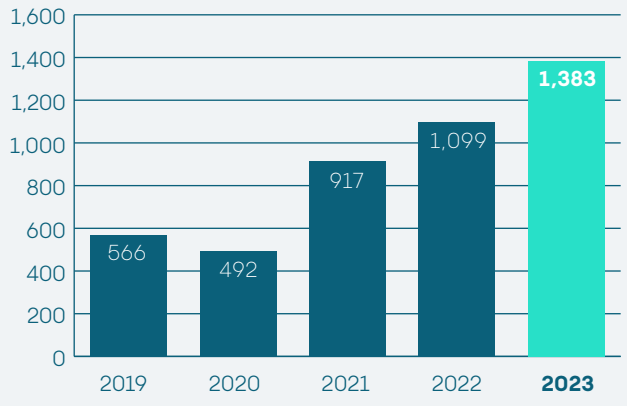
Adjusted EBITDA (€m)



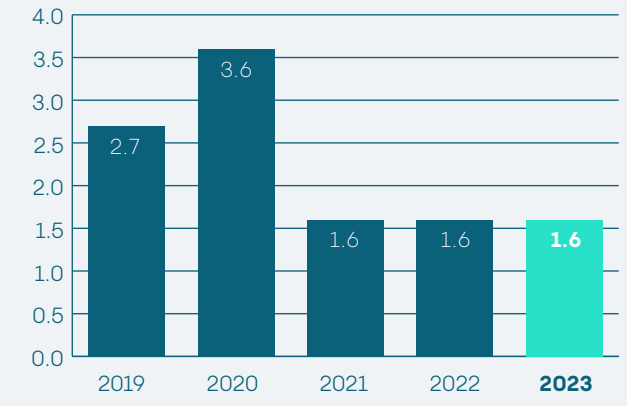
Operating profit (€m)



Adjusted Free cash flow (€m)



Net Leverage (x)



Financial highlights

2023 was another year of record financial performance, reflecting good results across all geographies, as well as the contribution from the acquisitions of Camelot UK and Allwyn LS Group in the first quarter of the year.

Consolidated Total Revenue increased by 98% year-on-year, to €7,878.1 million, including the contribution of the Camelot Acquisitions. Excluding the effect of these acquisitions (i.e., on a comparable basis), consolidated Total Revenue increased 6% year-on-year, reflecting good performance across all our existing markets.

This strong organic growth was driven by the online channel, which continues to grow as a share of GGR, with physical retail remaining resilient. In the Czech Republic, for example, the online share of GGR reached 46% compared with 44% in 2022 and 19% in 2019, pre-COVID-19. Overall, the online share of GGR reached 36% in 2023 compared with 24% in 2022, also reflecting high online penetration (~47%) in the United Kingdom.

All product lines saw GGR growth year-on-year, despite unusually unfavourable EuroMillions jackpot cycles impacting the development of Numerical Lotteries and industry-wide customer-friendly sports betting results in H2. In 2023, there were only 14 draws for EuroMillions with a jackpot above €100 million, compared with 33 such draws in 2022.

On a geographic basis, the highest growth rates were achieved in the Czech Republic (Total Revenue +10% year-on-year, or +8% on a constant currency basis), supported by strong growth across all major product lines and in Numerical Lotteries, Instant Lotteries and iGaming in particular, and in Greece and Cyprus (Total Revenue +7% year-on-year), supported by enhancements to the customer proposition and continued strong performance in iGaming. The Austria segment achieved good growth in 2023 (Total Revenue +5% year-on-year), driven by strong performance in iGaming and VLTs and Casinos, which offset the somewhat weaker performance in Numerical Lotteries, reflecting the unfavourable jackpot cycles in EuroMillions.

Net Revenue, after gaming taxes, reached €3,589.0 million in 2023, representing an increase of 42% year-on-year. The slower growth compared with Total Revenue reflects mix effects owing to the Camelot Acquisitions, the business models of which differ from our existing markets.

Operating EBITDA increased by 18%, to €1,334.2 million and Adjusted EBITDA, taking into account one-off items, increased by 27%, to €1,484.6 million. The growth in Adjusted EBITDA was part-driven by the contributions of Camelot UK and Allwyn LS Group. Excluding the acquisitions, Adjusted EBITDA was up 12% year-on-year, reflecting a good performance in our existing geographies, where margins were broadly stable year-on-year, and a strong contribution from equity method investees. Against a backdrop of higher inflation, our profitability was supported by a significant portion of our costs being directly linked to revenues and the low proportion of energy in our cost base.

The Adjusted EBITDA margin was 41.4% (% of net revenue), with a 4.7pp decline year-on-year reflecting mix effects owing to the Camelot Acquisitions; excluding the Camelot Acquisitions, the Adjusted EBITDA margin increased 2.3pp.

CAPEX increased by 50% year-on-year in 2023, to €102.1 million. The increase was largely the result of investment relating to Allwyn UK's start of operation of The National Lottery in the United Kingdom, following the award of the next licence in 2022 after an extensive, competitive tender process.

Adjusted free cash flow was €1,382.5, an increase of 26% year-on-year, broadly in line with the increase in Consolidated Adjusted EBITDA despite the uptick in CAPEX, owing to our low level of capital intensity overall.

United Kingdom: acquisition of Camelot UK

In February 2023, we acquired and began to consolidate Camelot UK, the incumbent operator of The National Lottery under a licence that ran until 31 January 2024.

The acquisition of Camelot UK supported the successful delivery of The National Lottery through 2023, while also contributing to Allwyn UK's successful start of operations of the next licence period, on 1 February 2024.

Acquisition of Allwyn LS Group

In March 2023, we acquired and began to consolidate Allwyn LS Group (formerly Camelot LS Group).

Allwyn LS Group operates the Illinois Lottery under a private management agreement through its operating company, Allwyn Illinois LLC (formerly Camelot Illinois LLC), partners with the Arkansas Scholarship Lottery to enhance its lottery operations, and includes a technology arm that provides products and services to lotteries and their players in Europe and North America.

Greece and Cyprus: increase of interest in OPAP

In Q2, we increased our economic interest in OPAP by 0.34%, to 50.43% (excluding treasury shares from the share count), through participation in OPAP's scrip dividend programme.

In September, OPAP's Board of Directors resolved to conduct a share buyback programme of up to €150.0 million, subject to market and general economic conditions. The programme is intended to increase OPAP shareholders' remuneration.

The introduction of the buyback follows the successful implementation of a 5-year dividend reinvestment programme (the scrip dividend programme), which has not been renewed.

In October, OPAP initiated purchases under the share buyback programme and, by 31 December 2023, had purchased shares amounting to 0.56% of its total shares, for total consideration of €31.1 million. As a result, Allwyn's economic interest in OPAP (excluding OPAP's treasury shares from the share count) increased by a further 0.28% to 50.71% as of 31 December 2023.

Agreement to acquire Instant Win Gaming

In February 2024, Allwyn announced an agreement to acquire a 70% ownership interest in IWG, to enhance the Group's content offering.

IWG is a leading supplier of online instant games to lotteries and works with more than 25 national and state lotteries around the globe, having a strong North American presence. IWG reported EBITDA of £18.2m for the financial year ending 30 April 2023. The transaction is anticipated to close in the second half of 2024 subject to the satisfaction of customary closing conditions.

P&L structure by geography

Our lottery operations operate under long-term and in most cases exclusive licences; our other products are offered under exclusive and non-exclusive licences, depending on the product and jurisdiction.

In most markets, our lottery operations generate revenues from product sales, primarily via agents and our own online channels.

Our key operating costs, including taxes and commissions to agents and content providers, are linked to our revenue; marketing costs, another major category, are flexible in the medium term.

Our businesses are asset light, with the vast majority of our POS network owned and operated by third parties, and limited maintenance capital expenditure.

In Italy, our joint venture LottoItalia receives a share of revenues from ticket sales collected by the Italian Government from the games operated on its behalf (Revenue from contracts with customers). EBITDA is calculated by deducting OPEX and SG&A from this amount.

Austria, Czech Republic, Greece, Cyprus

A	**Amounts staked**	Amount of wagers placed by customers
B	**Players' winnings**	Winners' pay-outs
A – B = C	**Gross Gaming Revenue ("GGR")**	
D	**Revenue from non-gaming activities**	Includes e.g., revenue from mobile top-up or MVNO services, non-gaming revenue such as food and drink from casinos
C + D = E	**Total Revenue**	
F	**Gaming taxes and Good Cause contributions**	Calculated as tax base (usually GGR) multiplied by rate; varies based on type of game and country
E – F = G	**Net Revenue**	
C – F = H	***Net Gaming Revenue ("NGR")***	
J	**Costs** – **OPEX**	Agent commission (variable, usually calculated as a % of amounts staked or NGR) IT costs from gaming system suppliers (partially fixed, partially linked to GGR or NGR) Other expenses include rental, content fees and other expenses
J	**Costs** – **SG&A**	Personnel expenses Marketing expenses (flexible in medium term)
G – J = K	**EBITDA**	

United Kingdom

A	**Amounts staked**	Amount of wagers placed by customers
B	**Players' winnings**	Winners' pay-outs
A – B = C	**Gross Gaming Revenue ("GGR") (equal to Total Revenue)**	
D	**Gaming taxes and Good Cause contributions**	Lottery duty (12% of Amounts staked) Good Cause contributions (calculated as a share of "surplus", which is Amounts staked minus prizes, Lottery duty and costs; see notes)
C – D = E	**Net Gaming Revenue ("NGR") (equal to Net Revenue)**	
F	**Costs** – **OPEX**	Agent commission (variable, usually calculated as a % of amounts staked or NGR) IT costs from gaming system suppliers (partially fixed, partially linked to GGR or NGR) Other expenses include rental, content fees and other expenses
F	**Costs** – **SG&A**	Personnel expenses Marketing expenses (flexible in medium term)
E – F = G	**EBITDA**	

Notes: Under this operating model, Allwyn's remuneration is directly linked to Good Cause contributions. A cost recovery mechanism also allows the recovery of most up-front costs over the course of the licence.

Management discussion and analysis

Management's discussion and analysis of financial condition and results of operations for the year ended 31 December 2023

The financial and operating information contained in this "Management's discussion and analysis of financial condition and results of operations" ("MD&A") comprises information of Allwyn International a.s. ("Allwyn" or the "Company" and, together with its subsidiaries, joint ventures and associates, the "Group", or "we").

You should read the MD&A together with the Group's consolidated financial statements for the year ended 31 December 2023. The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards as adopted by the European Union.

This MD&A contains certain forward-looking statements, which are based on assumptions about the Group's future business. The Group's actual results could differ materially from those contained in forward-looking statements as a result of many factors, including, but not limited to, those described under "Forward-Looking Statements".

1 Significant transactions and developments during the year ended 31 December 2023

1.1 Acquisitions

Acquisition of Camelot UK

In February, the Group acquired and began to consolidate Camelot UK, the incumbent operator of The National Lottery in the United Kingdom under a licence that ran until 31 January 2024.

Acquisition of Camelot LS Group

In March, the Group acquired and began to consolidate Allwyn LS Group (formerly referred to as "Camelot LS Group"). Allwyn LS Group operates the Illinois Lottery under a private management agreement through its operating company, Allwyn Illinois LLC (formerly Camelot Illinois LLC), partners with the Arkansas Scholarship Lottery to enhance its lottery operations, and includes a technology arm that provides products and services to lotteries and their players in Europe and North America.

These acquisitions, together referred to as the "Camelot Acquisitions", have a significant impact on the majority of line items in the Group's consolidated P&L and consequently on the comparability of the financial information with the comparative period.

1.2 Strategic

OPAP

In Q2, the Group increased its economic interest in OPAP by 0.34%, to 50.43% (excluding treasury shares from the share count), through participation in OPAP's scrip dividend programme.

In September, OPAP's Board of Directors resolved to conduct a share buyback programme of up to €150.0 million, subject to market and general economic conditions. The programme is intended to increase OPAP shareholders' remuneration.

The introduction of the buyback follows the successful implementation of a 5-year dividend reinvestment programme (the scrip dividend programme), which has not been renewed.

In October, OPAP initiated purchases under the share buyback programme and, by 31 December 2023, had purchased shares amounting to 0.56% of its total shares, for total consideration of €31.1 million. As a result, Allwyn's economic interest in OPAP increased by a further 0.28% to 50.71% as of 31 December 2023.

Dividend and loan to Allwyn AG

In June, the Company distributed a €600.0 million dividend and provided a €51.5 million loan to its parent company, Allwyn AG, in order to effect the repayment of the preferred shares issued by Allwyn AG that were held by funds advised by Apollo Global Management Inc. The Company also provided an additional €200.0 million loan to Allwyn AG for further distribution to its shareholder.

In November, the Company provided a €126.7 million loan to Allwyn AG, of which €100.0 million was distributed to Allwyn AG's shareholder and €26.7 million was used for a final true-up payment in connection with the repayment of the preferred shares.

1.3 Financing

Partial repayment of Czech Bonds

In January, the bondholders of the Company's CZK 6.0 billion bonds (the "Czech Bonds") approved their transfer from the Company to Allwyn Financing Czech Republic 2 a.s., a 100%-owned subsidiary of the Company. Bondholders who either voted against the transfer or abstained were eligible to exercise an early repayment option, which was exercised by 51.1% of the total bondholders, representing a nominal value of CZK 3.1 billion (equivalent to €129.5 million as of the date of the transaction).

Syndicated bank loan

In February and March 2023, the Company and its subsidiary Allwyn Entertainment Financing (UK) plc drew €132.6 million from a €303.1 million facility available under the Company's syndicated bank loan. Proceeds were used to repay holders of the Czech Bonds who exercised their put option. The remainder of the €303.1 million facility remains available.

In February and March 2023, the Company increased the size of its syndicated bank loan with accordion facilities of €335.0 million, due in 2029. In March 2023, the Company drew €250.0 million under these facilities. In June, the Company drew a further €42.5 million and in August the Company drew the remaining €42.5 million under these facilities.

During the year, £23.7 million (approximately €27.3 million as of 31 December 2023) of term loans were drawn under a £380.0 million (approximately €437.2 million as of 31 December 2023) multi-purpose facility available under the syndicated bank loan. The proceeds were used to finance Allwyn UK, which was preparing to start the operation of The National Lottery in the United Kingdom under the next licence, which took place in February 2024.

€1.3 billion bond issuance

In April, the Group issued €665.0 million in aggregate principal amount of 7.250% senior secured notes due 2030, and USD 700.0 million in aggregate principal amount of 7.875% senior secured notes due 2029.

Management discussion and analysis continued

USD 600.0 million of the USD 700.0 million 7.875% SSNs due 2029 was swapped to Euro at an interest rate of 7.01% plus credit charges.

Redemption of senior secured notes due 2024
In May, the Company redeemed the full principal amount of its €300.0 million of 4.125% senior secured notes due 2024 at a redemption price of 101.03% plus accrued interest.

Pledge of OPAP shares
IIn November, the Group pledged the OPAP shares held by Allwyn Greece & Cyprus Holding Ltd as shared security under the terms of the intercreditor agreement dated 16 December 2020. As a result, 100% of the Group's shares in OPAP are now pledged under the intercreditor agreement.

Summary
The following table summarises changes in our indebtedness in 2023.

	Allwyn Corporate	OPAP (Greece and Cyprus)	CASAG (Austria)	Total principal amount	Total book value
31/12/2022	**2,048.8**	**790.0**	**75.0**	**2,913.8**	**2,903.4**
Syndicated bank loan – drawings	494.5	–	–	494.5	
Syndicated bank loan – net change in RCF	(20.0)	–	–	(20.0)	
EUR 665m 7.250% SSN due 2030 – issuance	665.0	–	–	665.0	
USD 700m 7.875% SSN 2029 – issuance	637.6	–	–	637.6	
EUR 300m 4.125% SSN due 2024 – repayment	(300.0)	–	–	(300.0)	
CZK 6bn 5.200% SSN due 2024 – partial repayment	(129.5)	–	–	(129.5)	
EUR 250m fixed rate bank loan due 2026 – drawings	–	250.0	–	250.0	
Various bank loans – repayment	–	(380.0)	–	(380.0)	
Syndicated bank loan – partial repayment	–	–	(21.4)	(21.4)	
Effect of FX differences	(4.2)	–	–	(4.2)	
31/12/2023	**3,392.2**	**660.0**	**53.6**	**4,105.8**	**4,133.8**

1.4 Subsequent events
For developments after 31 December 2023 please refer to the Subsequent events note to the consolidated financial statements.

2 Comparison of results of operations for the year ended 31 December 2023

Management analysis of consolidated results

			Change	
	2023	2022	abs	%
Revenue from gaming activities (GGR)	7,549.4	3,811.3	3,738.1	98%
Revenue from non-gaming activities	328.7	176.9	151.8	86%
Total Revenue	**7,878.1**	**3,988.2**	**3,889.9**	**98%**
Gaming taxes and Good Cause contributions	(4,289.1)	(1,456.8)	(2,832.3)	194%
Net Revenue	**3,589.0**	**2,531.4**	**1,057.6**	**42%**
of which: Net gaming revenue (NGR)	*3,260.3*	*2,354.5*	*905.8*	*38%*
Other operating income	314.2	292.0	22.2	8%
Agents' commissions	(805.6)	(523.7)	(281.9)	54%
Materials, consumables and services	(905.6)	(566.0)	(339.6)	60%
Marketing services	(395.6)	(243.8)	(151.8)	62%
Personnel expenses	(513.9)	(379.1)	(134.8)	36%
Other operating expenses	(118.0)	(64.9)	(53.1)	82%
Share of profit of equity method investees	169.7	86.4	83.3	96%
Operating EBITDA	**1,334.2**	**1,132.3**	**201.9**	**18%**
Adjustments to Operating EBITDA*:				
Adjustments in Austria segment	5.7	(5.2)		
Adjustments in Czech Republic segment	(6.4)	–		
Adjustments in Greece and Cyprus segment	11.8	4.6		
Adjustments in United Kingdom segment	2.2	–		
Adjustments in Allwyn LS Group	(5.1)	–		
Inorganic business development and financing costs	–	14.4		
UK National Lottery transition costs	142.2	21.3		
Adjusted EBITDA	**1,484.6**	**1,167.4**	**317.2**	**27%**
Adjusted EBITDA margin %	*41.4%*	*46.1%*	*(5) p.p.*	

Management discussion and analysis continued

	2023	2022	Change abs	Change %
Depreciation and amortisation	(374.5)	(213.2)	(161.3)	76%
Impairment of non-financial assets	(21.7)	(35.5)	13.8	(39)%
Other gains and losses	5.6	(12.6)	18.2	(144)%
Profit from operating activities	**943.6**	**871.0**	**72.6**	**8%**
Interest income	56.1	8.7	47.4	545%
Interest expense	(256.9)	(134.6)	(122.3)	91%
Other finance income and expense	(34.7)	(29.0)	(5.7)	20%
Finance costs, net	**(235.5)**	**(154.9)**	**(80.6)**	**52%**
Profit before tax	**708.1**	**716.1**	**(8.0)**	**(1)%**
Income tax expense	(188.2)	(144.9)	(43.3)	30%
Profit after tax	**519.9**	**571.2**	**(51.3)**	**(9)%**
CAPEX	102.1	68.2	33.9	50%
Adjusted Free Cash Flow	**1,382.5**	**1,099.2**	**283.3**	**26%**

* See 3.3 Reconciliation of non-IFRS measures for details of EBITDA adjustments

Management analysis of consolidated results excluding Camelot Acquisitions

	2023	2022	Change abs	Change %
Revenue from gaming activities (GGR)	4,071.3	3,811.3	260.0	7%
Revenue from non-gaming activities	174.5	176.9	(2.4)	(1)%
Total Revenue	**4,245.8**	**3,988.2**	**257.6**	**6%**
Gaming taxes and Good Cause contributions	(1,535.9)	(1,456.8)	(79.1)	5%
Net Revenue	**2,709.9**	**2,531.4**	**178.5**	**7%**
of which: Net gaming revenue (NGR)	*2,535.4*	*2,354.5*	*180.9*	*8%*
Other operating income	300.4	292.0	8.4	3%
Agents' commissions	(552.7)	(523.7)	(29.0)	6%
Materials, consumables and services	(684.5)	(566.0)	(118.5)	21%
Marketing services	(273.2)	(243.8)	(29.4)	12%
Personnel expenses	(400.7)	(379.1)	(21.6)	6%
Other operating expenses	(110.2)	(64.9)	(45.3)	70%
Share of profit of equity method investees	169.7	86.4	83.3	96%
Operating EBITDA	**1,158.7**	**1,132.3**	**26.4**	**2%**

	2023	2022	Change abs	Change %
Adjustments to Operating EBITDA:				
Adjustments in Austria segment	5.7	(5.2)		
Adjustments in Czech Republic segment	(6.4)	–		
Adjustments in Greece and Cyprus segment	11.8	4.6		
Inorganic business development and financing costs	0.1	14.4		
UK National Lottery transition costs	142.1	21.3		
Adjusted EBITDA	**1,312.0**	**1,167.4**	**144.6**	**12%**
Adjusted EBITDA margin %	*48.4%*	*46.1%*	*2 p.p.*	
Depreciation and amortisation	(213.7)	(213.2)	(0.5)	n/m
Impairment of non-financial assets	(21.7)	(35.5)	13.8	(39)%
Other gains and losses	5.6	(12.6)	18.2	(144)%
Profit from operating activities	**928.9**	**871.0**	**57.9**	**7%**
Interest income	47.9	8.7	39.2	451%
Interest expense	(240.8)	(134.6)	(106.2)	79%
Other finance income and expense	(35.7)	(29.0)	(6.7)	23%
Finance costs, net	**(228.6)**	**(154.9)**	**(73.7)**	**48%**
Profit before tax	**700.3**	**716.1**	**(15.8)**	**(2)%**
Income tax expense	(179.7)	(144.9)	(34.8)	24%
Profit after tax	**520.6**	**571.2**	**(50.6)**	**(9)%**
CAPEX	91.5	68.2	23.3	34%
Adjusted Free Cash Flow	**1,220.5**	**1,099.2**	**121.3**	**11%**

Given the substantial contribution of Camelot UK and Allwyn LS Group to all line items, consolidated numbers are not fully comparable to prior periods. The following commentary therefore also includes comparison of the consolidated results excluding contributions from Camelot UK (as a fully consolidated subsidiary from 5 February 2023) and Allwyn LS Group (as a group of fully consolidated subsidiaries from 3 March 2023) ("excluding Camelot Acquisitions").

Results excluding the Camelot Acquisitions were calculated by deducting, per line item, the contribution of Camelot UK and Allwyn LS Group entities, including elimination of intragroup transactions, from the consolidated results of the Group.

Management discussion and analysis continued

Revenue from gaming activities (GGR)

Revenue from gaming activities (GGR) by segment – contribution to consolidated GGR	2023	2022	Change abs	Change %
Austria	1,482.8	1,419.2	63.6	4%
Czech Republic	500.7	453.1	47.6	11%
Greece and Cyprus	2,087.8	1,939.0	148.8	8%
United Kingdom	3,478.1	–	3,478.1	n/m
Total Revenue from gaming activities (GGR)	**7,549.4**	**3,811.3**	**3,738.1**	**98%**

Revenue from gaming activities (GGR) by product	2023	2022	Change abs	Change %
Numerical Lotteries	3,996.0	1,547.0	2,449.0	158%
Instant Lotteries	1,347.5	282.7	1,064.8	377%
Sports Betting	673.5	635.6	37.9	6%
iGaming	620.1	511.1	109.0	21%
VLTs and Casinos	912.3	834.9	77.4	9%
Total Revenue from gaming activities (GGR)	**7,549.4**	**3,811.3**	**3,738.1**	**98%**

Revenue from gaming activities (GGR) by product excluding Camelot acquisitions	2023	2022	Change abs	Change %
Numerical Lotteries	1,562.9	1,547.0	15.9	1%
Instant Lotteries	302.5	282.7	19.8	7%
Sports Betting	673.5	635.6	37.9	6%
iGaming	620.1	511.1	109.0	21%
VLTs and Casinos	912.3	834.9	77.4	9%
Total Revenue from gaming activities (GGR)	**4,071.3**	**3,811.3**	**260.0**	**7%**

Online Revenue from gaming activities (GGR) by product	2023	2022	Change abs	Change %
Numerical Lotteries	1,510.2	151.5	1,358.7	897%
Instant Lotteries	314.0	6.1	307.9	5048%
Sports Betting	271.2	251.9	19.3	8%
iGaming	620.1	511.1	109.0	21%
VLTs and Casinos	–	–	–	n/a
Total online Revenue from gaming activities (GGR)	**2,715.5**	**920.6**	**1,794.9**	**195%**
Share of Online Revenue from gaming activities (GGR)	36%	24%	12 p.p.	
Share of Online-eligible Revenue from gaming activities (GGR)	41%	31%	10 p.p.	

Online Revenue from gaming activities (GGR) by product excluding Camelot acquisitions	2023	2022	Change abs	Change %
Numerical Lotteries	173.5	151.5	22.0	15%
Instant Lotteries	8.6	6.1	2.5	41%
Sports Betting	271.2	251.9	19.3	8%
iGaming	620.1	511.1	109.0	21%
VLTs and Casinos	–	–	–	n/a
Total online Revenue from gaming activities (GGR)	**1,073.4**	**920.6**	**152.8**	**17%**
Share of Online Revenue from gaming activities (GGR)	26%	24%	2 p.p.	
Share of Online-eligible Revenue from gaming activities (GGR)	34%	31%	3 p.p.	

Share of Online-eligible Revenue from gaming activities (GGR) refers to Total online GGR as a share of GGR from Numerical Lotteries, Instant Lotteries, Sports Betting and iGaming (i.e. excluding VLTs and Casinos, which comprises GGR generated in physical retail only).

GGR increased by €3,738.1million, or 98%, to €7,549.4 million, primarily driven by the contribution of Camelot UK, which was acquired during Q1 2023. Excluding the Camelot Acquisitions (i.e. on a comparable basis), GGR increased 7% year-on-year, reflecting good performance across all our existing markets. This strong organic growth was driven by the online channel, with physical retail remaining resilient. All product lines saw GGR growth year-on-year, despite unusually unfavourable EuroMillions jackpot cycles impacting the development of Numerical Lotteries (draw-based games) and industry-wide customer-friendly sports betting results in H2. In 2023, there were only 14 draws for EuroMillions with a jackpot above €100 million, compared with 33 such draws in 2022.

Revenue from non-gaming activities

Revenue from non-gaming activities increased by €151.8 million, or 86%, to €328.7 million, primarily reflecting the contribution of Allwyn LS Group.

Excluding the Camelot Acquisitions, Revenue from non-gaming activities was broadly in line with the prior year.

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Management discussion and analysis continued

Total Revenue

Total Revenue by segment – reconciliation to consolidated Total Revenue	2023	2022	Change abs	Change %
Austria	1,538.9	1,472.3	66.6	5%
Czech Republic	519.3	471.2	48.1	10%
Greece and Cyprus	2,189.1	2,044.7	144.4	7%
United Kingdom	3,478.1	–	3,478.1	100%
Allwyn LS Group	160.1	–	160.1	100%
Corporate	0.2	41.6	(41.4)	(100)%
Elimination	(7.6)	(41.6)	34.0	82%
Total Revenue	**7,878.1**	**3,988.2**	**3,889.9**	**98%**

Total Revenue increased by €3,889.9 million, or 98%, to €7,878.1 million, as a result of the factors set out above.

Excluding the Camelot Acquisitions, Total Revenue increased by 6% as a result of the factors set out above.

Gaming taxes and Good Cause contributions

Gaming taxes and Good Cause contributions increased by €2,832.3 million, or 194%, to €4,289.1 million, primarily reflecting the contribution of Camelot UK.

Excluding the Camelot Acquisitions, Gaming taxes and Good Cause contributions increased by €79.1 million, or 5%, to €1,535.9 million, broadly in line with the GGR trend in our existing geographies.

Net Revenue

Net Revenue increased by €1,057.6 million, or 42%, to €3,589.0 million, as a result of the factors set out above.

Excluding the Camelot Acquisitions, Net Revenue increased by €178.5 million, or 7%, to €2,709.9 million, broadly in line with the increase in Total Revenue in our existing geographies, as a result of the factors set out above.

Net gaming revenue (NGR)

NGR increased by €905.8 million, or 38%, to €3,260.3 million, as a result of the factors set out above.

Excluding the Camelot Acquisitions, NGR increased by €180.9 million, or 7%, to €2,535.4 million, in line with the trend in GGR in our existing geographies, as a result of the factors set out above.

Other operating income

Other operating income increased by €22.2 million, or 8%, to €314.2 million.

Excluding the Camelot Acquisitions, Other operating income increased by €8.4 million, or 3%.

Agents' commissions

Agents' commissions increased by €281.9 million, or 54%, to €805.6 million, primarily reflecting the contribution of Camelot UK.

Excluding the Camelot Acquisitions, Agents' commissions increased by €29.0 million, or 6%, broadly in line with the GGR growth rate on a comparable basis of 7%.

Materials, consumables and services

Materials, consumables and services increased by €339.6 million, or 60%, to €905.6 million, primarily reflecting the Camelot Acquisitions.

Excluding the Camelot Acquisitions, Materials, consumables and services increased by €118.5 million, or 21%, largely driven by costs attributable to preparations for the operation of the next UK National Lottery licence, which commenced in February 2024. These costs are excluded from Adjusted EBITDA, see note 3.3.

Marketing services

Marketing services increased by €151.8 million, or 62%, to €395.6 million, primarily reflecting the Camelot Acquisitions.

Excluding the Camelot Acquisitions, Marketing services increased by €29.4 million, or 12%, higher than the growth of Total Revenue. This increase primarily reflects increased marketing expenditure in Greece and Cyprus to support new product initiatives.

Personnel expenses

Personnel expenses increased by €134.8 million, or 36%, to €513.9 million, primarily reflecting the Camelot Acquisitions.

Excluding the Camelot Acquisitions, Personnel expenses increased by €21.6 million, or 6%, reflecting some inflation in wages in addition to personnel costs attributable to preparation for the next UK National Lottery licence, which started in February 2024.

Other operating expenses

Other operating expenses increased by €53.1 million, or 82%, to €118.0 million.

Excluding the Camelot Acquisitions, Other operating expenses increased by €45.3 million, or 70%, to €110.2 million, primarily reflecting a fine from the Hellenic Competition Commission ("HCC") in the Greece and Cyprus segment (€24.5 million), relating to alleged breaches of competition rules in the provision of bill payment and mobile top up services between 2017 and 2021, a petition against which has since been filed (see Note 11 to the consolidated financial statements for the year ended December 31, 2023).

Management discussion and analysis continued

Share of profit of equity method investees

The share of profit of equity method investees increased by €83.3 million, or 96%, to €169.7 million, driven primarily by the strong performance of LottoItalia and KGL.

Operating EBITDA

Operating EBITDA increased by €201.9 million, or 18%, to €1,334.2 million, as a result of the factors set out above.

Excluding the Camelot Acquisitions, Operating EBITDA increased by €26.4 million, or 2%, to €1,158.7 million. The increase is lower than the growth of Total Revenue or GGR, primarily owing to costs related to preparations for the next UK National Lottery licence, which commenced in February 2024, in addition to the fine from the Hellenic Competition Commission in Greece and Cyprus described above.

Adjusted EBITDA

			Change	
Adjusted EBITDA by segment – reconciliation to consolidated Adjusted EBITDA	2023	2022	abs	%
Austria	**283.9**	261.1	22.8	9%
Czech Republic	**125.4**	120.4	5.0	4%
Greece and Cyprus	**742.1**	730.1	12.0	2%
United Kingdom	**157.0**	–	157.0	100%
Allwyn LS Group	**20.7**	–	20.7	100%
Share of profit of equity method investees	**162.7**	63.4	99.3	157%
Corporate and other	**(7.2)**	(7.6)	0.4	5%
Consolidated Adjusted EBITDA	**1,484.6**	**1,167.4**	**317.2**	**27%**

Consolidated Adjusted EBITDA increased by €317.2 million, or 27%, to €1,484.6 million, with an Adjusted EBITDA margin of 41.4% (of Net Revenue). The decline in Adjusted EBITDA margin year-on-year (-4.7pp) reflects mix effects owing to the Camelot Acquisitions.

Excluding the Camelot Acquisitions, Adjusted EBITDA increased 12%, leading to an Adjusted EBITDA margin increase of 2.3pp, reflecting good performance in our existing geographies and a strong contribution from equity method investees.

For the reconciliation between Operating and Adjusted EBITDA, see 3.3.

Depreciation and amortisation

Depreciation and amortisation increased by €161.3 million, or 76%, to €374.5 million, driven by the Camelot Acquisitions.

Impairment of non-financial assets

Impairment of non-financial assets was €21.7 million, primarily driven by the revaluation of a building reported as an investment property in our Czech Republic segment, which resulted in an impairment of €10.8 million.

Other gains and losses

Other gains and losses of positive €5.6 million primarily comprises a gain from the revaluation of non-derivative financial instruments accounted at fair value of €6.0 million.

Profit from operating activities

Profit from operating activities increased by €72.6 million, or 8%, to €943.6 million, as a result of the factors set out above.

Excluding the Camelot Acquisitions, profit from operating activities decreased by €57.9 million, or 7%, as a result of factors set out above.

Interest income

Interest income increased by €47.4 million to €56.1 million, reflecting higher interest rates.

Interest expense

Interest expense increased by €122.3 million, or 91%, to €256.9 million, reflecting an increase in our gross debt and higher interest rates.

Other finance income and expense

Other finance income and expense of negative €34.7 million primarily comprises foreign exchange losses and bank guarantee fees incurred in relation to our bid to operate the UK National Lottery.

Profit before tax

Profit before tax decreased by €8.0 million, or 1%, to €708.1 million, as a result of the factors set out above.

Excluding the Camelot Acquisitions, Profit before tax decreased by €15.8 million, or 2%, as a result of the factors set out above.

Income tax expense

Income tax expense increased by €43.3 million, or 30%, reflecting an increase of non-deductible expenses and an unrecognised deferred tax asset relating to tax losses in the current period.

Excluding the Camelot Acquisitions, Income tax expense increased by €34.8 million, or 24%, driven by the factors mentioned above.

Management discussion and analysis continued

Profit after tax
Profit after tax decreased by €51.3 million, or 9%, to €519.9 million, as a result of the factors set out above.

Excluding the Camelot Acquisitions, Profit after tax decreased by €50.6 million, or 9%, as a result of the factors set out above.

2.1 Austria – Segment summary

			Change	
	2023	2022	abs	%
Revenue from gaming activities (GGR)	1,482.8	1,419.2	63.6	4%
Revenue from non-gaming activities	56.1	53.1	3.0	6%
Total Revenue	**1,538.9**	**1,472.3**	**66.6**	**5%**
Gaming taxes and Good Cause contributions	(710.5)	(694.4)	(16.1)	2%
Net Revenue	**828.4**	**777.9**	**50.5**	**6%**
of which: Net gaming revenue (NGR)	*772.3*	*724.8*	*47.5*	*7%*
Other operating income	24.6	22.4	2.2	10%
Agents' commissions	(95.0)	(96.8)	1.8	(2)%
Materials, consumables and services	(108.4)	(95.1)	(13.3)	14%
Marketing services	(85.3)	(80.6)	(4.7)	6%
Personnel expenses	(247.3)	(239.0)	(8.3)	3%
Other operating expenses	(45.7)	(30.7)	(15.0)	49%
Share of profit of equity method investees	6.9	8.2	(1.3)	(16)%
Operating EBITDA	**278.2**	**266.3**	**11.9**	**4%**
Adjustments to EBITDA (see 3.3)	5.7	(5.2)		
Adjusted EBITDA	**283.9**	**261.1**	**22.8**	**9%**
Adjusted EBITDA margin %	*34.3%*	*33.6%*	*n/m*	
Other selected metrics:				
Interest expense	(12.1)	(7.8)	(4.3)	55%
Current tax expense	(56.1)	(35.6)	(20.5)	58%
CAPEX	27.5	20.2	7.3	36%
Adjusted Free Cash Flow	**256.4**	**240.9**	**15.5**	**6%**

The Austria segment achieved good growth in 2023, driven by strong performance in iGaming and VLTs and Casinos, which offset somewhat weaker performance in Numerical Lotteries, reflecting the unfavourable jackpot cycles in EuroMillions.

Total Revenue increased by 5%, to €1,538.9 million.

Adjusted EBITDA increased 9% year-on-year, to €283.9 million, with an Adjusted EBITDA margin of 34.3% broadly in line with 33.6% in the prior year.

			Change	
Revenue from gaming activities (GGR) by product	2023	2022	abs	%
Numerical Lotteries	589.0	607.6	(18.6)	(3)%
Instant Lotteries	93.5	92.8	0.7	1%
Sports Betting	19.4	19.9	(0.5)	(3)%
iGaming	213.2	182.4	30.8	17%
VLTs and Casinos	567.7	516.5	51.2	10%
Total Revenue from gaming activities (GGR)	**1,482.8**	**1,419.2**	**63.6**	**4%**

			Change	
Online Revenue from gaming activities (GGR) by product	2023	2022	abs	%
Numerical Lotteries	82.9	78.1	4.8	6%
Instant Lotteries	8.6	6.1	2.5	41%
Sports Betting	8.1	6.9	1.2	17%
iGaming	213.2	182.4	30.8	17%
VLTs and Casinos	–	–	–	n/a
Total online Revenue from gaming activities (GGR)	**312.8**	**273.5**	**39.3**	**14%**
Share of Online Revenue from gaming activities (GGR)	21%	19%	2 p.p.	
Share of Online-eligible Revenue from gaming activities (GGR)	34%	30%	4 p.p.	

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Management discussion and analysis continued

2.2 Czech Republic – Segment summary

	2023	2022	Change abs	Change %
Revenue from gaming activities (GGR)	500.7	453.1	47.6	11%
Revenue from non-gaming activities	18.6	18.1	0.5	3%
Total Revenue	**519.3**	**471.2**	**48.1**	**10%**
Gaming taxes and Good Cause contributions	(173.5)	(156.8)	(16.7)	11%
Net Revenue	**345.8**	**314.4**	**31.4**	**10%**
of which: Net gaming revenue (NGR)	327.2	296.3	30.9	10%
Other operating income	3.6	1.9	1.7	89%
Agents' commissions	(50.4)	(43.9)	(6.5)	15%
Materials, consumables and services	(83.2)	(72.8)	(10.4)	14%
Marketing services	(51.8)	(48.8)	(3.0)	6%
Personnel expenses	(29.2)	(26.4)	(2.8)	11%
Other operating expenses	(3.0)	(4.0)	1.0	(25)%
Share of profit of equity method investees	–	–	–	n/a
Operating EBITDA	**131.8**	**120.4**	**11.4**	**9%**
Adjustments to EBITDA (see 3.3)	(6.4)	–		
Adjusted EBITDA	**125.4**	**120.4**	**5.0**	**4%**
Adjusted EBITDA margin %	36.3%	38.3%	(2) p.p.	
Other selected metrics:				
Interest expense	(2.0)	(20.8)	18.8	(90.4)%
Current tax expense	(16.5)	(18.5)	2.0	(10.8)%
CAPEX	6.7	11.9	(5.2)	(44)%
Adjusted Free Cash Flow	**118.7**	**108.5**	**10.2**	**9.4%**

The Czech Republic segment delivered double-digit top line growth in 2023, driven by strong growth across all major product lines and in Instant Lotteries and iGaming, in particular.

Total Revenue increased 10% year-on-year, to €519.3 million, equivalent to an increase of 8% on a constant currency basis.

Adjusted EBITDA growth was slightly slower, at 4% year-on-year, leading to Adjusted EBITDA of €125.4 million. There was also some negative impact on the Adjusted EBITDA margin development from the one-off impact of a change in accounting methodology relating to the calculation of gaming taxes. Adjusted EBITDA was reduced by the amount of the impact, however, no similar adjustment was made to Net Revenue.

Revenue from gaming activities (GGR) by product	2023	2022	Change abs	Change %
Numerical Lotteries	243.9	229.9	14.0	6%
Instant Lotteries	93.1	82.0	11.1	14%
Sports Betting	8.6	12.0	(3.4)	(28)%
iGaming	155.1	129.2	25.9	20%
VLTs and Casinos	–	–	–	n/a
Total Revenue from gaming activities (GGR)	**500.7**	**453.1**	**47.6**	**11%**

Online Revenue from gaming activities (GGR) by product	2023	2022	Change abs	Change %
Numerical Lotteries	66.3	56.2	10.1	18%
Instant Lotteries	–	–	–	n/a
Sports Betting	8.6	12.0	(3.4)	(28)%
iGaming	155.1	129.2	25.9	20%
VLTs and Casinos	–	–	–	n/a
Total online Revenue from gaming activities (GGR)	**230.0**	**197.4**	**32.6**	**16.5%**
Share of Online Revenue from gaming activities (GGR)	46%	44%	2 p.p.	
Share of Online-eligible Revenue from gaming activities (GGR)	46%	44%	2 p.p.	

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Management discussion and analysis continued

2.3 Greece and Cyprus – Segment summary

	2023	2022	Change abs	Change %
Revenue from gaming activities (GGR)	2,087.8	1,939.0	148.8	8%
Revenue from non-gaming activities	101.3	105.7	(4.4)	(4)%
Total Revenue	**2,189.1**	**2,044.7**	**144.4**	**7%**
Gaming taxes and Good Cause contributions	(651.9)	(605.6)	(46.3)	8%
Net Revenue	**1,537.2**	**1,439.1**	**98.1**	**7%**
of which: Net gaming revenue (NGR)	*1,435.9*	*1,333.4*	*102.5*	*8%*
Other operating income	254.1	238.6	15.5	6%
Agents' commissions	(407.3)	(383.0)	(24.3)	6%
Materials, consumables and services	(385.2)	(363.5)	(21.7)	6%
Marketing services	(123.4)	(111.7)	(11.7)	10%
Personnel expenses	(92.7)	(85.5)	(7.2)	8%
Other operating expenses	(52.4)	(23.3)	(29.1)	125%
Share of profit of equity method investees	–	14.8	(14.8)	(100)%
Operating EBITDA	**730.3**	**725.5**	**4.8**	**1%**
Adjustments to EBITDA (see 3.3)	11.8	4.6		
Adjusted EBITDA	**742.1**	**730.1**	**12.0**	**2%**
Adjusted EBITDA margin %	48.3%	50.7%	(2) p.p.	
Other selected metrics:				
Interest expense	(24.4)	(31.1)	6.7	(22)%
Current tax expense	(136.6)	(120.7)	(15.9)	13%
CAPEX	31.0	20.1	10.9	54%
Adjusted Free Cash Flow	**711.1**	**710.0**	**1.1**	**n/m**

The Greece and Cyprus segment achieved strong top line growth in 2023, with growth in all product lines supported by enhancements to the customer proposition and continued strong performance in iGaming. This was achieved despite the headwind from industry-wide customer-friendly sports betting results in Q3.

Total Revenue increased 7% year-on-year, to €2,189.1 million.

Adjusted EBITDA growth was lower, at 2% year-on-year, leading to Adjusted EBITDA of €742.1 million, owing to higher OPEX to support new product initiatives as well as the contribution of equity method investee Kaizen Gaming Limited to the Greece and Cyprus result in the prior year only.

Revenue from gaming activities (GGR) by product	2023	2022	Change abs	Change %
Numerical Lotteries	730.0	709.5	20.5	3%
Instant Lotteries	115.9	107.9	8.0	7%
Sports Betting	645.5	603.7	41.8	7%
iGaming	251.8	199.5	52.3	26%
VLTs and Casinos	344.6	318.4	26.2	8%
Total Revenue from gaming activities (GGR)	**2,087.8**	**1,939.0**	**148.8**	**8%**

Online Revenue from gaming activities (GGR) by product	2023	2022	Change abs	Change %
Numerical Lotteries	24.3	17.2	7.1	41%
Instant Lotteries	–	–	–	n/a
Sports Betting	254.5	233.0	21.5	9%
iGaming	251.8	199.5	52.3	26%
VLTs and Casinos	–	–	–	n/a
Total online Revenue from gaming activities (GGR)	**530.6**	**449.7**	**80.9**	**18.0%**
Share of Online Revenue from gaming activities (GGR)	25%	23%	2 p.p.	
Share of Online-eligible Revenue from gaming activities (GGR)	30%	28%	2 p.p.	

Management discussion and analysis continued

2.4 United Kingdom – Segment summary[1]

	2023	2022[1]	Change abs[1]	Change %[1]
Revenue from gaming activities (GGR)	3,929.7	4,090.9	(161.2)	(4)%
Revenue from non-gaming activities	–	–	–	n/a
Total Revenue	**3,929.7**	**4,090.9**	**(161.2)**	**(4)%**
Gaming taxes and Good Cause contributions	(3,116.3)	(3,256.7)	140.4	(4)%
Net Revenue	**813.4**	**834.2**	**(20.8)**	**(2)%**
of which: Net gaming revenue (NGR)	*813.4*	*834.2*	*(20.8)*	*(2)%*
Other operating income	14.1	9.5	4.6	48%
Agents' commissions	(286.0)	(298.6)	12.6	(4)%
Materials, consumables and services	(164.3)	(168.0)	3.7	(2)%
Marketing services	(103.0)	(99.2)	(3.8)	4%
Personnel expenses	(101.1)	(94.4)	(6.7)	7%
Other operating expenses	(9.5)	(10.4)	0.9	(9)%
Share of profit of equity method investees	–	–	–	n/a
Operating EBITDA	**163.6**	**173.1**	**(9.5)**	**(5)%**
Adjustments to EBITDA (see 3.3)	17.8	17.4		
Adjusted EBITDA	**181.4**	**190.5**	**(9.1)**	**(5)%**
Adjusted EBITDA margin %	*22.3%*	*22.8%*	*n/m*	
Other selected metrics:				
Interest expense	(1.7)	(2.2)	0.5	(23)%
Current tax expense	(29.9)	(19.5)	(10.4)	53%
CAPEX	8.5	10.2	(1.7)	(17)%
Adjusted Free Cash Flow	**172.9**	**180.3**	**(7.4)**	**(4)%**

1 The United Kingdom segment is consolidated only from February 2023; however, the results for FY 2023 are presented for the whole period for comparability. Revenue in the comparative period is not fully comparable due to the effects of accounting policies changes after the consolidation (restatement of comparative figures was not feasible). In addition, FY 2023 includes 53 weeks in the United Kingdom segment. Growth rates on a comparable presentation basis adjust for these effects.

In 2023, the United Kingdom segment comprises the operations of Camelot UK, which operated The National Lottery during the period, under a licence that ran until 31 January 2024.

The next licence, which started on 1 February 2024, is operated by the Company's subsidiary Allwyn UK. Activities relating to Allwyn UK are reported as part of Corporate and other to 31 December 2023, but will be included in the United Kingdom segment from 1 January 2024. Prior to the licence start date, these amounts primarily consist of costs related to preparations for the transition to the new licence.

In 2023, Total Revenue was lower year-on-year, largely due to a weaker development in Numerical Lotteries, reflecting the impact of the aforementioned unfavourable jackpot cycles in EuroMillions, which was only partially offset by a strong performance in Lotto, the largest national jackpot game. Performance in the UK also reflected limited product and channel developments towards the end of the previous licence.

Total Revenue decreased by 4% year-on-year on a constant currency and comparable presentation[2] basis.

Adjusted EBITDA delivery was solid, with a margin of 22.3%, broadly in line year-on-year.

Revenue from gaming activities (GGR) by product	2023	2022	Change abs	Change %
Numerical Lotteries	2,749.6	2,874.1	(124.5)	(4)%
Instant Lotteries	1,180.1	1,216.8	(36.7)	(3)%
Sports Betting	–	–	–	n/a
iGaming	–	–	–	n/a
VLTs and Casinos	–	–	–	n/a
Total Revenue from gaming activities (GGR)	**3,929.7**	**4,090.9**	**(161.2)**	**(4)%**

Online Revenue from gaming activities (GGR) by product	2023	2022	Change abs	Change %
Numerical Lotteries	1,507.4	1,549.9	(42.5)	(3)%
Instant Lotteries	346.0	365.8	(19.8)	(5)%
Sports Betting	–	–	–	n/a
iGaming	–	–	–	n/a
VLTs and Casinos	–	–	–	n/a
Total online Revenue from gaming activities GGR	**1,853.4**	**1,915.7**	**(62.3)**	**(3)%**
Share of Online Revenue from gaming activities (GGR)	47%	47%	n/m	
Share of Online-eligible Revenue from gaming activities (GGR)	47%	47%	n/m	

2 Based on management accounts.

Management discussion and analysis continued

2.5 Allwyn LS Group – Summary[1]

			Change	
	2023	2022	abs	%
Total Revenue	**190.7**	**183.2**	**7.5**	**4%**
Other operating income	0.5	0.2	0.3	150%
Materials, consumables and services	(93.6)	(89.8)	(3.8)	4%
Marketing services	(32.7)	(27.5)	(5.2)	19%
Personnel expenses	(36.2)	(35.8)	(0.4)	1%
Other operating expenses	(1.6)	(2.0)	0.4	(20)%
Operating EBITDA	**27.1**	**28.3**	**(1.2)**	**(4)%**
Adjustments to EBITDA (see 3.3)	1.1	1.7		
Adjusted EBITDA	**28.2**	**30.0**	**(1.8)**	**(6)%**
Adjusted EBITDA margin %	14.8%	16.4%	(2) p.p.	
Other selected metrics:				
Interest expense	1.0	(0.9)	1.9	(211)%
Current tax expense	(10.4)	(2.2)	(8.2)	373%
CAPEX	2.8	5.0	(2.2)	(44)%
Adjusted Free Cash Flow	**25.4**	**25.0**	**0.4**	**2%**

1 Allwyn LS Group is consolidated only from March 2023; however, the results are presented for the whole year for comparability; the results from the prior periods are presented for reference only.

Allwyn LS Group generates revenue from private management services, relating to operation of the state lottery in Illinois under a private management agreement. Revenues in Illinois consist of a management fee, an operating allowance and an incentive fee. The management fee and operating allowance are intended to recover operating costs and are recognised as these costs occur. The incentive fee is variable and is based on the performance of the Illinois lottery, evaluated against business plan targets. Allwyn LS Group also generates revenue from the provision of gaming technology solutions and content to Group entities and third-party customers.

In 2023, Total Revenue increased 4% year-on-year, to €190.7 million, primarily reflecting higher operating cost recharges, which more than offset slightly lower technology and content revenue.

Adjusted EBITDA declined 6% year-on-year, to €28.2 million, owing to a slightly lower result in technology and content, while incentive fees relating to the Illinois state lottery were stable year-on-year, reflecting a strong performance in both 2023 and the prior year.

2.6 Italy – Significant equity method investee

			Change	
	2023	2022	abs	%
Gross gaming revenue (GGR)[1]	2,299.0	2,246.0	53.0	2%
Revenues from contracts with customers	477.0	458.6	18.4	4%
Operating EBITDA	386.0	373.3	12.7	3%
Adjusted EBITDA	386.0	373.3	12.7	3%
Adjusted EBITDA margin	*80.9%*	*81.4%*	*n/m*	
Group's share of total comprehensive income	**66.6**	**63.4**	**3.2**	**5%**

1 Amount wagered less payout is used as a proxy for Revenue from gaming activities (GGR) for Lottoltalia; Lottoltalia's revenue consists of revenue from contract with customers, calculated as 6% of the amount wagered.

Italy delivered a solid performance in the year, with Total Revenue increasing by 2%, to €2,299.0 million, and Adjusted EBITDA of €386.0 million, 3% higher year-on-year. The Adjusted EBITDA margin was broadly in line with the prior year, at 80.9%.

3 Consolidated statement of cash flows

Consolidated statement of cash flows	2023	2022
Operating result before changes in working capital	1,121.6	1,004.5
Cash generated from (+)/used in (-) operations	1,355.2	1,117.0
Net cash generated from (+)/used in (-) operating activities	915.0	828.2
Net cash generated from (+)/used in (-) investing activities	(360.4)	(135.3)
Net cash generated from (+)/used in (-) financing activities	47.3	(763.5)

Cash generated from (+)/used in (-) operations
Cash generated from (+)/used in (-) operations increased by €238.2 million, to €1,355.2 million. The increase was primarily driven by the increase in Operating EBITDA and favourable working capital.

Net cash generated from (+)/used in (-) operating activities
Net cash generated from (+)/used in (-) operating activities increased by €86.8 million, to €915.0 million, with the increase in cash generated from (+)/used in (-) operations being partially by higher income tax payments and interest paid.

Net cash generated from (+)/used in (-) investing activities
Net cash generated from (+) / used in (-) investing activities of €360.4 million primarily comprises capital expenditures of €102.1 million, a net cash outflow related to the acquisitions of Camelot UK and Allwyn LS Group of €65.7 million, and a cash outflow related to loans provided of €445.7 million, which were part offset by distributions received from equity method investees of €143.0 million and proceeds from the disposal of financial investments of €96.2 million.

Management discussion and analysis continued

Net cash generated from (+)/used in (-) financing activities
Net cash generated from (+)/used in (-) financing activities of €47.3 million primarily comprises proceeds from new loans and borrowings of €2,192.7 million, which was part offset by repayments of loans and borrowings of €1,011.6 million, a dividend paid to the parent company of €600.0 million, and dividends and distributions paid to non-controlling shareholders of subsidiaries of €457.3 million.

3.1 Net debt

The following table summarises Net debt as of 31 December 2023.

Net debt as of 31 December 2023	Cash and cash equivalents	Loans and borrowings	Net debt	Lease liabilities	Net debt + leases
Austria	599.6	54.6	(545.0)	56.1	(488.9)
Czech Republic	75.0	–	(75.0)	21.9	(53.1)
Greece and Cyprus	485.5	658.7	173.2	26.0	199.2
United Kingdom	310.1	–	(310.1)	2.3	(307.8)
Allwyn LS Group	56.4	–	(56.4)	4.3	(52.1)
Corporate*	284.7	3,420.5	3,135.8	12.9	3,148.7
Total consolidated	**1,811.3**	**4,133.8**	**2,322.5**	**123.5**	**2,446.0**
Italy – as significant equity method investee	256.3	–	(256.3)	0.2	(256.1)

* In this table Allwyn means financing on the level of Allwyn International a.s. or its financing subsidiaries.

In addition to the cash and cash equivalents in the table above, our Austria segment has €202.3 million of investments in liquid assets (primarily money-market investments), of which €27.1 million is classified as current and €175.2 million as non-current.

Allwyn's revolving credit facility of €300 million, OPAP's revolving credit facilities of €210 million in the Greece and Cyprus segment, CASAG's revolving credit facility of €50 million in the Austria segment and Allwyn UK's revolving credit facility of £60 million were all entirely undrawn as of 31 December 2023.

Management discussion and analysis continued

Summary of debt instruments and changes during the year

		Principal amounts (in EUR equivalents)					
Loans and borrowings	Ref	31/12/2022	Drawings	Repayments	Change in RCF*	Other (FX)	**31/12/2023**
Allwyn syndicated bank loan	(a)	600.0	494.5	–	(20.0)	0.4	1,074.9
EUR 290m amortising term loans due 2027		*290.0*	–	–	–	–	290.0
EUR 152m amortising term loans due 2027	(a)	–	*66.3*	–	–	–	66.3
EUR 290m bullet term loans due 2028		*290.0*	–	–	–	–	290.0
EUR 152m bullet loans due 2028	(a)	–	*66.3*	–	–	–	66.3
EUR 335m accordion facilities due 2029	(a)	–	*335.0*	–	–	–	335.0
Term Loan under GBP 380m multi-purpose facility due 2027	(b)	–	*26.9*	–	–	*0.4*	27.3
EUR 300m revolving credit facility		*20.0*	–	–	*(20.0)*	–	–
Allwyn EUR 400m FRN* due 2028		400.0	–	–	–	–	400.0
Allwyn EUR 665m 7.250% SSN due 2030	(c)	–	665.0	–	–	–	665.0
Allwyn USD 700m 7.875% SSN 2029	(c)	–	637.6	–	–	(4.0)	633.6
Allwyn CZK 6bn 5.200% SSN due 2024	(d)	248.8	–	(129.5)	–	(0.6)	118.7
Allwyn EUR 500m 3.875% SSN due 2027		500.0	–	–	–	–	500.0
Allwyn EUR 300m 4.125% SSN due 2024	(e)	300.0	–	(300.0)	–	–	–
Allwyn Corporate total		**2,048.8**	**1,797.1**	**(429.5)**	**(20.0)**	**(4.2)**	**3,392.2**
OPAP EUR 200m 2.1% retail bond due 2027		200.0	–	–	–	–	200.0
OPAP EUR 250m fixed rate bank loan due 2023	(f)	250.0	–	(250.0)	–	–	–
OPAP EUR 250m fixed rate bank loan due 2026	(f)	–	250.0	–	–	–	250.0
OPAP EUR100m floating rate bank loan due 2024		100.0	–	(100.0)	–	–	–
OPAP EUR 200m fixed rate bank loan due 2027		200.0	–	(30.0)	–	–	170.0
Hellenic Lotteries EUR 50m floating rate loan due 2024		40.0	–	–	–	–	40.0
Greece and Cyprus total		**790.0**	**250.0**	**(380.0)**	**–**	**–**	**660.0**
CASAG syndicated bank loan due 2026		75.0	–	(21.4)	–	–	53.6
Austria total		**75.0**	**–**	**(21.4)**	**–**	**–**	**53.6**
Total principal amount		**2,913.8**	**2,047.1**	**(830.9)**	**(20.0)**	**(4.2)**	**4,105.8**
Reconciliation to book values:							
Other loans and borrowings		2.1	–	(0.7)	–	–	1.4
Difference to book value		(12.5)					26.6
Total book value		**2,903.4**					**4,133.8**

* Floating rate note

Management discussion and analysis continued

(a) See 1.3 Financing – Syndicated bank loan, above.
(b) During the year, £23.7 million (approximately €27.3 million as of 31 December 2023) of term loans were drawn and £232.6 million (€267.6 million equivalent) of guarantees were issued under a £380.0 million (approximately €437.2 million as of 31 December 2023) multi-purpose facility available under the syndicated bank loan. The proceeds were used to finance Allwyn UK, which was preparing to start the operation of The National Lottery in the United Kingdom under the next licence, which took place in February 2024.
(c) See 1.3 Financing – €1.3 billion bond issuance, above.
(d) See 1.3 Financing – Partial repayment of Czech bonds, above.
(e) See 1.3 Financing – Redemption of senior secured notes due 2024, above.
(f) In March 2023, OPAP fully repaid a fixed rate bank loan of €250 million due 2023 and drew a €250 million fixed rate bank loan due 2026.

3.2 Dividends, shareholder distributions and intragroup interest payments paid by Group Companies

The table below sets out the aggregate amount of dividends, distributions of share capital, and interest paid on and amortisation payments under intragroup loans by the entities below in the periods indicated.

	2023	2022
100 % basis		
Austrian Lotteries	113.9	119.5
CASAG	130.0	45.0
SAZKA	87.4	84.4
OPAP	784.0	599.0
Camelot UK	103.8	–
Lottoltalia	288.4	321.1
KGL	81.0	–
Net to our economic interest as of 31 December 2023	**800.6**	**530.7**
of which cash	*728.4*	*426.8*
of which OPAP scrip dividend	*72.3*	*103.9*
Net to our economic interest at the end of the period	**800.6**	**527.0**
of which cash	*728.4*	*423.1*
of which OPAP scrip dividend	*72.3*	*103.9*

3.3 Reconciliation of non-IFRS measures

Reconciliation from Operating EBITDA to Adjusted EBITDA

Adjustments to EBITDA for the period – 100% basis	Q4 2023	Q4 2022	FY 2023	FY 2022
Austria adjustments				
Argentina arbitration gain[1]	0.1	1.1	(2.3)	(5.6)
COVID subsidies[2]	8.0	–	8.0	–
Other	–	–	–	0.4
Austria adjustments total	**8.1**	**1.1**	**5.7**	**(5.2)**
Czech Republic adjustments				
One-off contract income[3]	–	–	(1.2)	–
Change in accounting principles[4]	–	–	(5.2)	–
Czech Republic adjustments total	**–**	**–**	**(6.4)**	**–**
Greece and Cyprus adjustments				
Litigation provisions and fines[5]	(0.9)	0.4	25.2	1.0
COVID-19 related extraordinary costs[6]	–	0.4	–	4.4
Derecognition of lease[7]	(12.9)	–	(12.9)	–
Other	(0.5)	–	(0.5)	(0.8)
Greece and Cyprus adjustments total	**(14.3)**	**0.8**	**11.8**	**4.6**
United Kingdom adjustments				
Expenses related to licence bid and transaction costs[8]	0.3	2.8	6.6	19.9
Restructuring[9]	–	0.2	3.7	1.0
Change in accounting principles[10]	–	–	7.5	–
Litigation settlement income[11]	–	–	–	(3.5)
United Kingdom adjustments total	**0.3**	**3.0**	**17.8**	**17.4**
Allwyn LS Group adjustments				
Preference dividend income[12]	(5.1)	1.7	(5.1)	1.7
Transaction costs[13]	–	–	6.2	–
Allwyn LS Group total	**(5.1)**	**1.7**	**1.1**	**1.7**
Italy adjustments total	**–**	**–**	**–**	**–**

Management discussion and analysis continued

Adjustments to EBITDA for the period – 100% basis	Q4 2023	Q4 2022	FY 2023	FY 2022
Corporate adjustments				
The National Lottery transition costs[14]	62.7	11.3	142.2	21.3
Business development and financing[15]	–	7.3	–	14.4
Corporate adjustments total	**62.7**	**18.6**	**142.2**	**35.7**

1 Represents a gain from the recognition of the fair value of an award from arbitration against the Government of Argentina in connection with the revocation of a concession in 2013 (see Note 7 to the consolidated financial statements for the year ended December 31, 2023).
2 Represents adjustment related to previously recognised COVID subsidies receivables.
3 Represents a one-off contractual penalty from a gaming system provider.
4 Represents one-off non-cash impact of a change in the accounting methodology related to the calculation of gaming taxes.
5 Represents non-cash changes in litigation provisions and a fine issued by the Hellenic Competition Commission in September 2023 (see 2 and Note 11 to the consolidated financial statements for the year ended December 31, 2023).
6 Represents certain one-off expenses related to COVID-19 restrictions (including write-offs of agents' receivables and special support to agents, which represented a form of direct and indirect financial support to company's network of agents during COVID-19 related restrictions).
7 Represents income from termination of the lease for Markopoulo park (Greece horseracing venue) (see Note 25 to the consolidated financial statements for the year ended December 31, 2023)..
8 Represents expenses related to Camelot UK's bid to operate the next UK National Lottery licence and expenses related to Group's acquisition of Camelot UK.
9 Represents personnel restructuring costs.
10 Represents impact of a change in the accounting methodology related to the calculation of lottery and other duties.
11 Represents one-off income from settlement of historical litigation.
12 Represents adjustments relating to allowances for expected recoverability of preference dividends receivable (in 2022, an expected credit loss allowance was recognised against amounts receivable for the year, in 2023 all amounts were received and previously recognised allowances were reversed).
13 Represents expenses related to the Group's acquisition of Allwyn LS Group.
14 Represents transition costs incurred in relation to Allwyn UK's operation of the UK National Lottery from 1 February 2024. A substantial majority of these costs are expected to be recoverable over the 10 year period of the licence.
15 Represents costs associated with inorganic business development and financing projects.

Further information

For further information on the Group's liquidity and capital resources and a discussion of material commitments and contingencies and critical accounting policies, please see Notes to the consolidated financial statements. Liquidity is described in the consolidated statement of financial position, in Note 21 "Cash and cash equivalents" and capital resources are described in Note 24 "Loans and borrowings" and in 3.1 Net debt. Material commitments and contingencies are described in Note 31 "Contingencies", Note 24 "Loans and borrowings" and consolidated statement of financial position, line "Lease liabilities" and in 3.1 Net debt. Material accounting policies are set out in relevant chapters and significant changes in accounting policies are described in Note 2.5 "Significant changes in accounting policies". Significant accounting estimates and judgments are described in Note 3 "Significant estimates and judgements".

Pro rata financial information is available in the Investor Relations section of the Group's website.

From time to time, subject to market conditions, the Company (directly or through a subsidiary) may engage in bond repurchase transactions in the open market or in privately negotiated transactions. From time to time, subject to market conditions, the Company (directly or through a subsidiary) may acquire shares of OPAP in the open market or in privately negotiated transactions. The Company regularly evaluates its financing and other strategic options on an opportunistic basis taking into account prevailing market conditions, which may include potential private funding and public capital markets transactions at any time. Use of proceeds for such transactions may include, among other things, acquisitions, increases of stakes in our existing businesses, efinancing of upcoming maturities, repayment of revolving credit facilities and dividends or other distributions to shareholders.

Definitions

In this document:

"Austrian Lotteries"	refers to Österreichische Lotterien Gesellschaft m.b.H. and its subsidiaries
"Allwyn LS Group"	refers together to Allwyn North America Inc. and its subsidiaries, and Allwyn Lottery Solutions Limited (formerly Camelot Global Lottery Solutions Limited) and its subsidiaries
"Allwyn UK"	refers to Allwyn Entertainment Ltd
"KGL"	refers to Kaizen Gaming International Limited
"Camelot UK"	refers to Camelot UK Lotteries Limited
"CASAG"	refers to Casinos Austria AG and its subsidiaries
"GGR"	refers to Revenue from gaming activities (GGR)
"Lottoltalia"	refers to LOTTOITALIA S.r.l.
"NGR"	refers to Net gaming revenue
Online-eligible Revenue from gaming activities (GGR)	refers to GGR from Numerical Lotteries, Instant Lotteries, Sports Betting and iGaming (i.e. games which can potentially be operated online)
"OPAP"	refers to OPAP S.A. and its subsidiaries
"SAZKA"	refers to SAZKA a.s.
"Stoixman"	refers to Stoiximan Ltd
"VLT"	refers to video lottery terminal

Alternative performance measures ("APMs")

This document contains certain unaudited financial and operating measures that are not defined or recognized under IFRS that we use to assess the performance of our business. For example, in this document, we present non-IFRS financial measures such as Net Revenue, Net Gaming Revenue (NGR), Operating EBITDA, Adjusted EBITDA, Adjusted EBITDA margin, CAPEX, Adjusted Free cash flow, Net debt and Net debt (including leases), which we use to, among other things, evaluate the performance of our operations, develop budgets, and measure our performance against those budgets.

Management discussion and analysis continued

We define:

- Net Revenue as "Total Revenue" less "Gaming taxes and Good Cause contributions";
- Net gaming revenue (NGR) as Revenue from gaming activities (GGR) less "Gaming taxes and Good Cause contributions", which also equals "Net Revenue" less "Revenue from non-gaming activities";
- Operating EBITDA as "profit before tax from continuing obligations" before "finance cost, net," "depreciation and amortization," "impairment of tangible and intangible assets including goodwill," "restructuring costs," "gain from remeasurement of previously held interest in equity method investee" and "other gains and losses";
- Adjusted EBITDA as Operating EBITDA adjusted, as our management deems relevant, for significant one-off items, non operating items and business development costs;
- Adjusted EBITDA margin as "Adjusted EBITDA" divided by "Net Revenue";
- CAPEX as additions to tangible and intangible assets reduced by the changes in liabilities arising from the acquisition, i.e. on cash basis;
- Adjusted Free cash flow as "Adjusted EBITDA" less "CAPEX";
- Net debt as "External loans and borrowings" less "Cash and cash equivalents"; and,
- Net debt (including leases) as "External loans and borrowings" less "Cash and cash equivalents" plus "Lease liabilities".

As there are no generally accepted accounting principles governing the calculation of non-IFRS financial and operating measures, other companies may calculate such measures differently or may use such measures for different purposes than we do, and therefore you should exercise caution in comparing these measures as reported by us to such measures or other similar measures as reported by other companies. An investor should not consider these non-IFRS measures (a) as a substitute for operating results (as determined in accordance with IFRS) or as a measure of our operating performance, (b) as a substitute for cash flow from or used in operating, investing and financing activities (as determined in accordance with IFRS) or as a measure of our ability to meet cash needs or (c) as a substitute for any other measure of performance under IFRS. These measures may not be indicative of our historical operating results or financial condition, nor are such measures meant to be predictive of our future results or financial condition. Even though the non IFRS financial measures are used by management to assess our financial position, financial results and liquidity and these types of measures are commonly used by investors, they have important limitations as analytical tools, and you should not consider them in isolation or as substitutes for analysis of our financial position or results of operations as reported under IFRS.

Comparability of information
All financial information is presented on comparable basis, including effects of any restatements or changes in presentation described in the latest annual accounts on the currently presented comparative period.

Forward-looking statements
This Report contains "forward-looking statements" within the meaning of the securities laws of certain jurisdictions. In some cases, these forward-looking statements can be identified by the use of forward-looking terminology, including the words "believes," "estimates," "anticipates," "expects," "intends," "may," "will," "plans," "continue," "ongoing," "potential," "predict," "project," "target," "seek" or "should" or in each case, their negative or other variations or comparable terminology or by discussions of strategies, plans, objectives, targets, goals, future events or intentions. These forward-looking statements include all matters that are not historical facts. They appear in a number of places throughout this Report and include statements regarding our intentions, beliefs or current expectations concerning, among other things, results of the Group's operations, financial condition, liquidity, prospects, growth, strategies and the industry in which the Group operates.

By their nature, forward-looking statements involve known and unknown risks and uncertainties because they relate to events and depend on circumstances that may or may not occur in the future. Forward-looking statements are not guarantees of future performance. You should not place undue reliance on these forward-looking statements.

Any forward-looking statements are only made as of the date of this Report and the Group does not intend, and does not assume any obligation, to update forward-looking statements set forth in this Report.

Many factors may cause the Group's results of operations, financial condition, liquidity and the development of the industry in which it operates to differ materially from those expressed or implied by the forward-looking statements contained in this Report.

These factors include, among others:

- Regulatory risks, risk of potential loss of licences or exclusive rights to operate our business activities
- Risk associated with changes in taxation and fees for licences, tax audits and penalties
- Risks associated with changing consumer preferences, changes in technologies and brand loyalty
- Competitive risks
- Political and macroeconomic risks
- Risks associated with new acquisitions and tenders
- Risks associated with our ownership interest in certain subsidiaries and other shareholders
- Risks associated with our corporate structure
- Risks arising from dependence on agents and technology suppliers
- Technological risks
- Risks relating to customer data
- Risk of inadequate compliance procedures and policies
- Risks associated with negative perceptions and publicity about the lottery and gaming industry
- Risks associated with online gaming
- Risks from legal, administrative and arbitration proceedings
- Risks associated with our indebtedness
- Risks associated with outbreak of communicable diseases
- The impact of the war in Ukraine and the Middle East crisis
- Other financial risks

Board of Directors



Karel Komarek
Chair of the Board

Karel Komarek is the founder and chairman of the board of KKCG, one of Europe's fastest growing investment and innovation groups, which became a major shareholder of SAZKA a.s. in 2011.

Karel Komarek is an entrepreneur and philanthropist with a thirty-year track record of building successful businesses and is committed to achieving lasting, sustainable impact, both commercially and charitably. Together with his wife, Stepanka Komarkova, he co-founded the Karel Komarek Family Foundation (KKFF). KKFF focuses on community development, the sustainable transformation of urban spaces, and the support of culture and arts education. A former co-chair of the Kennedy Center International Committee on the Arts, and co-founder of the celebrated Dvořák Prague Music Festival, Karel Komarek is a proud patron of the performing arts and advocate of classical music.



Robert Chvatal
Chief Executive Officer and Member of the Board

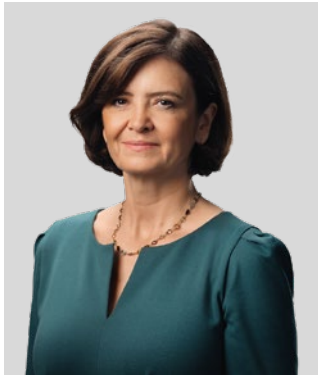
Robert Chvatal is CEO of Allwyn and is the former CEO of SAZKA a.s., having joined in 2013.

From 2014-2023, he was a member of the Executive Committee of the European Lotteries Association, serving as Vice-President during 2014-2021. In 2024, he became a member of the Executive Committee of the World Lotteries Association.

Robert previously served as CEO of T-Mobile Slovakia and T-Mobile Austria, having formerly worked at Procter & Gamble and Reckitt Benckiser.

He holds a Diplôme d'Ingénieur in Business Administration and International Relations from the Prague University of Economics.

Robert is also a member of the board of directors of individual companies within the Group, including Allwyn Entertainment Ltd and OPAP, and serves on the supervisory boards of CASAG and Austrian Lotteries.



Katarina Kohlmayer
Member of the Board

Katarina Kohlmayer has been the CFO of KKCG since joining in 2014. She oversees capital markets, M&A, accounting, and other financing activities within the KKCG Group.

Prior to joining KKCG, she served as a Managing Director with Morgan Stanley and VTB Capital, specialising in M&A transactions.

An alumna of the University of Economics in Bratislava, Katarina also holds an MBA from Harvard University.

Katarina is also a member of the board of directors of KKCG and of individual companies within the Group, including Allwyn Entertainment Ltd and OPAP, as well as serving on the supervisory boards of CASAG and Austrian Lotteries.



Pavel Saroch
Member of the Board

Pavel Saroch has been CIO of KKCG since 2010, having joined KKCG in 2008.

Prior to joining KKCG, Pavel served in management positions with securities trading firms Ballmaier & Schultz CZ and Prague Securities. From 1999 to 2001, he was a member of the board of directors of I.F.B.. In 2001, he was appointed Deputy Chairman of the Supervisory Board of ATLANTIK FT and subsequently became a member of the company's board of directors.

Pavel is an alumnus of Prague University of Economics.

Pavel is also a member of the board of directors of KKCG and of individual companies within the Group, including Allwyn Entertainment Ltd and OPAP, as well as serving on the supervisory boards of CASAG and Austrian Lotteries.

Audit Committee

The Company has established an Audit Committee in accordance with the requirements of the Act on Auditors. The competence of the Audit Committee according to the applicable legislation is:

- Monitoring the effectiveness of the internal quality control and risk management systems and monitoring the process of the preparation of financial statements and consolidated financial statements;
- Recommendations to the Supervisory Board as to the auditors that shall be appointed, assessment of their independence and the discussion of any threats to the auditor's independence, if need be, including the adoption of necessary safeguards; and,
- Submitting to the Board of Directors or the Supervisory Body recommendations to ensure the integrity of the accounting and financial reporting and annual reports on the Audit Committee's operations.

The Audit Committee generally meets on a monthly basis; in the year 2023, the Audit Committee held eleven meetings in total. In addition thereto, the Committee passed several resolutions per rollam. In 2023, the Audit Committee (i) provided reports to the Supervisory Board of the Company; (ii) supplied a report to the Public Audit Oversight Board; (iii) regularly discussed ongoing transactions of the Company or its subsidiaries in Austria, the Czech Republic, Greece, Cyprus, Italy, the United Kingdom and the United States; (iv) cooperated on the audit planning for the year2023; (v) regularly received information on the financial performance of the Company and the Group; (vi) received updates in other key areas, such as internal audit, legal, compliance and regulatory area, cyber security, tax, ESG, or risk management; (vii) considered and approved several requests for performance of non-audit services; and (viii) conducted other tasks, as necessary.

The members of the Audit Committee of the Company in the year 2023 were the following persons:

- Roland Ruprecht, independent member – since 1 May 2021 (Chair of the Audit Committee since 28 May 2021);
- Jan Hrazdira, independent member – since 15 May 2020;
- Zdenek Jurak – until 31 March 2023; and,
- Martin Koristka – since 1 April 2023.

Executive and senior management



Naida Buljugic
Chief People & Culture Officer

Naida Buljugic assumed the role of Allwyn's Chief People & Culture Officer in September 2023.

Naida has 25 years' experience in international HR management. Most recently, she was the Managing Director of Human Resources for Austrian Lotteries and CASAG.

Prior to this, Naida spent a number of years at UniCredit Group, including as Head of CEE HR & Corporate & Investment Banking and Private Banking in Vienna, and as Group Head of Executive Development and Talent Management in Milan.

Naida holds a Master's Degree of English and Arabic language from Vienna University.



Stepan Dlouhy
Chief Investment Officer

Stepan Dlouhy has served as Chief Investment Officer since 2016 and has been Investment Director at KKCG since 2013.

Earlier in his career, Stepan held positions in several financial institutions including UK private equity firms Chayton Capital, Aetheon Capital and Bank Gutmann. He has also served as Head of Infrastucture Advisory at Deloitte Consulting in Central and Eastern Europe.

Stepan holds a MSc in Finance from the University of Economics in Prague.

He is also a board member of individual companies in the group, including serving on the supervisory boards of CASAG and Austrian Lotteries.



Jonathan Handyside
Group General Counsel

Jonathan Handyside has been the Group General Counsel at Allwyn since 2022, having joined in 2020 as Senior In-House Counsel – Capital Markets.

Prior to Allwyn, Jonathan worked as counsel in the London office of international law firm Shearman & Sterling LLP, advising issuers and investment banks on cross-border equity and debt capital market transactions and listed company compliance in EMEA and North America.

Jonathan holds a JD from Georgetown University Law Center and an Hon. B.A. in International Relations from the University of Toronto – Trinity College.



Iva Horcicova
Head of Capital Markets

Iva Horcicova leads the Capital Markets function, having joined Allwyn in 2021.

Before joining Allwyn, Iva was an investment analyst at Napier Park Global Capital and, prior to that, an investment banker at ING, advising corporates and financial sponsors on structuring and execution of leveraged finance transactions.

Iva holds a Master of Laws in Finance from the Goethe University Frankfurt and a Master's in Business and Law from the Prague University of Economics and Business, and is a CFA charterholder.



Dr. Tony Khatskevich
Chief Technology Officer

Dr. Tony Khatskevich has been Chief Technology Officer since 2018.

He has more than 25 years' experience in delivering operational excellence, innovation and growth across a range of industries including online gaming, telecoms, e-commerce, cyber, analytics and financial services.

Prior to joining Allwyn, Tony served as the Executive Vice President of Global Products and Delivery for Playtech, the world's largest online gaming software supplier.

Tony received both his MSc with honours in Computer Sciences & Applied Mathematics and his Ph.D in Mathematics from Tbilisi State University, Georgia.

Executive and senior management continued



Jan Matuska
Chief Operating Officer

Jan Matuska has been the Chief Operating Officer since 2019 and is also responsible for the ESG strategy.

Before joining Allwyn, Jan worked as Principal for the global management consulting firm Kearney with a focus on strategy and operations.

Prior to working in consultancy, he worked in private equity and M&A, at Penta investments and several M&A advisory boutiques.

He holds a Master's degree in Economics from Vienna University of Economics in Business, with a focus on International Finance and Foreign Trade.

Jan also serves on the supervisory board of CASAG.



Kenneth Morton
Chief Financial Officer

Kenneth Morton has been the Chief Financial Officer since 2020. Prior to this, he was Head of Corporate Finance at KKCG, having joined in 2019.

Kenneth has spent more than two decades in various corporate finance positions and has extensive experience in capital markets and M&A.

Before joining KKCG, Kenneth worked in investment banking at Morgan Stanley and Deutsche Bank in London, Moscow and Hong Kong.

He received his Bachelor of Arts in Modern History from Oxford University.

Kenneth is also a member of the board of Allwyn Entertainment Ltd.



Antonella Pederiva
Head of Government Affairs

Antonella Pederiva joined Allwyn in2022 as Head of Government Affairs.

She is a senior public affairs/ government professional, with long-standing experience in corporate and institutional relations with the European Institutions' representatives, business and civil society organisations.

Before joining Allwyn, Antonella was the Secretary General of a large European Trade Association (CECCM) and Head of European Affairs/Executive Committee member in other organisations in the agri-food industry and farming.

Antonella has a Master's degree in languages – interpretation from Université libre de Bruxelles, Belgium.



Jan Sterba
Chief Marketing Officer

Jab Sterba has been Chief Marketing Officer since 2020. He has also served as KKCG's Marketing Officer since 2013.

Previously, Jan spent several years in senior positions at some of the world's leading consumer companies. He served as Global Brand Marketing Manager at Reckitt Benckiser in London, where he was responsible for the strategic development of global brands; prior to that, Jan also served as a marketing specialist for the local brands of Opavia/Danone.

Jan holds a Chemical Engineering degree from the University of Pardubice in the Czech Republic.



Pavel Turek
Chief Global Brand, Corporate Communications and CSR Officer

Pavel Turek has held the position of Chief Global Brand, Corporate Communications and CSR Officer for both Allwyn and KKCG since 2021. As part of this role, he is responsible for deepening Allwyn's positive impact through partnerships and CSR initiatives.

Since 2019, Pavel has also been the Managing Partner of Automobilist, a company that specializes in licensing and content creation.

He has 20 years' experience in the sports marketing industry, which includes managing the Formula 1 partnership between West and McLaren. He has also served as the Commercial Director of the Red Bull Air Race World Championship series and as the Marketing Director of SailGP.

Pavel holds a Master's degree in International Relations and Affairs from the Prague University of Economics and Business.

Risk factors

Risks and uncertainties relate to Allwyn International a.s., its subsidiaries and its equity method investees (the "Group", "Allwyn", "we", "our" or "us"). We have identified the following risks and uncertainties, the occurrence of any of which, individually or in aggregate, could have a material adverse effect on our business, prospects, results of operations and financial condition. The order in which the risks are presented does not reflect their materiality, potential impact, or probability of occurrence. Please note that the risks described below are not the only risks we face.

Regulatory risks, risk of changes to or potential loss of licences or exclusive rights to operate our business activities

The lottery and gaming industry is highly regulated. We are subject to a range of complex gaming laws and regulations. We are also subject to changes in laws and regulations affecting the market and licensing conditions, as well as to changes in the interpretation of existing laws, policies, codes of practice and conduct and other regulatory requirements or guidance.

We are required to obtain, maintain, and comply with the terms of licences and concessions in order to operate gaming businesses in each country in which we operate. This requires us to ensure the continued suitability of our operations, key personnel and shareholders, to avoid non-compliance, licence suspensions and terminations or fines. Despite our best efforts to comply with the relevant regulations and to cooperate with regulators, we may be unable to obtain, maintain and renew all necessary registrations, licences, permits and approvals or could incur fines or experience delays in the licensing process.

Many of Allwyn's licences or similar authorisations, including most of its lottery licences, grant exclusive rights to offer various lottery and gaming products. For example, this is the case for Allwyn's lottery licences in Austria, Greece and Cyprus, Italy, the United Kingdom and Illinois, United States. In general, licences are for a fixed term and will eventually expire. For example, in Italy, the exclusive licence for the operation of a lottery will expire in November 2025. In Greece, our exclusive licence for the operation of instant lotteries will expire in 2026. In Austria, our exclusive licence for lottery and iGaming expires in 2027. In Illinois, United States, the private management agreement under which we operate will expire in 2027. Upon expiration, new licences, concessions or agreements may be awarded to one or more parties through a competitive bidding process. Although we may be able to bring a legal challenge to the award of a new licence to a competitor, or the terms upon which a new licence is awarded to us, we may not always be able to obtain new licences to allow us to continue our current operations or may only be able to do so on less favourable terms. For example, the licence to operate 10 casinos in the German state of Lower Saxony, which is currently held by a subsidiary of Casinos Austria International, has been awarded to a competitor for the next licence period (2024-2039).

We also face the risk that regulatory changes may open the market to broader competition.

As a result of this regulatory backdrop, maintaining good relations with relevant governments and government bodies is important to us and any change in governments or regulators or deterioration of these relationships could have a material adverse effect on our business, results of operations and financial condition.

We also face the risk of regulatory change more broadly.

In the United Kingdom, the government has been engaged in a review of gambling regulations under the 2005 Gambling Act. While this review is not expected to have any material effect on our UK lottery operations, which are not governed by the Gambling Act 2005, the broader evolution in the regulatory environment could lead us to revise certain policies or practices.

Kaizen Gaming Limited, in which we have a minority shareholding, operates in markets where the regulatory environment is rapidly evolving, including a number of markets in Latin America that are in various stages of introducing regulation or local online gaming licensing regimes for the first time.

Brazil, for example, passed new legislation relating to online sports betting and iGaming in December 2023. Licences are expected to be issued initially in 2024, and Kaizen Gaming Limited would need to obtain such a licence. The new licensing and taxation regime will change the dynamics and economics of the Brazil market; however, at this stage there is uncertainty regarding the interpretation of multiple aspects of the new legislation.

The regulatory environment in jurisdictions in which we operate may change in the future, and any such change could have a material adverse effect on our business, results of operations, financial condition and prospects. The legal, compliance and regulatory departments of Allwyn strive to ensure compliance with all applicable rules and regulations in the relevant jurisdictions and oversee obtaining, maintaining and compliance with the relevant licences and concessions. However, if we are unable to, or fail to, comply with all applicable regulatory requirements, this could also result in a material adverse effect on our business, results of operations, financial condition, and prospects.

Risk associated with changes in taxation and fees for licences, tax audits and penalties

We are required to make payments to the countries in which we operate through fees to obtain and/or maintain licences, taxes on revenues (including VAT imposed on non-gaming products) and general corporate taxes on profits. We may be subject to increases in these taxes or the introduction of new taxes.

For example, with effect from 1 January 2024, the Czech government increased the tax rate on sports betting (from 23% to 30% of gross gaming revenue). The increased tax rate will affect the operations of the Czech Republic segment as well as Kaizen Gaming Limited, Allwyn's significant equity method investee.

The level of taxation on player winnings can also affect our activities, as it can reduce the attractiveness of the game and the amount of winnings that each player can allocate to future betting. For example, with effect from 1 January 2024, the Czech government reduced the tax exemption limits applicable to income from gaming from CZK 1 million to CZK 50,000.

We may also be subject to higher tax rates or additional fees when a licence is successfully renewed or extended.

As a result of recent adverse macroeconomic developments, many countries are under increased fiscal pressure, which may increase the probability of adverse changes in general corporate taxation or the taxation of lotteries and gaming, in particular. Such changes may be more likely to be introduced in the countries where the general corporate taxes on profits

Risk factors continued

and/or the gaming sector taxes, or cash receipts from such taxes, are at relatively lower levels. For example, considering Greece and Cyprus, under OPAP's Lottery and Gaming Concession and pursuant to Greek law, from 13 October 2020 to 12 October 2030, gaming-specific taxes payable in cash by OPAP to the Greek State under this concession amount to 5% of GGR annually, reflecting OPAP's prepayment in 2011 of tax with a value of €1.8 billion. Similarly, in February 2021, the Austrian government announced that it intends to adjust gaming taxes and levies. As of the date of this report, whether any changes may be introduced in this regard and what their impact on our operations would be are unclear.

Furthermore, in our Czech Republic segment, our subsidiary, SAZKA a.s., is part of a VAT group with related parties that are outside of the Group ("VAT Group Members"). If these related parties were to fail to pay any VAT they owe, SAZKA a.s. could be liable to pay such amounts. In 2023, the total amount of VAT paid by one VAT Group Member was €56.7 million, while two other VAT Group Members were refunded VAT of €0.8 million and €0.5 million. If the VAT group were ended for any reason, SAZKA a.s. would lose the approximately €7.4 million annual savings it currently receives from this arrangement. We may also be exposed to a Czech Republic corporate income tax liability on unrealised foreign exchange gains, which are non-cash revenues.

We are, from time to time, subject to tax audits and investigations by tax authorities. Although our tax departments aim to ensure compliance with tax regulations, the tax authorities may interpret applicable laws and rules differently or change their interpretation in ways that we have not anticipated, which may result in penalties, assessments of tax for previous periods, and interest on such amounts.

To minimise the risk of any penalties, the finance departments of Allwyn, together with our advisors, monitor developments in the taxation policy of each jurisdiction and create policies and procedures to ensure full compliance with all applicable tax regimes.

Risks associated with changing consumer preferences, changes in technologies and brand loyalty

The gaming industry is characterised by rapidly changing technology, including the increasing importance of online and mobile channels, which accelerated during the COVID-19 pandemic, as well as evolution of products offered.

We already offer a range of online products to our customers. However, we may not be successful in keeping up with the necessary technological or product advances in the future, or we may not have the financial resources needed to introduce or licence new products or services. In general, our ability to compete effectively in the online lottery and gaming industry depends on the acceptance by our customers of the products, technologies, and services we offer, as well as approval by the relevant regulators for any new technology utilised and products offered.

Our success also depends on our ability to recognise market trends and opportunities and develop appropriate strategies in response, including the introduction of new games or new ways to play existing games. The introduction of new games or the modification of existing games may require the approval of the relevant regulatory authorities. We may face regulatory conditions and restrictions that limit our ability to create new games, enter into new market segments or otherwise grow our business.

In addition, we are increasingly using artificial intelligence ("AI") for the purposes of player identification and the personalisation of the services that we offer, as well as in parts of our responsible gaming technologies. However, AI-related technology is characterised by frequent new platform and application introductions and enhancements and evolving industry standards, which may be costly or which we may fail to keep pace with. The use of new AI technology could lead to errors or problems that only become apparent after the technology is deployed and accessed by customers. Such errors or problems could harm our reputation, jeopardise our ability to protect proprietary data and have a material adverse effect on our business, results of operations and financial condition.

Our future success also depends on attracting and retaining players. In order to achieve this, we aim to maintain the value of the key brands that we own or use in our operations. Failing to maintain the high profile, positive perception and consumer recognition of our brands may prevent expansion of, or lead to losses in, our existing customer base.

Competitive risks

Allwyn competes with other forms of recreational and leisure activities and other gaming vendors, venues and channels. We face competition from a number of companies, and changes in laws and regulations as well as market liberalisation can increase the number of competitors and in turn affect Allwyn's future profitability. In particular, Allwyn faces competition from land-based and online lottery and gaming providers including other lottery operators, secondary lotteries and lottery courier services, as well as providers of sports betting, slot machines, online and physical casinos, and other types of games.

While Allwyn holds exclusive licences and concessions for some products and games, in certain markets we face intense competition for obtaining and renewing those licences and concessions.

Any inability of Allwyn to compete successfully in its respective markets could have a material adverse effect on our business, results of operations, and financial condition.

We may be negatively affected by competition from numerous types of operators present in the gaming sector, including illegal gaming operators. Illegal activities compete with regulated gaming businesses, such as those of Allwyn, for customers. Illegal online lotteries, online casinos, VLTs, slot machines, physical casinos and sports betting may deprive us of significant volumes of business. Illegal gaming structures may also be able to circumvent local taxation and regulation, thereby enabling them to offer potentially more attractive products by increasing payouts to winners and not implementing responsible gaming measures required by law and regulation.

Risks associated with new acquisitions and tenders

Any future acquisitions of companies, investments or partnerships could expose us to a number of risks or result in additional liabilities. The process of integrating businesses may be disruptive to our existing operations or the operations of the acquired businesses due to unforeseen legal, regulatory, contractual, technological or other issues, or may encounter difficulties in realising operating synergies or a failure to maintain the quality of services. The historical accounting records and contracts of acquired or newly consolidated companies may be incomplete or may not have been recorded or performed as required by the relevant legislation. Due to the nature of Allwyn's business, its future acquisitions are exposed to the risk of extensive regulatory approvals and involvement of regulators in the acquisition process.

Risk factors continued

We may not be successful in winning the tenders or closing the transactions we pursue. This could include if the relevant closing conditions are not met, for example if we are unable to obtain required regulatory approvals within the deadlines provided for in the transaction agreement, or owing to a change in the regulatory framework. In addition, any tender process in which we participate or transactions that we pursue may be challenged by third parties.

Furthermore, companies acquired, or businesses operated under licences that were awarded through tenders, may not achieve the levels of returns, profits or productivity expected from them or may require greater than expected investments.

In addition, there are considerable costs and risks associated with participation in public tenders and pursuing potential M&A transactions. In the United Kingdom, upon being awarded The National Lottery licence (which commenced in February 2024), Allwyn UK entered into certain agreements with the Gambling Commission and Camelot UK (as outgoing licensee), which govern the transition from Camelot UK to Allwyn UK and the operation of the new licence to operate The National Lottery. The performance of our obligations under these agreements and successful transition depends in part on third parties, as well as on the migration of a new lottery system from the existing system and the delivery of the new system within an agreed timeframe. We have incurred and will continue to incur significant costs in the transition process, and not all of these costs may be recoverable by us under the cost recovery mechanism under the terms of the licence, which could adversely affect the potential profitability of Allwyn UK.

Risks associated with our ownership interest in certain subsidiaries and other shareholders

Allwyn indirectly owns less than all of the shares of several of the entities that operate its businesses, including in Austria (Casinos Austria, Austrian Lotteries), in Greece and Cyprus (OPAP), in Lottoltalia, and in Kaizen Gaming Limited. We expect to own less than all of the shares in IWG, the planned acquisition announced by Allwyn in February 2024. OPAP also holds less than all of the shares in its subsidiary Stoiximan. Allwyn might have interests and views on certain issues that differ from those of other shareholders (for example, relating to business strategy and financial policy, including regarding the payment of dividends). In some cases, including Lottoltalia and Kaizen Gaming Limited, Allwyn's interest is less than a majority.

The other shareholders, former shareholders and directors nominated by such shareholders in the entities in which Allwyn does not have a 100% shareholding interest might face reputational or financial issues that are out of Allwyn's control, but which may negatively influence the business, reputation, or brands of Allwyn's businesses and of Allwyn itself. Although Allwyn screens potential partners and seeks to ensure that they act in accordance with high professional and ethical standards, they may not always do so.

In some cases, Allwyn is party to agreements with the other shareholders prescribing governance rights and other matters, which may limit Allwyn's ability to control such entities, or containing a number of protective provisions in favour of such other shareholders. As a result, Allwyn may in some circumstances need to reach agreement with the other shareholders who are party to these agreements in order to achieve certain outcomes.

Risks associated with our corporate structure

As a holding company that conducts business through its subsidiaries and equity method investees and has no significant assets other than the equity interests it holds in its subsidiaries and equity method investees and intercompany receivables from these entities, we are dependent on payments from our subsidiaries and other equity method investees – mainly dividends and payments on intragroup loans, which depend on the profitability and cash flows of the respective entities.

Even if our subsidiaries and equity method investees generate a sufficient amount of cash from their operations, their ability to provide funds to us is subject to, among other factors, local tax restrictions and local corporate law restrictions as well as regulatory restrictions related to earnings, the level of legal or statutory reserves, losses from previous years and capitalisation requirements, capital controls and the terms of any applicable shareholder agreements, or might be further limited by measures implemented by local government authorities.

Technological and information security risks

Our ability to successfully operate and manage lottery and gaming products depends on the capacity and reliability of our network, internet infrastructure, and central system operations and the security of our computer hardware, software, and online platform infrastructure, including products and services provided by third parties. There is a risk of interruption caused by human error, problems relating to the network and central systems, software failure, natural disasters, sabotage, computer viruses, hacking, malicious software, phishing attacks, ransomware attacks and similar events.

Any interruption in our technology systems could have a negative effect on the quality of services offered and, as a result, on consumer demand and therefore the volume of sales. A system interruption, including one caused by third parties, may entitle the relevant regulatory agencies to revoke a concession or require Allwyn to pay damages or compensation under the concession as well as degrade the customer experience and cause customers and other stakeholders to lose confidence in Allwyn's product offerings.

We currently secure our systems by means of relevant hardware, software, and robust processes, but any systems interruption, delays or events resulting in reduced levels of service could lead to a reduction in performance or loss of services. Such an event may have a material adverse effect on Allwyn's business, results of operations, and financial condition.

The risk of cybercrime is expected to continue to increase and poses a challenge to the gaming sector, with hackers potentially infiltrating programs and internal business processes, launching ransomware attacks and manipulating draws. While we seek to bolster our cybersecurity defences by, for instance, engaging ethical hackers, we may not always be successful in preventing cybercrime.

Risks arising from dependence on agents and technology suppliers

We offer a significant portion of our lottery and gaming products to customers through authorised POS operators under commercial agency agreements. The responsibilities of POS operators include accepting stakes from customers, paying out small wins, providing information, promoting sales and handling complaints and claims.

Risk factors continued

Certain key products and services required for the operation of our games (such as hardware, software, and services and support provided by staff with specialist expertise) are provided by a very limited number of suppliers and in many cases we only have one supplier of such services at any particular time. This dependence on single suppliers and the small number of such suppliers can make it difficult or costly to replace them. Moreover, some of our suppliers might also be our direct competitors in different business dealings, including competition for licences and concessions.

We rely on the products and services of our agents and suppliers to a significant degree and, in the event that they do not or are unable to fulfil their obligations under the applicable contractual arrangements, we may face delays or disruptions in our operations if we need to change to a new supplier.

Risks relating to customer data

We are subject to regulation related to the use of customers' personal data and their debit and credit card information. We work with the sensitive personal data of customers and data about our agents, suppliers, or employees. Allwyn must comply with the applicable data protection rules. Such examples include the EU General Data Protection Regulation (the "GDPR") and the GDPR retained as domestic law in the United Kingdom.

Allwyn is exposed to the risk that data could be wrongfully appropriated, lost or disclosed, or processed in breach of data protection regulation, by us or on our behalf. If Allwyn fails to transmit customer information in a secure manner, or if any such loss of personal customer data were otherwise to occur, we could face liability and fines under data protection laws. This could also result in the loss of goodwill of Allwyn's existing customers and deter new customers.

Allwyn is also dependent on contractual relationships with third parties and their employees who manage databases of sensitive data. Any resulting customer data protection and payment data failures could result in sanctions by the relevant regulators, as well as damage to our reputation in the eyes of customers. This could have a material adverse effect on our business, results of operations, and financial condition.

Risk of inadequate compliance procedures and policies

Our operations are subject to anti-money laundering, anti-bribery, fraud detection, and data protection laws and regulations, and economic sanctions programmes, including those administered by national regulators, the United Nations and the EU.

We are exposed to the risk of money laundering and fraudulent activities by our customers, employees, agents or other third parties (including criminal organisations), including with respect to our financial and payment service offerings. In addition, failure to comply with the above laws and regulations in the jurisdictions in which we operate could result in significant fines, loss of licences and damage to our reputation and brands.

We may deal with both governments and state-owned business enterprises, the employees of which may be considered foreign officials for the purposes of transnational as well as domestic anti-bribery laws.

Compliance systems are established in Allwyn in order to minimise risks in the aforementioned areas. Each relevant subsidiary has units/departments tasked with ensuring compliance with legislation and licence conditions relating to anti-money laundering, anti-bribery and other similar matters. However, these policies, procedures and systems may not always succeed in protecting us from money laundering and fraud or our customers from fraud, or be deemed to be adequate by regulators.

Because of the number of entities within Allwyn, many of which are recently acquired and operate under different reporting routines and systems, significant efforts are required to maintain proper controls, including controls over financial reporting. However, despite our internal systems, our policies and procedures may not be followed at all times, and they may not always be effective in detecting and preventing violations of applicable laws by one or more of our employees, consultants, agents or partners. As a result, we could be subject to penalties and suffer a material adverse effect on our business, results of operations, and financial condition.

In entities where we are not the sole shareholder there is a heightened risk that such entities or our partners in such entities do not have or fail to implement policies and procedures designed to assist our compliance with applicable laws and regulations. Such entities or partners, or their policies and procedures, may not always be effective in detecting and preventing violations of applicable laws or in complying with the relevant regulatory compliance requirements. As a result, certain of our subsidiaries, our equity method investees, or our partners in such entities could be subject to penalties, which in turn could result in a material adverse effect on our business, results of operations and financial condition

Political and macroeconomic risks

We are exposed to the political, economic and financial market conditions in the countries where we operate and other countries into which we may expand. Any material political events or changes such as elections may result in changes in regulation, restrictions on business in a given country, and other policy decisions.

We are also exposed to global factors and changes such as climate change, which may adversely affect the political and economic situation of the countries in which we operate. Political and economic events or changes may result in changes in regulation, taxes, restrictions on capital flows and dividend payments and other negative impacts on business in any given country, as well as other policy decisions.

Macroeconomic factors in the countries where we operate can affect input costs as well as consumer behaviour and spending patterns. The rate of inflation has increased in recent years, in particular owing to higher energy prices. Higher inflation may have an adverse impact our cost base, as well as on consumers' discretionary disposable income, reducing demand for our products. Higher inflation has also led to an increase in interest rates, which may negatively affect consumer sentiment and raise our cost of finance.

Any material future deterioration in global or local economic conditions in the markets in which we operate could lead to a decrease in consumer confidence and spending, affecting our revenue.

Risk factors continued

Risks associated with negative perceptions and publicity about the lottery and gaming industry

The gaming industry is exposed to negative perceptions and publicity generated by a variety of sources, including citizens' groups, non-governmental organisations, politicians, the media, national and local authorities, and other groups, individuals and institutions.

Increasing participation in certain games may for some individuals lead to problem gambling, which can have a significant adverse impact on their economic and psychological well-being. The nature of lotteries (which account for the majority of our revenues) limits the frequency with which players are able to wager, and prize distributions involve a lower frequency of wins compared with other forms of gaming, making the player less likely to form addictive behaviour. This contrasts with other forms of gaming where players are more susceptible to addiction and losing large amounts of money due to the frequency with which they can play, more frequent wins and near wins, and larger stake sizes. There is, however, a risk that the public and political representatives do not distinguish between lotteries and other types of gaming and do not recognise that lower risk is associated with lotteries.

Negative perceptions about lotteries and the gaming industry in general, and our business in particular, may result in lower revenues, loss of brand value, loss of customer goodwill, changes in regulation and higher taxes, among other consequences that may be detrimental to our business. In particular, if Allwyn, our brands, subsidiaries or equity method investees become associated with weaknesses relating to responsible gaming, this could have a material adverse effect on our business and reputation, and could result in exclusion from eligibility for licensing tenders.

We monitor our customers' gaming activity and actively communicate with the public and other stakeholders about responsible gaming. We have faced, and will continue to face, increased scrutiny relating to our performance in meeting environmental, social, and corporate governance standards. Allwyn has adopted compliance policies and procedures and is focused on the integrity of its management, employees and third-party suppliers and partners.

Responsible gaming principles are applied throughout our operations. All our subsidiaries and equity method investees that offer lotteries are fully compliant with the highest level of responsible gaming certification in the field (the Level 4 Responsible Gaming Certification, issued by the World Lottery Association and the European Lotteries Association). For more information about responsible gaming please refer to "Strategic Report" section "A commitment to responsible gaming", in this Annual Report for the year ended 31 December 2023.

Risks associated with online gaming

Although the regulatory regime for land-based gaming operations is well established in many countries, regulation in these countries may not necessarily have been amended to take account of the ability to offer gaming services online. Some jurisdictions have introduced regulations attempting to restrict or prohibit online gaming, while others have taken the position that online gaming should be licensed and regulated.

The success of our online offering will be affected by, among other things, developments in social networks, mobile platforms, legal and regulatory developments and other factors that we are unable to predict and which are beyond our control. Additionally, as the online gaming industry develops, including with respect to regulation in new and existing jurisdictions, we may become subject to additional compliance-related costs.

We have systems and controls in place seeking to ensure that we offer our gaming products only to players who are legally permitted to access our sites and apps and to purchase our products in the relevant jurisdictions. Despite this, there can be no assurance that we will successfully block customers from accessing our products in countries that restrict or prohibit online gaming, or in countries in which our respective businesses are not licensed to conduct online gaming.

Risks, in particular in sports betting, associated with payout fluctuations or betting outcomes

We offer sports betting in countries including Austria, the Czech Republic, Greece, Cyprus, Brazil, Germany, Portugal, and Romania, and in 2023 sports betting contributed 9% of consolidated revenue from gaming activities (GGR). The earnings of our sports betting businesses can be volatile and we cannot guarantee positive returns. In the sports betting business, winnings are paid on the basis of the stake placed and the odds quoted, rather than being derived from a pool of stake money received from all customers. A higher payout ratio for us has an adverse impact on GGR. In exceptional circumstances, the payout ratio could even exceed 100%, resulting in cash outflows. As a result, in the short term, there is less certainty of generating a positive result and we may experience losses with respect to individual events or betting outcomes. In certain draw-based lottery games offering fixed prizes, there is also a risk that prizes exceed the prize fund in statistically unlikely scenarios.

Any significant winnings or losses could have a material adverse effect on our business, results of operations and financial condition. We use external sources and internal processes to set odds and structure our games, and conduct statistical analysis to minimise risks connected with fixed prizes. However, we cannot rule out errors that may be related to the incorrect set-up of the process for making and setting odds or errors in risk management. The systems and controls we have in place to manage the risks related to fixed-odds betting and fixed prizes may not be effective. As part of our risk management functions, we obtain certain information from third-party information providers. Significant misjudgements or mistakes made by us or by such third-party information providers in relation to odds compilation or other failures of our risk management could result in us incurring significant losses that could have a material adverse effect on our business, results of operations and financial condition.

Risks from legal, administrative and arbitration proceedings

We may be involved from time to time in legal, administrative and arbitration proceedings or investigations by government authorities. Such proceedings or investigations may involve various governmental agencies and result in judgment or settlement agreements.

For more information on significant court proceedings, please refer to the Contingencies disclosure in this report (see Notes to the Consolidated Financial Statements).

Risk factors continued

Risks associated with our indebtedness

We have substantial indebtedness, and we anticipate that we will continue to have substantial indebtedness for the foreseeable future. This indebtedness requires us to pay interest and principal amounts according to a fixed schedule and contains restrictive covenants and financial maintenance covenants that limit our financial and operational flexibility, as well as events of default and cross-default provisions. In the worst case, an actual or impending inability to pay debts as they become due and payable could result in insolvency. Events such as a breach of financial covenants or an actual or expected deterioration in financial performance, for example as a result of loss of licences or legal proceedings, could also negatively impact Allwyn's credit ratings. Credit rating downgrades could potentially increase financing costs, or even prevent Allwyn from refinancing debt as it becomes due. In addition, certain existing indebtedness contains restrictions that substantially limit Allwyn's financial and operational flexibility. In particular, these agreements place limits on Allwyn's ability to incur additional indebtedness, grant security interests to third persons, dispose of material assets, undertake organisational measures such as mergers, changes of corporate form, joint ventures or similar transactions, and enter into transactions with related parties. In addition, certain of Allwyn's other financing arrangements also contain certain restrictive covenants, including financial covenants, which can restrict Allwyn's ability to operate its business.

We may be unable to attract, train or retain key management and qualified employees.

Our success is largely dependent upon the performance of our key senior management and personnel. The loss of such management and personnel, or difficulties in attracting new employees, may impact us and our ability to implement our strategy. If any of these key personnel no longer work with us, our operations and the implementation of our strategy may be materially impaired. We may not be able to replace them on a timely basis with other professionals capable of making comparable contributions.

Allwyn relies on its ability to recruit, retain and train skilled operating, technical and other personnel. Our ability to meet our long-term strategies depends on the abilities and performance of our employees. The loss of qualified employees and our inability to attract, train and retain suitably qualified employees in positions requiring a technical background, and the ability to keep up with technological advancements, may affect our ability to carry out our long-term strategy. Although we have not experienced major changes in the level of employee churn, if qualified and skilled employees leave or are unable to succeed in new roles, or if we are unable to attract, retain, train and motivate additional qualified and skilled employees, we may experience difficulties conducting our operations, which could have a material adverse effect on our business, results of operations and financial condition.

The impact of global geopolitical developments

The ongoing Russian invasion of Ukraine as well as instability in the Middle East have led to, and may continue to lead to, disruption, instability and volatility in global markets and the economies of countries including those in which we operate, which could have an adverse effect on our business.

With respect to the Russian invasion of Ukraine, the EU, the United Kingdom, the United States and other governments have imposed severe sanctions and export controls against Russia and Russian interests. Russia, as a retaliatory action, may impose countersanctions and launch cyberattacks against such countries, their governments, infrastructure and businesses. The credit, financial and commodities markets have experienced periods of extreme volatility and disruption due to the conflict.

There is a possibility of further global economic consequences, including the possibility of severely diminished liquidity and credit availability, declines in consumer confidence, declines in economic growth, increases in inflation rates and uncertainty about economic and political stability. A potential negative impact on consumer spending patterns may contribute to potentially reduced overall demand for our products in the countries in which we operate. Any of the foregoing consequences, including those we cannot yet predict, may cause our business, financial condition or results of operations to be adversely affected.

Risks associated with outbreak of communicable diseases

The outbreak of communicable diseases on a global scale could significantly affect us. For example, as a result of the COVID-19 global pandemic, government authorities and businesses throughout the world implemented numerous measures intended to contain and limit the spread of COVID-19, including travel bans and restrictions, lockdown orders, business restrictions, shutdowns, and other limitations, which included the suspension or cancellation of substantially all racing and sporting events during some periods of time. As a result of such measures, for some periods in 2020 and 2021, the majority or all of our land-based points of sale in Greece and Cyprus, our casinos in Austria and internationally and our VLT outlets in Austria were closed, whereas our online businesses experienced high rates of growth. If similar pandemics or outbreaks occur in the future, this could result in a material adverse effect on our business, results of operations and financial condition.

Other financial risks

We are exposed to certain other financial risks, including currency risk, taxation of unrealised foreign exchange gains, credit risk and interest rate risk. For further information on such risks please refer to the "Notes to the consolidated financial statements", Section "Risk management" of this Annual Report for the financial year ended 31 December 2023.

Allwyn International a.s.

Consolidated financial statements for the year ended 31 December 2023

prepared in accordance with IFRS Accounting Standards as adopted by the European Union

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Consolidated financial statements for the year ended 31 December 2023 (in millions of Euro)

Consolidated statement of comprehensive income

	Note	2023	2022*
Revenue from gaming activities (GGR)	6	7,549.4	3,811.3
Revenue from non-gaming activities	6	328.7	176.9
Total Revenue	6	**7,878.1**	**3,988.2**
Other operating income	7	314.2	292.0
Gaming taxes and Good Cause contributions	8	(4,289.1)	(1,456.8)
Agents' commissions	9	(805.6)	(523.7)
Materials, consumables and services	10	(905.6)	(566.0)
Marketing services		(395.6)	(243.8)
Personnel expenses	30	(513.9)	(379.1)
Other operating expenses	11	(118.0)	(64.9)
Share of profit of equity method investees	18	169.7	86.4
Depreciation and amortisation	15, 16	(374.5)	(213.2)
Impairment of tangible and intangible assets including goodwill	17	(21.7)	(35.5)
Other gains and losses	12	5.6	(12.6)
Profit from operating activities		**943.6**	**871.0**
Interest income		56.1	8.7
Interest expense		(256.9)	(134.6)
Other finance income and expense		(34.7)	(29.0)
Finance costs, net	13	**(235.5)**	**(154.9)**
Profit before tax		**708.1**	**716.1**
Income tax expense	14	(188.2)	(144.9)
Profit after tax		**519.9**	**571.2**

	Note	2023	2022*
Items that are or may subsequently be reclassified to profit or loss:			
Change in currency translation reserve		(10.7)	9.5
Remeasurement of hedging derivatives, net of tax	29	(26.3)	(2.3)
Net change in hedging derivatives reclassified to profit or loss, net of tax	29	3.3	1.2
Share of other comprehensive income of equity method investees		0.1	0.7
Items that will not be reclassified to profit or loss:			
Actuarial remeasurements of defined benefit liabilities, net of tax		(15.3)	26.4
Revaluation of equity instruments at fair value through OCI (FVOCI)		(3.1)	0.2
Total other comprehensive income/(loss)	22	**(52.0)**	**35.7**
Total comprehensive income		**467.9**	**606.9**

*See Note 2.6

Profit after tax attributable to:			
Owners of the Company		233.7	195.8
Non-controlling interests		286.2	375.4
Profit after tax		**519.9**	**571.2**
Total comprehensive income attributable to:			
Owners of the Company		189.3	220.4
Non-controlling interests		278.6	386.5
Total comprehensive income		**467.9**	**606.9**

The Notes on pages 55 to 116 are an integral part of these consolidated financial statements.

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Consolidated financial statements for the year ended 31 December 2023 (in millions of Euro)

Consolidated statement of financial position

	Note	2023	2022*
ASSETS			
Intangible assets	15	2,431.4	2,432.8
Goodwill	15.3	1,208.4	1,082.7
Property, plant and equipment	16	369.1	362.7
Investment property		1.4	19.3
Equity method investees	18	322.2	284.8
Other receivables	19	96.7	83.6
Other financial assets	20	577.4	253.0
Deferred tax asset	14.2	114.1	59.0
Total non-current assets		**5,120.7**	**4,577.9**
Inventories		12.6	9.7
Trade and other receivables	19	1,002.0	285.6
Current tax asset		30.4	11.4
Other financial assets	20	178.1	132.2
Cash and cash equivalents	21	1,811.3	1,208.3
Total current assets		**3,034.4**	**1,647.2**
Total assets		**8,155.1**	**6,225.1**
LIABILITIES			
Loans and borrowings	24	3,782.3	2,574.6
Lease liabilities	25	93.4	102.6
Trade and other payables	26	34.4	36.9
Derivative financial instruments	29	32.8	–
Provisions	28	1.6	1.5
Employee benefits liability	30	113.1	115.4
Deferred tax liability	14.2	450.3	428.0
Total non-current liabilities		**4,507.9**	**3,259.0**

	Note	2023	2022*
Loans and borrowings	24	351.5	328.8
Lease liabilities	25	30.1	27.8
Trade and other payables	26	2,119.9	891.3
Other financial liabilities	27	10.5	31.7
Current tax liability		142.8	131.4
Provisions	28	43.2	22.4
Employee benefits liability	30	90.3	72.7
Total current liabilities		**2,788.3**	**1,506.1**
Total liabilities		**7,296.2**	**4,765.1**
EQUITY			
Share capital	22	0.1	0.1
Capital contributions	22	–	108.5
Currency translation reserve		6.9	17.4
Hedging reserve		(19.3)	3.7
Other reserves	22	(0.8)	10.1
Retained earnings		(167.4)	111.4
Total equity attributable to owners of the Company		**(180.5)**	**251.2**
Non-controlling interest	23	1,039.4	1,208.8
Total equity		**858.9**	**1,460.0**
Total equity and liabilities		**8,155.1**	**6,225.1**

* See Note 2.6

The Notes on pages 55 to 116 are an integral part of these consolidated financial statements.

Consolidated financial statements for the year ended 31 December 2023 (in millions of Euro)

Consolidated statement of changes in equity

	Note	Share capital	Capital contributions	Currency translation reserves	Hedging reserve	Other reserves	Retained earnings	Total equity attributable to owners of the Company	Non-controlling interest	Total equity
Balance at 1 January 2023		**0.1**	**108.5**	**17.4**	**3.7**	**10.1**	**111.4**	**251.2**	**1,208.8**	**1,460.0**
Profit for the year		–	–	–		–	233.7	**233.7**	286.2	**519.9**
Other comprehensive income/(loss) for the year	22	–	–	(10.5)	(23.0)	(10.9)	–	**(44.4)**	(7.6)	**(52.0)**
Total comprehensive income/(loss) for the year		**–**	**–**	**(10.5)**	**(23.0)**	**(10.9)**	**233.7**	**189.3**	**278.6**	**467.9**
Transactions with owners, recorded directly in equity:										
Dividends declared to the parent	22	–	(108.5)	–	–	–	(491.5)	**(600.0)**	–	**(600.0)**
Dividends and distributions declared to non-controlling interest	23	–	–	–	–	–	–	**–**	(476.4)	**(476.4)**
Effect of scrip dividend	23	–	–	–	–	–	–	**–**	33.6	**33.6**
Effect of change in ownership due to subsidiary's scrip dividend programme	23	–	–	–	–	–	(14.0)	**(14.0)**	14.0	**–**
Effect of change in ownership due to subsidiary's share buyback programme	23	–	–	–	–	–	(15.8)	**(15.8)**	(15.3)	**(31.1)**
Capital contributions		–	–	–	–	–	–	**–**	3.3	**3.3**
Other movements in equity		–	–	–	–	–	8.8	**8.8**	(7.2)	**1.6**
Total transactions with owners		**–**	**(108.5)**	**–**	**–**	**–**	**(512.5)**	**(621.0)**	**(448.0)**	**(1,069.0)**
Balance at 31 December 2023		**0.1**	**–**	**6.9**	**(19.3)**	**(0.8)**	**(167.4)**	**(180.5)**	**1,039.4**	**858.9**

The Notes on pages 55 to 116 are an integral part of these consolidated financial statements.

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Consolidated financial statements for the year ended 31 December 2023 (in millions of Euro)

Consolidated statement of changes in equity continued

	Note	Share capital	Capital contributions	Currency translation reserves	Hedging reserve	Other reserves	Retained earnings	Total equity attributable to owners of the Company	Non-controlling interest	Total equity
Balance at 1 January 2022*		**0.1**	**108.5**	**7.0**	**5.6**	**(6.0)**	**463.1**	**578.3**	**1,225.0**	**1,803.3**
Profit for the year		–	–	–	–	–	195.8	**195.8**	375.4	**571.2**
Other comprehensive income/(loss) for the year	22	–	–	10.4	(1.9)	16.1	–	**24.6**	11.1	**35.7**
Total comprehensive income/(loss) for the year		**–**	**–**	**10.4**	**(1.9)**	**16.1**	**195.8**	**220.4**	**386.5**	**606.9**
Transactions with owners, recorded directly in equity:										
Purchase of non-controlling interest in subsidiaries	23	–	–	–	–	–	(323.7)	**(323.7)**	(97.2)	**(420.9)**
Dividends declared to the parent	22	–	–	–	–	–	(200.0)	**(200.0)**	–	**(200.0)**
Dividends and distributions declared to non-controlling interest	23	–	–	–	–	–	–	**–**	(354.4)	**(354.4)**
Effect of scrip dividend	23	–	–	–	–	–	–	**–**	37.1	**37.1**
Effect of change in ownership due to subsidiary's scrip dividend programme	23	–	–	–	–	–	(24.0)	**(24.0)**	24.0	**–**
Other movements in equity		–	–	–	–	–	0.2	**0.2**	(12.2)	**(12.0)**
Total transactions with owners		**–**	**–**	**–**	**–**	**–**	**(547.5)**	**(547.5)**	**(402.7)**	**(950.2)**
Balance at 31 December 2022*		**0.1**	**108.5**	**17.4**	**3.7**	**10.1**	**111.4**	**251.2**	**1,208.8**	**1,460.0**

*See Note 2.6

The Notes on pages 55 to 116 are an integral part of these consolidated financial statements.

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Consolidated financial statements for the year ended 31 December 2023 (in millions of Euro)

Consolidated statement of cash flows

	Note	2023	2022*
OPERATING ACTIVITIES			
Profit (+) for the year		**519.9**	**571.2**
Adjustments for:			
Income tax expense	14	188.2	144.9
Depreciation and amortisation	15, 16	374.5	213.2
Impairment gains (+)/losses (-) on non-financial assets	17	21.7	35.5
Profit (-)/loss (+) on sale of property, plant and equipment and intangible assets		0.6	(2.2)
Gain (-)/loss (+) on disposal of financial investments	12	(0.2)	(0.3)
Net interest income (-)/expense (+)	13	200.8	125.9
Net foreign exchange profit (-) / loss (+)	13	8.2	(1.0)
Share of profit (-) of equity method investees	18	(169.7)	(86.4)
Change in value of arbitration award	7	(2.3)	(5.6)
Income from termination of lease	16	(12.9)	–
Revaluation of financial assets at fair value through profit or loss	20	(6.0)	7.2
Increase (+)/decrease (-) in provisions	28	(1.2)	2.1
Operating result before changes in working capital		**1,121.6**	**1,004.5**
Increase (-)/decrease (+) in inventories		(0.1)	(0.9)
Increase (-)/decrease (+) in trade receivables and other receivables		7.9	(7.5)
Increase (+)/decrease (-) in trade and other payables		225.8	120.9
Cash generated from (+)/used in (-) operations		**1,355.2**	**1,117.0**
Interest paid		(195.2)	(117.3)
Income tax paid		(245.0)	(171.5)
Net cash generated from (+)/used in (-) operating activities		**915.0**	**828.2**

	Note	2023	2022*
INVESTING ACTIVITIES			
Acquisition of property, plant and equipment and intangible assets	15, 16	(102.1)	(68.2)
Acquisition of subsidiaries, net of cash acquired	27, 4	(79.8)	(113.2)
Loans provided	20	(445.7)	(238.5)
Repayment of loans provided	20	13.0	166.2
Purchase of financial investments	20	(6.1)	(10.4)
Proceeds from disposal of financial investments	20	96.2	11.3
Dividend distributed to equity method investee of the Group	18	(10.8)	(11.3)
Dividends and distributions received from equity method investees	18	143.0	121.0
Proceeds from sale of property, plant and equipment and intangible assets		1.8	1.7
Interest income received		33.0	4.1
Net movement in restricted cash related to investing activities	20	(2.9)	2.0
Net cash generated from (+)/used in (-) investing activities		**(360.4)**	**(135.3)**
FINANCING ACTIVITIES			
Purchase of non-controlling interest in subsidiaries	23	(3.2)	(420.9)
OPAP purchases of own shares through share buyback programme	23	(31.1)	–
Dividends paid to the parent	22	(600.0)	(200.0)
Dividends and distributions paid to non-controlling interest	23	(457.3)	(302.3)
Loans and borrowings received	24	2,192.7	1,425.9
Repayment of loans and borrowings	24	(1,011.6)	(1,238.8)
Repayment of principal element of lease liabilities	25	(42.2)	(27.4)
Net cash generated from (+)/used in (-) financing activities		**47.3**	**(763.5)**
Net decrease (-)/increase (+) in cash and cash equivalents		**601.9**	**(70.6)**
Effect of currency translation on cash and cash equivalents		1.1	(2.1)
Cash and cash equivalents at the beginning of the year	21	**1,208.3**	**1,281.0**
Cash and cash equivalents at the end of the year	21	**1,811.3**	**1,208.3**

*See Note 2.6

The Notes on pages 55 to 116 are an integral part of these consolidated financial statements.

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Notes to the consolidated financial statements

1 General information about the Group

1.1 Description

Allwyn International a.s. ("Allwyn" or the "Company" and, together with its subsidiaries, joint ventures and associates, the "Group"), a joint stock company, was incorporated on 2 April 2012 and registered in the Commercial Register maintained by the Municipal Court in Prague, Section B, Insert 18161. The Company's registered office is at Evropská 866/71, 160 00 Prague 6, Czech Republic and its Identification Number is 242 87 814. The Company's domicile is the Czech Republic.

The Company carries out management, strategic business development and financing activities for the Group and holds interests in other Group companies. A significant part of the business of the Group and its business strategy is realised through its participation in its joint ventures and associates. They are therefore considered to represent an integral part of the Group's operations. As a result, the share of profit from equity method investees is presented in operating profit. The principal place of business of the Company is the Czech Republic.

Allwyn AG (registered in Switzerland) is the immediate 100% parent of the Company. Allwyn AG is controlled by KKCG AG whose ultimate controlling entity pursuant to IFRS is Valea Foundation (registered in Liechtenstein). The designated beneficiary of Valea Foundation is Mr. Karel Komarek.

1.2 Principal activity

The principal activity of the Group is the operation of lotteries and other similar games in accordance with applicable legislation, i.e. the operation of numerical and instant lotteries, iGaming, casinos, sports and odds betting and other similar games.

In addition to lottery and other gaming activities, the Group also engages in certain non-lottery business activities through its points of sale and terminals (e.g. telecommunication and payment services) and provides certain technology and content to third parties.

1.3 Composition of the Group

The Group comprises several major operating entities and subgroups, as well as a number of entities whose contribution to the consolidation is negligible.

The following table presents the Company's economic ownership interest in major operating components of the Group as of 31 December 2023 and 31 December 2022. For a full list of the Group's ownership interests in subsidiaries, joint ventures and associates see Note 34.

	Note	Country of incorporation		Economic interest 31/12/2023	Economic interest 31/12/2022
Major operating entities:					
Allwyn Entertainment Ltd ("Allwyn UK")	(a)	United Kingdom	Subsidiary	100.00%	100.00%
Allwyn North America Inc. (formerly "Camelot Global Lottery Services (North America) Inc.")	(b)	United States	Subsidiary	100.00%	–
Allwyn Lottery Solutions Limited (formerly "Camelot Global Lottery Solutions Limited")	(b)	United Kingdom	Subsidiary	100.00%	–
Camelot UK Lotteries Limited ("Camelot UK")	(b)	United Kingdom	Subsidiary	100.00%	–
Casinos Austria AG ("CASAG") subgroup	(c)	Austria	Subsidiary	59.70%	59.70%
including Österreichische Lotterien GmbH ("Austrian Lotteries") subgroup	(d)	Austria	Subsidiary	53.52%	53.52%
OPAP S.A. ("OPAP") subgroup [1]	(e)	Greece and Cyprus	Subsidiary	50.71%	50.09%
including Stoiximan Ltd ("Stoiximan") [2]	(f)	Malta	Subsidiary	42.84%	42.32%
SAZKA a.s. ("SAZKA")	(g)	Czech Republic	Subsidiary	100.00%	100.00%
LottoItalia S.r.l. ("LottoItalia")	(h)	Italy	Associate	32.50%	32.50%
Kaizen Gaming International Limited ("KGL")	(i)	Malta	Associate	36.75%	36.75%

(1) Treasury shares held by OPAP are excluded from the share count for the calculation of economic interest. The Group's interest in OPAP's total shares including treasury shares was 50.18% (31 December 2022: 49.84%) (see Note 2.6).

(2) Treasury shares held by OPAP are excluded from the share count of OPAP for the calculation of economic interest in Stoiximan.

(a) Allwyn Entertainment Ltd is the operator of the UK National Lottery for the 10 years beginning February 2024.

(b) Allwyn North America Inc. and Allwyn Lottery Solutions Limited are together referred to as "Allwyn LS Group" (formerly "Camelot LS Group"). Allwyn LS Group operates the Illinois Lottery under a private management agreement through its operating company, Allwyn Illinois LLC (formerly "Camelot Illinois LLC"), and partners with the Arkansas Scholarship Lottery to enhance its lottery operations. Allwyn LS Group also provides gaming technology solutions and content to Group entities and third-party customers.

Camelot UK Lotteries Limited was the operator of UK National Lottery until the end of its licence in January 2024.

(c) Casinos Austria AG subgroup is the exclusive operator of lotteries, onshore online gaming and landbased casinos in Austria. Its subsidiaries also operate casinos outside Austria.

(d) Österreichische Lotterien GmbH subgroup holds exclusive licences to provide draw-based lottery games, instant lotteries, onshore online gaming, football pools and VLTs in Austria.

(e) OPAP S.A. subgroup is the exclusive operator of numerical lotteries, instant lotteries, land-based sports betting, VLTs and horse racing in Greece and also operates in Cyprus.

(f) Stoiximan Ltd operates an online gaming business in Greece and Cyprus.

(g) SAZKA a.s. is the market leader in the Czech Republic for numerical lotteries and instant lotteries.

(h) LottoItalia S.r.l. is the exclusive operator of fixed odds numerical lotteries in Italy.

(i) Kaizen Gaming International Limited operates online sports betting and iGaming in multiple countries.

Notes to the consolidated financial statements continued

1 General information about the Group continued

Changes in the Group

During 2023, the Group acquired 100% of the share capital of both Camelot UK and the Allwyn LS Group of companies (see Note 4).

During 2023 and 2022 the Group continued to increase its effective interest in OPAP (see Note 23).

The increases of the Group's economic interest in OPAP over recent years have resulted in a decrease of accounting shareholders' equity. This is solely driven by the fact that the Group accounts for non-controlling interests as the proportionate amount of identified net assets, which are recorded on a historical cost basis. Because the book value of the net assets of OPAP (on historical cost basis) is significantly lower than the value at which the Group has acquired additional interests in OPAP, these transactions result in a reduction in accounting shareholder's equity.

Up to 31 December 2023, the cumulative negative impact on accounting shareholders' equity from the acquisition of such interests was €644.3 million.

1.4 Significant and other events during the reporting period

Acquisition of Camelot UK

In February, the Group acquired and began to consolidate Camelot UK, the incumbent operator of The National Lottery in the United Kingdom under a licence that ran until 31 January 2024 (see Note 4).

Acquisition of Camelot LS Group

In March, the Group acquired and began to consolidate Allwyn LS Group (formerly referred to as "Camelot LS Group"). Allwyn LS Group operates the Illinois Lottery under a private management agreement through its operating company, Allwyn Illinois LLC (formerly Camelot Illinois LLC), partners with the Arkansas Scholarship Lottery to enhance its lottery operations and includes a technology arm that provides products and services to lotteries and their players in Europe and North America (see Note 4).

These acquisitions have a significant impact on the majority of line items in the Group's consolidated statement of financial position and consolidated statement of comprehensive income and, as a result, have a significant impact on the comparability of the financial information with the comparative period. New accounting policies or disclosure have been added only where the consolidation of the new businesses requires an enhancement of or addition to the accounting policies.

Macroeconomic environment

Inflation rates remain elevated, however this has a limited impact on our costs, with our largest cost categories directly linked to revenue (e.g. gaming taxes, agents' commissions) and categories which are exposed to inflationary pressures, for example energy and personnel, accounting for a small proportion of our overall cost base.

Russian invasion of Ukraine and Middle East crisis

We have not been materially impacted by the Russian invasion of Ukraine. We do not have any operations in Ukraine, Russia or Belarus, and our suppliers have not experienced any material disruptions.

We have not been materially impacted by the Middle East crisis. We do not have any operations in the affected region, and our suppliers have not experienced any material disruptions.

Consumer sentiment

The above-mentioned macroeconomic and political developments continue to have some impact on consumer sentiment in general in the countries where we operate.

However, the impact on demand for our products has been limited, reflecting their low price point and low average spend per customer, as well as our large number of regular players.

2. Basis of preparation

2.1 Statement of compliance

The consolidated financial statements have been prepared in compliance with IFRS Accounting Standards as adopted by the European Union.

These financial statements do not include descriptions of all accounting policies applied. Material accounting policy information is disclosed, where relevant, in the relevant notes. The financial statements are prepared for users who have a reasonable knowledge of accounting principles and review the information diligently.

These consolidated financial statements were approved by the Board of Directors on 25 April 2024.

2.2 Basis of measurement

The consolidated financial statements have been prepared on a going concern basis, using the historical cost method, unless otherwise stated in the accounting policies.

2.3 Functional and presentation currency

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates (its "functional currency").

These IFRS consolidated financial statements are presented in Euro (€) as this is the functional currency of the majority of Group companies. All financial information is presented in millions of Euro with one decimal place and rounded to the nearest hundred thousand, unless stated otherwise.

Any differences between the amounts included in the financial statements and amounts included in the Notes are attributable to rounding.

Notes to the consolidated financial statements continued

2 Basis of preparation continued

2.4 Measurement of fair values

A number of the Group's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. Relevant information about fair value measurement is described in relevant chapters.

During 2023 and 2022, the Group did not recognise any transfers between levels of the fair value hierarchy.

2.5 Significant changes in accounting policies

The accounting policies set out in the relevant chapters have been applied consistently in the reporting periods presented in these financial statements, unless otherwise indicated.

In 2023 the Group adopted the new accounting standards and amendments to accounting standards described in Note 2.7. There were no other significant changes in accounting policies.

2.6 Changes in presentation

The Group changed the definition of its effective interest in the Greece and Cyprus segment from 31 December 2023 prospectively, so that treasury shares held by OPAP are excluded from the share count for the calculation of non-controlling interest. Previously, treasury shares held by OPAP were not excluded from the share count.

The change was motivated by the introduction of OPAP's share buyback programme, as a result of which it is expected that the number of treasury shares held by OPAP will increase. This will result in an increase in the Group's economic interest in OPAP, which would not have been reflected in the previous calculation. Management believes that the change improves relevance of the alternative performance measure.

The impact is immaterial and therefore the Group has only reflected this change prospectively, impacting other movements in equity (as a reclassification between equity attributable to parent and non-controlling interest).

The Group has made changes to the presentation of certain balance sheet items and other elements of the financial statements and re-presented the comparative period accordingly. The impact of these changes on prior period amounts was assessed as insignificant.

2.7 New standards and amendments applicable within reporting periods

The Group has for the first time applied certain standards and amendments to standards that are effective for annual periods beginning on or after 1 January 2023.

The new standards and amendments applied are stated in the following table. None of these had any material impact on the Group's consolidated financial statements.

Standard/Amendment	Title	IASB effective date	EU effective date	Endorsed by EU
IFRS 17 including amendments to IFRS 17	Insurance Contracts (issued 18 May 2017) including Amendments to IFRS 17 (issued 25 June 2020)	01/01/2023	01/01/2023	Yes
Amendments to IFRS 17	Initial Application of IFRS 17 and IFRS 9 – Comparative Information (issued 9 December 2021)	01/01/2023	01/01/2023	Yes
Amendments to IAS 8	Definition of Accounting Estimates (issued 12 February 2021)	01/01/2023	01/01/2023	Yes
Amendments to IAS 12	Deferred tax related to Assets and Liabilities arising from a Single Transaction (issued 7 May 2021)	01/01/2023	01/01/2023	Yes
Amendments to IAS 12	Income taxes: International Tax Reform – Pillar Two Model Rules (issued 23 May 2023)	Immediately and 01/01/2023	Immediately and 01/01/2023	Yes

Pillar Two legislation has been enacted or substantively enacted in certain jurisdictions where the Group operates, which will result in an obligation for Group companies to make Pillar Two filings in most of the jurisdiction where the Group operates. The ultimate parent entity of the group (as defined for Pillar Two purposes) is domiciled in Liechtenstein (see Note 1.1). As Liechtenstein has enacted the Pillar Two legislation as of 1 January 2024, the 2024 Group filing will be submitted in Liechtenstein. Since the Pillar Two legislation was not effective at the reporting date, the Group has no related current tax exposure.

The Group is in scope of the enacted or substantively enacted legislation and has performed an assessment of the Group's potential exposure to Pillar Two income taxes. The assessment of the potential exposure to Pillar Two income taxes is based on the most recent tax filings, country-by-country reporting and financial statements for the constituent entities in the Group. Based on the assessment, the Pillar Two effective tax rates in most of the jurisdictions in which the Group operates are above 15%. However, there are a limited number of jurisdictions where the transitional safe harbour relief does not apply, and the Pillar Two effective tax rate is close to 15%. The Group does not expect material exposure to Pillar Two income taxes in those jurisdictions.

The Group applies the exception to recognising and disclosing information about deferred tax assets and liabilities related to Pillar Two income taxes, as provided in the amendments to IAS 12 issued in May 2023.

Notes to the consolidated financial statements continued

2 Basis of preparation continued

2.8 Standards, interpretations and amendments issued but not yet effective.

The following standards and interpretations were issued by the International Accounting Standards Board and were not effective as of 31 December 2023. The Group has not early adopted these standards and interpretations and will apply them as of their IASB effective date, which is expected to be the same as the endorsement by the EU. The Group is evaluating the effect of the following standards, amendments and interpretations and their impact on the Group's consolidated financial statements.

Standard/Amendment	Title	IASB effective date	EU effective date	Endorsed by EU
Amendments to IAS 1	Classification of liabilities as current or non-current Non-current Liabilities with Covenants (issued 31 October 2022)	01/01/2024	01/01/2024	Yes
Amendments to IFRS 16	Lease Liability in a Sale and Leaseback (issued 22 September 2022)	01/01/2024	01/01/2024	Yes
Amendments to IAS 7 and IFRS 7	Statement of Cash Flows and Financial Instruments: Disclosures: Supplier Finance Arrangements (issued 25 May 2023)	01/01/2024	Not yet endorsed	No
Amendments to IAS 21	The Effects of Changes in Foreign Exchange Rates: Lack of Exchangeability (issued 15 August 2023)	01/01/2025	To match IASB	No*

* EFRAG expects the endorsement process to be finished before the IASB effective date with the EU effective date same as the IASB effective date.

3 Significant estimates and judgements

When preparing the financial statements, the Group's management makes estimates, judgements and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, incomes and expenses. These estimates, judgements and assumptions are based on past experience and various other factors deemed appropriate as of the date of the preparation of financial statements and are used where the carrying amounts of assets and liabilities are not readily available from other sources or where uncertainty exists in applying the individual accounting policies. Impacts of changes in estimates are described in the individual Notes. The estimates and underlying assumptions are reviewed on an ongoing basis. The Group has made the following significant accounting estimates:

- Estimates related to impairment losses on non-financial assets (see Note 17); and
- Estimates related to valuation of employee benefit liabilities (see Note 30).

The Group has made the following significant accounting judgements:

- Judgement about the indefinite useful life of certain intangible assets (see Note 15); and
- Judgement about the execution of the renewal option with respect to Greece and Cyprus gaming halls (see Note 25).

4 Business combinations

Business combinations are accounted for using the acquisition method as of the acquisition date – i.e. when control is transferred to the Group.

Goodwill is stated at cost less accumulated impairment losses (see Note 15.3). The Group has consistently applied the partial goodwill method in past acquisitions, with non-controlling interests recognised as the proportionate amount of net assets.

4.1 For the period ended 31 December 2023

During 2023 the Group acquired interests in the following companies or groups of companies:

Company	Note	Ownership interest acquired	Acquisition date
Camelot UK	(a)	100.00%	5 February 2023
Allwyn LS Group	(b)	100.00%	3 March 2023

The above stated percentages represent the direct share acquired by the parent company of each company.

Notes to the consolidated financial statements continued

4 Business combinations continued

The acquisitions had the following aggregated impact on the Group:

Recognised values on acquisition	Camelot UK	Allwyn LS Group	Total
ASSETS			
Intangible assets	122.7	107.0	229.7
of which licences	*105.7*	*64.8*	*170.5*
of which customer base	–	*14.8*	*14.8*
Property, plant and equipment	12.1	5.8	17.9
Trade and other receivables	–	12.2	12.2
Other financial assets	5.8	0.6	6.4
Deferred tax assets	–	5.0	5.0
Total non-current assets	**140.6**	**130.6**	**271.2**
Inventories	2.0	0.8	2.8
Trade and other receivables	702.9	23.1	726.0
Current tax asset	–	0.1	0.1
Other financial assets	–	0.3	0.3
Cash and cash equivalents	240.8	52.0	292.8
Total current assets	**945.7**	**76.3**	**1,022.0**
Total assets	**1,086.3**	**206.9**	**1,293.2**
LIABILITIES			
Lease liabilities	(1.8)	(3.7)	(5.5)
Employee benefit liabilities	–	(0.1)	(0.1)
Deferred tax liability	(2.1)	(23.4)	(25.5)
Total non-current liabilities	**(3.9)**	**(27.2)**	**(31.1)**
Lease liabilities	(11.2)	(2.5)	(13.7)
Trade and other payables	(887.8)	(59.6)	(947.4)
Current tax liability	(2.0)	(2.2)	(4.2)
Provisions	(21.8)	(0.3)	(22.1)
Employee benefit liabilities	(31.7)	(14.4)	(46.1)
Total current liabilities	**(954.5)**	**(79.0)**	**(1,033.5)**
Total liabilities	**(958.4)**	**(106.2)**	**(1,064.6)**
Identifiable net assets acquired	**127.9**	**100.7**	**228.6**

Recognised values on acquisition	Camelot UK	Allwyn LS Group	Total
Calculation of goodwill:			
Cash consideration	134.1	224.4	358.5
Contingent consideration*	–	10.4	10.4
Identifiable net assets acquired	(127.9)	(100.7)	(228.6)
Goodwill arising from the acquisition	**6.2**	**134.1**	**140.3**
Calculation of net cash inflow (+)/outflow (-):			
Consideration paid, satisfied in cash	(134.1)	(224.4)	(358.5)
Cash acquired	240.8	52.0	292.8
Net cash inflow (+)/outflow (–)	**106.7**	**(172.4)**	**(65.7)**

* Based on an amendment to the purchase agreement the Group recognised contingent consideration in relation to the acquisition of Allwyn LS Group. The contingent consideration is dependent on the performance and status of the Illinois private management agreement. The amount of contingent consideration represents the best estimate of the consideration as at the reporting date and is payable within one year from the date of acquisition.

"Acquisition of subsidiaries, net of cash acquired" in the consolidated statement of cash flows represents the "Net cash inflow (+)/outflow (-)" from newly acquired businesses in the current period from the above table, as well settlement of deferred and contingent considerations from past acquisitions (see Note 27).

a) Acquisition of Camelot UK

On 5 February 2023, the Group acquired 100% of the share capital of Camelot UK and from that date the business is fully consolidated.

The acquisition supported Allwyn UK's successful start of operation of the UK National Lottery on 1 February 2024, under the new licence.

Purchase price

The purchase price of £119.7 million (€134.1 million) was settled in cash.

Acquired assets and assumed liabilities

The Group measured assets acquired and liabilities assumed at fair value. As a result of acquisition accounting, a newly identifiable intangible asset representing the licence to operate the UK National Lottery until 31 January 2024 was recognised. The Group used a cash-flow forecast covering the remaining period of operations of the company, until the end of the licence on 31 January 2024, and subsequent winding down of the company. The Group used a WACC of 10.4% for the valuations. The major fair value adjustments and relevant factors are summarised below:

- A gaming licence of £94.4 million or €105.7 million was recognised based on the multiple period excess earnings method, assuming a useful life until 31 January 2024.

Notes to the consolidated financial statements continued

4 Business combinations continued

- A deferred tax liability of £23.6 million or €26.4 million was recognised resulting from the recognition of the gaming licence, applying the corporate income tax rate of 25% valid in the United Kingdom as the effective tax rate.
- For remaining assets and liabilities management assessed that their carrying value is equal to their fair value in all material aspects.

The gross carrying amount of acquired receivables (excluding Trust receivables) was €64.9 million, with an expected credit loss allowance of €0.3 million as of the date of acquisition.

The expected credit loss on Trust receivables is immaterial, reflecting the nature of the trust's assets (see Note 19) and therefore no expected credit loss allowance is recognised by the Group.

Goodwill
The goodwill recognised on acquisition is mainly attributable to the facilitation as a result of the acquisition of a successful transition of the operation of the UK National Lottery to Allwyn UK in February 2024, at the start of the next licence, with no determinable interruption to operations. Goodwill from the acquisition will not be deductible for tax purposes. The goodwill is allocated to the Allwyn UK CGU.

Impact on consolidated statement of comprehensive income and potential impact if acquisition had occurred as of 1 January 2023
In the period from 5 February 2023 until 31 December 2023, Camelot UK contributed "Total Revenue" of €3,478.1 million and "Profit after tax" of €15.2 million.

Had the acquisition occurred on 1 January 2023, management estimates that consolidated "Total Revenue" would have been higher by €451.6 million and consolidated "Profit after tax" would have been higher by €9.0 million. In determining these amounts, management has assumed that the fair value adjustments that arose on the date of acquisition would have been the same if the acquisition were to have occurred on 1 January 2023.

b) Acquisition of the Allwyn LS Group of companies
On 3 March 2023, the Group acquired the Allwyn LS Group of companies in a single transaction, through the acquisition of 100% of the share capital of Allwyn Lottery Solutions Limited and 100% of the share capital of Allwyn North America Inc., and from that date both businesses are fully consolidated.

The acquisition marks the expansion of the Group's operational footprint to the US, further diversifying revenues as well as providing strategic optionality.

Purchase price
The purchase price of $249.2 million (€234.8 million) was settled in cash.

There may be contingent consideration, dependent on the performance and status of the Illinois private management agreement. The amount of contingent consideration represents the best estimate of the consideration as at the reporting date and is payable within one year of the date of acquisition. The fair value of the contingent consideration of $11 million (€10.4 million) was estimated by calculating the present value of future expected cash flows.

Acquired assets and assumed liabilities
The Group measured assets acquired and liabilities assumed at fair value. As a result of acquisition accounting, several newly identifiable intangible assets were recognised. The Group used five-year business plans and cash flow forecast discounted at a WACC of 10.3% for Allwyn North America Inc. and of 10.2% for Allwyn Lottery Solutions Limited. Major fair value adjustments and relevant factors are summarised below:

- The customer base of the technology and content business was recognised at £13.1 million or €14.8 million, based on the multiple period excess earnings method, assuming a useful life of four years.
- The private management agreement ("PMA") was recognised at $68.8 million or €64.8 million, based on the multiple period excess earnings method, with a useful life of four and a half years based on the contract being in place until October 2028.
- A deferred tax liability resulting from the recognition of intangible assets was recognised at €23.4 million, applying the corporate income tax rate of 25% valid in United Kingdom and the corporate income tax rate of 28.5% valid in Illinois as the effective tax rates.
- For the remaining items of assets and liabilities management assessed that their carrying value is equal to their fair value in all material aspects.

The gross carrying amount of acquired receivables was €36.8 million, with an expected credit loss allowance of €1.5 million as of the date of acquisition.

Goodwill
The goodwill recognised on acquisition is mainly attributable to the benefit of incumbent expertise in the reapplication for the subsequent PMA licence, and to the strategic optionality associated with ownership of additional elements of the technology stack. Goodwill from the acquisition will not be deductible for tax purposes. The goodwill is allocated to the Allwyn LS Group CGUs.

Impact on consolidated statement of comprehensive income and potential impact if acquisition were to have occurred as of 1 January 2023
In the period from 3 March 2023 until 31 December 2023, the Allwyn LS Group of companies contributed "Total Revenue" of €160.1 million and "Profit after tax" of €1.5 million.

If the acquisition were to have occurred on 1 January 2023, management estimates that consolidated "Total Revenue" would have been higher by €30.6 million, and consolidated "Profit after tax" would have been lower by €1.6 million. In determining these amounts, management has assumed that the fair value adjustments that arose on the date of acquisition would have been the same if the acquisition were to have occurred on 1 January 2023.

4.2 For the period ended 31 December 2022
In the period ended 31 December 2022, the Group did not have any material business combinations.

Notes to the consolidated financial statements continued

5 Operating segments and alternative performance measures

The Group identifies the following operating segments, which are also reportable segments:

- Austria;
- Czech Republic;
- Greece and Cyprus; and
- United Kingdom.

The geographical segmentation corresponds with the major operating entities of the Group, which were CASAG, SAZKA, OPAP and Camelot UK.

As a result of the acquisition of Camelot UK, management recognised the United Kingdom as a new operating and reportable segment as of 31 March 2023.

Segment information is presented based on the internal management reports and information provided to Group management, which examines the Group's performance both from a geographical and a product line perspective. The chief operating decision maker ("CODM") uses more than one measure of profit, assets or liabilities for the purpose of assessing performance and allocating resources, therefore these alternative performance measures are part of the operating segment disclosure. All these non-IFRS measures are subtotals or derived directly from lines presented in the income statement, balance sheet and cash flow statement.

Alternative performance measures

Certain alternative performance measures, which are not defined by IFRS, are regularly reported to and monitored by Group management. Definitions of these alternative non-IFRS performance measures are as follows:

"Operating EBITDA" is calculated as "Profit before tax" before "Finance costs, net ", "Depreciation and amortisation", "Impairment of tangible and intangible assets including goodwill "and "Other gains and losses". Note that "Profit before tax" before "Finance costs, net" equals "Profit from operating activities". See the reconciliation of Operating EBITDA to the IFRS reported balances in the table below.

"Net debt" is calculated as "External loans and borrowings" less "Cash and cash equivalents".

"Net debt + leases" is calculated as "Net debt" plus "Lease liabilities".

"Capital expenditures" is calculated as additions to tangible and intangible assets reduced by the changes in liabilities arising from the acquisition, i.e. on a cash basis.

100% basis presentation for United Kingdom

In this Note, the Group presents the performance of the United Kingdom operating segment as if it were consolidated from 1 January 2023, to improve the relevance and comparability of presented financial information. The difference from the actual contribution of Camelot UK in the Group's consolidated metrics is presented as an elimination in the reconciliations from reportable segments metrics to consolidated metrics.

Presentation of Allwyn LS Group

Allwyn LS Group does not fulfil the IFRS criteria to be presented as an operating segment. However, key financial metrics relating to Allwyn LS Group are separately presented below within the reconciliations from reportable segments metrics to consolidated metrics and further in Note 6.

Operating performance of our operating segments

2023	Austria	Czech Republic	Greece and Cyprus	United Kingdom*	Total reportable segments
Revenue from gaming activities (GGR)	1,482.8	500.7	2,087.8	3,929.7	8,001.0
Revenue from non-gaming activities	56.1	18.6	101.3	–	176.0
Total revenue	**1,538.9**	**519.3**	**2,189.1**	**3,929.7**	**8,177.0**
Other operating income	24.6	3.6	254.1	14.1	296.4
Gaming taxes and Good Cause contributions	(710.5)	(173.5)	(651.9)	(3,116.3)	(4,652.2)
Agents' commissions	(95.0)	(50.4)	(407.3)	(286.0)	(838.7)
Materials, consumables and services	(108.4)	(83.2)	(385.2)	(164.3)	(741.1)
Marketing services	(85.3)	(51.8)	(123.4)	(103.0)	(363.5)
Personnel expenses	(247.3)	(29.2)	(92.7)	(101.1)	(470.3)
Other operating expenses	(45.7)	(3.0)	(52.4)	(9.5)	(110.6)
Share of profit of equity method investees	7.0	–	–	–	7.0
Operating EBITDA	**278.3**	**131.8**	**730.3**	**163.6**	**1,304.0**

* The results of United Kingdom segment are presented as if it were consolidated for the twelve months ended 31 December 2023.

Consolidated financial statements for the year ended 31 December 2023 (in millions of Euro)

Notes to the consolidated financial statements continued

5 Operating segments and alternative performance measures continued

2022*	Austria	Czech Republic	Greece and Cyprus	United Kingdom	Total reportable segments
Revenue from gaming activities (GGR)	1,419.2	453.1	1,939.0	–	3,811.3
Revenue from non-gaming activities	53.1	18.1	105.7	–	176.9
Total revenue	**1,472.3**	**471.2**	**2,044.7**	**–**	**3,988.2**
Other operating income	22.4	1.9	238.6	–	262.9
Gaming taxes and Good Cause contributions	(694.4)	(156.8)	(605.6)	–	(1,456.8)
Agents' commissions	(96.8)	(43.9)	(383.0)	–	(523.7)
Materials, consumables and services	(95.1)	(72.8)	(363.5)	–	(531.4)
Marketing services	(80.6)	(48.8)	(111.7)	–	(241.1)
Personnel expenses	(239.0)	(26.4)	(85.5)	–	(350.9)
Other operating expenses	(30.7)	(4.0)	(23.3)	–	(58.0)
Share of profit of equity method investees	8.2	–	14.8	–	23.0
Operating EBITDA	**266.3**	**120.4**	**725.5**	**–**	**1,112.2**

* See Note 2.6

Reconciliation of Revenue

	Total Revenue		of which: Revenue from gaming activities (GGR)	
For the year ended December 31	2023	2022	2023	2022
Total reportable segments	**8,177.0**	**3,988.2**	**8,001.0**	**3,811.3**
Elimination of Camelot UK pre-acquisition revenue[a]	(451.6)	–	(451.6)	–
Allwyn LS Group	160.1	–	–	–
Corporate	0.2	–	–	–
Elimination of intragroup revenues[b]	(7.6)	–	–	–
Consolidated	**7,878.1**	**3,988.2**	**7,549.4**	**3,811.3**

(a) The reconciliation to the consolidated results of the Group is shown as the adjustment "Elimination of Camelot UK preacquisition revenue" and is driven by the United Kingdom segment, which was fully consolidated from 5 February 2023 onward (see Note 4).

(b) "Elimination of intragroup revenues" represents the elimination of revenues of Allwyn LS Group from the United Kingdom segment and Corporate.

Reconciliation of Operating EBITDA from total reportable segments to consolidated profit after tax

For the year ended December 31	2023	2022
Total reportable segments Operating EBITDA	**1,304.0**	**1,112.2**
Elimination of Camelot UK pre-acquisition Operating EBITDA[a]	(8.8)	–
Allwyn LS Group Operating EBITDA	25.8	–
Share of profit of significant equity method investees[b]	162.7	63.4
Corporate and other[c]	(149.5)	(43.3)
Depreciation and amortisation	(374.5)	(213.2)
Impairment of non-financial assets	(21.7)	(35.5)
Other gains and losses	5.6	(12.6)
Interest income	56.1	8.7
Interest expense	(256.9)	(134.6)
Other finance income and expense	(34.7)	(29.0)
Income tax expense	(188.2)	(144.9)
Profit after tax	**519.9**	**571.2**

(a) The reconciliation to the consolidated results of the Group is shown as the adjustment "Elimination of Camelot UK pre-acquisition EBITDA" and is driven by the United Kingdom segment, which was fully consolidated from 5 February 2023 onward (see Note 4).

(b) Comprises the share of profit of significant equity method investees that are not reported within operating segments. These consist of Lottoltalia and from December 2022 KGL. The comparative information for KGL is included within the Greece and Cyprus segment, which KGL was part of until December 2022.

(c) Corporate and other represents the residual contribution to consolidated metrics. It comprises the operating results of headquarter functions and Allwyn UK (represents transition costs incurred in relation to our future operation of the UK National Lottery under the next UK National Lottery licence; a substantial majority of these costs are expected to be recoverable under the 10 year period of the licence), certain other immaterial non-operating entities and intragroup eliminations, in all cases before depreciation, amortisation, impairment of non-financial assets, other finance income and expense and other gains and losses.

Consolidated financial statements for the year ended 31 December 2023 (in millions of Euro)

Notes to the consolidated financial statements continued

5 Operating segments and alternative performance measures continued

Other monitored metrics and their reconciliation to consolidated metrics

31/12/2023	Austria	Czech Republic	Greece and Cyprus	United Kingdom	Total reportable segments	Corporate and other[a]	Consolidated total
Cash and cash equivalents	599.6	75.0	485.5	310.1	1,470.2	341.1	1,811.3
External loans and borrowings	54.6	–	658.7	–	713.3	3,420.5	4,133.8
Net debt	**(545.0)**	**(75.0)**	**173.2**	**(310.1)**	**(756.9)**	**3,079.4**	**2,322.5**
Lease liabilities	56.1	21.9	26.0	2.3	106.3	17.2	123.5
Net debt + leases	**(488.9)**	**(53.1)**	**199.2**	**(307.8)**	**(650.6)**	**3,096.6**	**2,446.0**
Other non-current financial assets	186.2	0.8	1.6	5.8	194.4	383.0	577.4
Other current financial assets	27.1	–	5.0	–	32.1	146.0	178.1
Net assets	790.3	326.3	1,338.2	42.9	2,497.7	(1,638.8)	858.9
Capital expenditures	27.5	6.7	31.0	7.8	73.0	29.1	102.1

(a) Corporate and other represents the residual contribution to consolidated metrics. It comprises headquarter functions, Allwyn LS Group, Allwyn UK, certain other immaterial non-operating entities and the effect of intragroup eliminations.

31/12/2022*	Austria	Czech Republic	Greece and Cyprus	United Kingdom	Total reportable segments	Corporate and other[a]	Consolidated total
Cash and cash equivalents	334.2	68.6	724.4	–	1,127.2	81.1	1,208.3
External loans and borrowings	76.5	–	788.4	–	864.9	2,038.5	2,903.4
Net debt	**(257.7)**	**(68.6)**	**64.0**	**–**	**(262.3)**	**1,957.4**	**1,695.1**
Lease liabilities	55.1	21.9	47.0	–	124.0	6.4	130.4
Net debt + leases	**(202.6)**	**(46.7)**	**111.0**	**–**	**(138.3)**	**1,963.8**	**1,825.5**
Other non-current financial assets	183.5	1.0	1.7	–	186.2	66.8	253.0
Other current financial assets	116.6	–	5.5	–	122.1	10.1	132.2
Net assets	805.6	306.8	1,638.9	–	2,751.3	(1,291.3)	1,460.0
Capital expenditures	20.2	11.9	20.1	–	52.2	16.0	68.2

* See Note 2.6

(a) Corporate and other represents the residual contribution to consolidated metrics. It comprises headquarter functions, Allwyn UK, certain other immaterial non-operating entities and the effect of intragroup eliminations.

Notes to the consolidated financial statements continued

6 Revenue

Revenue from gaming activities (GGR)
Gaming contracts of the Group are transactions in which the gaming institution (i.e., the Group) takes a position against its customer where the unsettled wager is a financial instrument that meets the definition of a derivative financial instrument. The value of the individual contract is contingent on the outcome of a specified event and the gaming institution is not, therefore, normally guaranteed a specific commission or return. Gaming contracts/derivatives are not exposed to pre-existing risk that was present before the contract and therefore are not treated as insurance contract. Exceptions in which the Group receives only a service fee but does not take a position against its customers are immaterial. For this reason, all material revenue from gaming contracts is recognised in accordance with IFRS 9 and the revenues, including derivative gains/losses, from gaming contracts are presented in the line "Revenue from gaming activities (GGR)".

Revenue from gaming activities (GGR) is recognised net as the difference between amount staked and players' winnings.

Revenue from gaming activities (GGR) from games where the outcome can be estimated accurately (primarily numerical lotteries and instant games) are recognised at a point when stakes from players are received. Accrued pay-outs (winnings) are recognised as "Liabilities from winnings" within Trade and other payables based on the expected pay-out ratio.

Revenue from gaming activities (GGR) from games where the outcome cannot be estimated reliably (primarily sports betting) are recognised after the uncertainty is resolved (i.e. when the betting event outcome is known). Stakes received relating to these bets are recorded as prepaid stakes within trade and other payables.

"Player deposits" are funds of online participants, who can use these funds for future lottery or other game stakes or withdraw them.

"Liabilities from winnings" comprises winnings payable to players from lotteries and betting games and accrued winnings from numerical and instant lotteries, including reserve for rolled-over jackpots which have not yet been won. If winnings are not settled whole within 12 months from the reporting date (i.e. games where prizes are paid as an annuity), the non-current portion is presented within non-current trade and other payables.

Unclaimed prizes are treated in accordance with applicable regulation and licence conditions, which differ from country to country. Generally unclaimed prizes remain recorded as a liability, either to the state or to the gaming participants (in "Liabilities from winnings"). In some cases, expired unclaimed winnings are credited to revenue.

Revenue recognition for different types of games and products is described below:

Numerical Lotteries (draw-based games)
There are two types of draw based games – fixed odds and parimutuel (jackpot games).

For fixed odds games, the pay-out is a fixed amount. For parimutuel games a pay-out pool is created and, in the event that there is no winner in a given draw, the prize is rolled to the next draw and accounted for as "Liabilities from winnings".

Revenue is recognised in the period when the bet is placed, net of the obligation to pay the game prizes in the future assessed at fair value.

Instant Lotteries (scratch cards)
Revenues from instant lottery ticket sales are recognised in the period when the sale of the lottery ticket to the player occurs, net of related winnings obligations. Unpaid winnings obligations are calculated as a percentage of sales, based on the pay-out ratio for each particular instant lottery product.

Sport Betting and other odds bets
Revenue is recognised when the bet event result occurs as amount staked less actual pay-out.

In the case of bets on a series of events, revenue is recognised when the last event result is known. Until the last event result is known, placed bets are recognised on the balance sheet as "Prepaid stakes" and no revenue is recognised.

iGaming
Revenue from certain games that are solely offered on an online basis are presented as "iGaming" revenue. The iGaming portfolio includes online lottery games, online instant win games, online casino and slot gaming. The revenue recognition depends on the individual games and follows the policies described above.

Lottery and betting games can be offered through physical retail (land-based) distribution or online. When a game is offered through both the retail and online channels, revenues from those games are presented together according to the product line split presented by the Group.

Video lottery terminals ("VLTs")
Revenue is defined as the net result of all players' sessions within a period. A player's session begins when the player inserts his/her card in the machine and ends when he/she takes the card out. Revenue is recognised as the net amount (receipts – winnings) of each player's game session.

Notes to the consolidated financial statements continued

6 Revenue continued

Casinos
Revenues from casino games (gaming tables and slot machines) are recognised as the net result of players' sessions within the casinos. Casino revenues arise when the gaming tables or slot machines are closed. Sold but not used chips are recognised as a liability.

Revenue from non-gaming activities
Private management services
Revenue from management services relates to the operation of the Illinois State Lottery under a private management agreement. Revenues in Illinois consist of a management fee, an operating allowance and an incentive fee. The management fee and operating allowance are intended to recover operational costs and are recognised as costs occur. The incentive fee is variable and is based on the performance of the Illinois lottery, evaluated against targets set out in the private management agreement.

Revenue from mobile phone top-up services
Mobile phone top-up services are the sale of electronic codes (mobile top-ups through prepaid cards) to retail customers. The Group has two types of customer arrangements in accordance with IFRS 15:

The Group acting as principal for the sale of electronic top-up codes to end users: in this category of contracts the Group acquires ownership of the electronic codes and assumes the risk of inventory. The revenue is recognised when the Group's agents sell the specific codes to end users.

The Group acting as agent for the sale of electronic top-up codes to end users: in this category of contracts the Group does not acquire ownership of the electronic codes. The revenue recognised in this category is the commissions received from the suppliers.

Revenue from mobile virtual network operator services
Mobile virtual network operator services are mobile telecommunication services (voice, messages, data) provided to retail customers. On a wholesale basis, the Group purchases a certain volume of voice, message and data services from a telecom company. The Group then sets its own prices at which it offers these services to the retail customer.

Revenue is recognised when the flow of voice or data services takes place, regardless of when payment or collection is made.

Unused prepaid credit for telecommunication services represents a performance obligation in accordance with IFRS 15 and is deferred and recognised as revenue when the prepaid period expires.

Technology and content services
Revenues from technology and content services relate to the provision of gaming technology solutions and content to third party customers and Group entities.

Revenue from other non-gaming activities
Other non-gaming revenues mainly relate to services complementary to gaming activities (events, sales of food and beverages). Revenue is recognised when the performance obligation is satisfied by transferring goods or services to the customer. The Group evaluates whether it operates as a principal or as an agent when delivering these services. When the Group determines that it operates as an agent, revenues are recognised on a net basis.

Substantially all non-gaming revenue is recognised at a single point in time.

Notes to the consolidated financial statements continued

6 Revenue continued

The table below show the disaggregation of Total Revenue:

2023	Austria	Czech Republic	Greece and Cyprus	United Kingdom	Allwyn LS Group	Corporate and other	Elimination of intragroup revenues*	Consolidated revenue
Revenue from gaming activities (GGR)								
Numerical Lotteries	589.0	243.9	730.0	2,433.1	–	–	–	**3,996.0**
Instant Lotteries	93.5	93.1	115.9	1,045.0	–	–	–	**1,347.5**
Sports Betting	19.4	8.6	645.5	–	–	–	–	**673.5**
iGaming	213.2	155.1	251.8	–	–	–	–	**620.1**
VLTs and Casinos	567.7	–	344.6	–	–	–	–	**912.3**
Total Revenue from gaming activities (GGR)	**1,482.8**	**500.7**	**2,087.8**	**3,478.1**	**–**	**–**	**–**	**7,549.4**
Revenue from non-gaming activities								
Private management services	–	–	–	–	138.8	–	–	**138.8**
Mobile phone top-up services	–	2.6	58.7	–	–	–	–	**61.3**
Non-gaming revenue from casinos	52.2	–	–	–	–	–	–	**52.2**
Mobile virtual network operator services	–	10.6	–	–	–	–	–	**10.6**
Technology and content services	–	–	–	–	15.1	–	(5.6)	**9.5**
Other non-gaming revenue	3.9	5.4	42.6	–	6.2	0.2	(2.0)	**56.3**
Total non-gaming revenue	**56.1**	**18.6**	**101.3**	**–**	**160.1**	**0.2**	**(7.6)**	**328.7**
Total Revenue	**1,538.9**	**519.3**	**2,189.1**	**3,478.1**	**160.1**	**0.2**	**(7.6)**	**7,878.1**

* "Elimination of intragroup revenues" represents the elimination of intragroup revenues of Allwyn LS Group from the United Kingdom segment and Corporate.

Notes to the consolidated financial statements continued

6 Revenue continued

2022	Austria	Czech Republic	Greece and Cyprus	United Kingdom	Corporate and other	Consolidated revenue
Revenue from gaming activities (GGR)						
Numerical Lotteries	607.6	229.9	709.5	–	–	**1,547.0**
Instant Lotteries	92.8	82.0	107.9	–	–	**282.7**
Sports Betting	19.9	12.0	603.7	–	–	**635.6**
iGaming	182.4	129.2	199.5	–	–	**511.1**
VLTs and Casinos	516.5	–	318.4	–	–	**834.9**
Total GGR	**1,419.2**	**453.1**	**1,939.0**	**–**	**–**	**3,811.3**
Revenue from non-gaming activities						
Mobile phone top-up services	–	2.8	68.0	–	–	**70.8**
Mobile virtual network operator services	–	11.4	–	–	–	**11.4**
Non-gaming revenue from casinos	47.1	–	–	–	–	**47.1**
Other non-gaming revenue	6.0	3.9	37.7	–	–	**47.6**
Total non-gaming revenue	**53.1**	**18.1**	**105.7**	**–**	**–**	**176.9**
Total Revenue	**1,472.3**	**471.2**	**2,044.7**	**–**	**–**	**3,988.2**

Notes to the consolidated financial statements continued

6 Revenue continued

A breakdown of Total Revenue by country where the revenue was generated is presented in the table below:

	2023	2022
United Kingdom	3,479.3	–
Greece	2,042.1	1,902.9
Austria	1,319.4	1,261.6
Czech Republic	518.5	471.2
Cyprus	140.6	135.5
United States of America	139.3	–
Germany	124.3	117.2
Belgium	57.1	54.1
Other EU countries	29.8	20.6
Other non-EU countries	27.7	25.1
Total Revenue	**7,878.1**	**3,988.2**

7 Other operating income

	Note	2023	2022
Benefit from extension of concession		232.6	230.2
Recharges to Allwyn AG	33	28.6	29.8
Termination of leases	25	12.9	–
Income from leases		9.6	5.7
Change in value of Arbitration award		2.3	5.6
Income from government grants		0.7	4.8
Other		27.5	15.9
Other operating income		**314.2**	**292.0**

"Benefit from extension of cdoncession" represents the proportionate amount (on accrual basis) of OPAP's benefit from a relief from gaming tax obligations applicable during the 10-year period from 13 October 2020, in the Greece and Cyprus segment.

Effect of extension of concession in Greece and Cyprus segment (OPAP)

New terms of an exclusive concession to conduct, manage, organise and operate numerical lottery and sports betting games in Greece become effective for a period of 10 years starting from 13 October 2020, based inter alia on an agreement dated 29 April 2013 between OPAP and the Greek State. In 2011, OPAP made an upfront payment of €375 million in connection with the concession extension.

The agreement stipulates that during the extension period, OPAP will pay cash gaming taxes at a rate of 5% of applicable Revenue from gaming activities (GGR) instead of the headline rate of 30%. Based on the agreement, OPAP benefits from a relief from gaming tax obligation in the aggregate amount of €1,831 million (which is contractually deemed prepaid as part of the upfront payment), plus related adjustments to compensate for income tax effects, over the extension period. Any difference between:

- The €1,831 million, plus additional compensation related to higher income tax expenses from related benefits; and
- The difference between gaming taxes at 30% and cash gaming taxes at 5% (i.e. gaming tax cash savings) (the "additional consideration");

Will be settled as of 13 October 2030 either as an additional payable from OPAP to the Greek State, or a receivable of OPAP from the Greek State.

From 13 October 2020 for the period of 10 years, the Group accounts for the effects of the agreement in the following way:

- An intangible asset of €375 million is amortised over 10 years;
- Other operating income of €1,831 million, plus adjustments to compensate for income tax effects, are recognised on accrual basis over 10 years; and
- Non-current receivables or payables are recorded, representing the present value of the additional consideration, reflecting the difference between gaming tax cash savings and the amounts recorded in Other operating income.

From 13 October 2020 as of each balance sheet date, the receivable or payable relating to the additional consideration that will result in a receipt from or payment to the Greek State at the end of the concession period is discounted to present value with the effect of discounting recognised in other finance income or expense as appropriate.

"Income from government grants" mainly comprises income from measures implemented by governments to support companies impacted by COVID-19 related restrictions. The Group received support from various programmes, especially support for the cost of furloughed staff, fixed costs subsidy and loss compensation subsidy programmes in Austria.

Notes to the consolidated financial statements continued

7 Other operating income continued

"Arbitration gains" comprises income of €2.3 million (31 December 2022: €5.6 million) from the change in lifetime expected credit loss ("ECL") of compensation awarded to Casinos Austria International Holding GmbH Limited by an arbitration court in a case against the Argentine Republic relating to revocation of a gaming licence.

Lease income
Income from the lease of non-residential premises, office space and movable assets is recognised as other operating income on a straight-line basis over the term of the lease.

8 Gaming taxes and Good Cause contributions

Gaming taxes
Gaming taxes are levies on gaming activities as defined by local legislation or regulation. Generally, they are calculated as a fixed percentage of Revenue from gaming activities (GGR) or amounts staked, depending on the jurisdiction and the game.

The Group recognises gaming taxes expenses and liabilities in the period in which the underlying Revenue from gaming activities (GGR) is recognised.

Impact of acquisition of Camelot UK
As operator of the UK National Lottery under the Third Licence, Camelot UK is subject to:

- Lottery duty calculated as a fixed percentage of amounts staked; and
- Other mandatory payments in the form of Good Cause contributions to the National Lottery Distribution Fund ("NLDF"), which are variable and depend on Revenue from gaming activities (GGR), retailers' commissions and other costs, with the calculation rules set out in its licence.

	2023	2022
Gaming taxes and Lottery duty	(2,506.0)	(1,456.8)
Good Cause contributions	(1,783.1)	–
Gaming taxes and Good Cause contributions	**(4,289.1)**	**(1,456.8)**

9 Agents' commissions

Agents' commissions
Agents' commissions are commissions paid to retail agents for their services. They are in most cases calculated as a percentage of amount staked, Revenue from gaming activities (GGR) or Net gaming revenue (NGR). Agents' commissions are recognised in the period in which the underlying Revenue from gaming activities (GGR) is recognised. Agents' commission payables are netted against receivables from agents.

NGR is an alternative performance measure used in the gaming industry and is calculated as Revenue from gaming activities (GGR) less Gaming taxes and Good Cause contributions.

10 Materials, consumables and services

	2023	2022*
Fees to gaming system providers	(224.4)	(147.1)
Advisory and other professional services	(175.3)	(100.3)
IT, software and other operational services	(135.4)	(46.9)
Services relating to gaming operations	(99.1)	(79.7)
Materials and consumables	(76.8)	(27.9)
Materials and services related to mobile revenue	(71.6)	(76.7)
Telecommunication services	(20.7)	(17.7)
Repairs and maintenance	(14.3)	(13.6)
Short-term, low value and variable lease expenses (see Note 25)	(10.9)	(9.2)
Other services	(77.1)	(46.9)
Materials, consumables and services	**(905.6)**	**(566.0)**

* See Note 2.6

Notes to the consolidated financial statements continued

11 Other operating expenses

	2023	2022*
Fine from Hellenic Competition Commission	(24.5)	–
Other taxes	(10.5)	(8.5)
Write-offs and change in credit loss provisions for receivables	(7.1)	(1.2)
Other	(75.9)	(55.2)
Other operating expenses	**(118.0)**	**(64.9)**

* See Note 2.6

"Fine from Hellenic Competition Commission" represents a fine relating to alleged breaches of competition rules in the provision of bill payment and mobile top up services between 2017 and 2021. In September 2023, the Hellenic Competition Commission (the "HCC") imposed a fine of €24.6 million on OPAP for alleged breaches of competition rules relating to the provision of bill payment and mobile top up services offered in the Greek market between 2017 and 2021. The fine does not relate to OPAP's core business in the gaming market. OPAP categorically denies the practices attributed to it and therefore filed a petition against the decision before the Athens Administrative Courts. As of 30 September 2023, the fine was recognised within other operating expenses (€24.6 million) and finance expenses (€0.6 million) in the Greece and Cyprus segment.

In 2023 and 2022, material items presented in "Other" primarily comprises fees, travel expenses and insurance premiums.

12 Other gains and losses

	Note	31/12/2023	31/12/2022
Gain/(loss) on revaluation of financial assets through profit or loss (FVTPL)	20	6.0	(7.2)
Loss on change of contingent consideration	27	–	(7.9)
Other individually immaterial gains and losses		(0.4)	2.5
Other gains and losses		**5.6**	**(12.6)**

13 Finance costs, net

Interest income and interest expense are recorded applying the effective interest rate method.

Interest expense comprises the interest expense on loans, bonds and other borrowings and the unwinding of the discount on non-current provisions and other liabilities.

Other finance income and expense comprises foreign exchange gains/losses, the net change from the discounting of the accrued receivable related to the extension of the concession in the Greece and Cyprus segment to present value (see Note 7), losses from the extinguishment of loans and borrowings, the revaluation of derivatives that do not qualify for hedge accounting, bank fees and other charges relating to financing activities.

	2023	2022
Interest income	**56.1**	**8.7**
Interest expense on loans, bonds and other liabilities	(249.0)	(129.5)
Interest expense on leases	(7.9)	(5.1)
Interest expense	**(256.9)**	**(134.6)**
Foreign exchange gains/(losses)	(8.2)	1.0
Other finance income	10.0	0.2
Other finance expenses	(36.5)	(30.2)
Other finance income and expense	**(34.7)**	**(29.0)**
Finance costs, net	**(235.5)**	**(154.9)**

In 2023, material items presented in "Other finance expenses" include penalty interest of €11.9 million on the disputed difference between the gaming taxes payable on Hellenic Lotteries' applicable Revenue from gaming activities (GGR) and the minimum annual amount of €50.0 million (see Note 31) and fees on bank guarantees issues in connection with the Group's bid to operate the UK National Lottery of €7.8 million.

In 2022, material items presented in "Other finance expenses" included fees on bank guarantees issued in connection with the Group's bid to operate the UK National Lottery of €14.2 million and a loss of €4.3 million from the early repayment of a bank loan (relating to accelerated amortisation of financing fees).

Notes to the consolidated financial statements continued

14 Taxes

14.1 Income tax

	2023	2022
Current income tax expense	(233.1)	(178.9)
Deferred income tax	44.9	34.0
Income tax expense	**(188.2)**	**(144.9)**

Current income tax is calculated on the basis of the tax laws enacted, or substantively enacted, at the balance sheet date in the countries where the Company and its subsidiaries operate and generate taxable income.

Current tax comprises the tax estimate for 2023 and any adjustment to the tax estimate for 2022.

14.2 Deferred tax assets and liabilities

	31/12/2023	31/12/2022
Deferred tax asset	114.1	59.0
Deferred tax liability	(450.3)	(428.0)
Deferred tax asset (+)/liability (–)	**(336.2)**	**(369.0)**

Deferred tax is calculated using enacted or substantively enacted tax rates that are also expected to be applicable when the asset is realised, or the liability settled.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to taxes levied by the same tax authority on the same taxable entity, if there is an intention to settle current tax liabilities and assets on a net basis or tax assets and liabilities will be realised simultaneously.

Deferred tax is calculated using tax rates applicable to individual companies and deferred tax assets are recognised only to the extent that they are recoverable.

14.3 Change in deferred tax

The following tables show the change in deferred tax recognised in the statement of comprehensive income and other changes that affected deferred tax assets and liabilities:

	Balance at 01/01/2023	Changes in 2023				Balance at 31/12/2023
2023	Deferred tax liability (-)/ asset (+)	Business Combination	Recognised in profit or loss	Recognised in OCI	Other changes	Deferred tax liability (-)/ asset (+)
Deferred tax asset (+)/ liability (–)	**(369.0)**	**(20.5)**	**44.9**	**7.1**	**1.3**	**(336.2)**
Tangible fixed assets	(18.9)	14.1	(7.3)	–	0.6	(11.5)
Intangible fixed assets	(421.4)	(47.7)	35.5	–	0.4	(433.2)
Financial assets	0.1	–	(0.5)	–	–	(0.4)
Receivables	(6.5)	(1.2)	2.2	–	(0.1)	(5.6)
Liabilities	29.5	2.7	(10.0)	1.0	(0.2)	23.0
Liabilities arising from leases	21.1	–	2.2	–	(0.1)	23.2
Provisions	7.0	10.6	(13.2)	–	0.3	4.7
Tax losses carried forward	22.0	1.0	33.5	–	0.4	56.9
Hedging derivatives	(1.9)	–	2.5	6.1	–	6.7

	Balance at 01/01/2022	Changes in 2022			Balance at 31/12/2022
2022	Deferred tax liability (-)/ asset (+)	Recognised in profit or loss	Recognised in OCI	Other changes	Deferred tax liability (-)/ asset (+)
Deferred tax asset (+)/liability (–)	**(400.3)**	**34.0**	**(3.5)**	**(0.8)**	**(369.0)**
Tangible fixed assets	(14.3)	(4.5)	–	(0.1)	(18.9)
Intangible fixed assets	(428.0)	7.0	–	(0.4)	(421.4)
Financial assets	(0.1)	0.2	–	–	0.1
Receivables	(10.9)	4.4	–	–	(6.5)
Liabilities	36.9	(6.0)	(3.2)	1.8	29.5
Liabilities arising from leases	11.7	9.3	–	0.1	21.1
Provisions	5.6	1.4	–	–	7.0
Tax losses carried forward	0.6	22.2	–	(0.8)	22.0
Hedging derivatives	(1.8)	–	(0.3)	0.2	(1.9)

Notes to the consolidated financial statements continued

14 Taxes continued

Deferred tax assets from tax losses carried forward are recognised only to the extent that future taxable profits will utilise those losses. Future taxable profits are considered based on the five-year business plans prepared and approved by the Board of Directors of operating entities.

Tax losses recognised in 2023 and 2022 relate mainly to set-up and transition costs incurred by Allwyn UK which will be recoverable from future taxable profits from operation of the UK National Lottery.

Deferred tax assets arising from other temporary differences are analysed for recoverability based on the existence of future taxable profit and for the potential to offset against deferred tax liabilities.

The majority of deferred tax assets relate to temporary difference in liabilities arising from leases in Camelot UK, Hellenic Lotteries, CASAG, Casinos Austria International Belgium S.A. and Glücks- und Unterhaltungsspiel Betriebsges.m.b.H. Based on the expected timing of realisation and forecast of future taxable profits in these entities, the Group does not see any substantial recoverability risk for these deferred tax assets.

Unrecognised deferred tax assets are shown in the table below:

	2023	2022
Tax losses carried forward for which deferred tax asset is not recognised	291.0	175.6
Temporary differences for which deferred tax asset is not recognised	7.2	24.3
Total tax base for unrecognised deferred tax assets	**298.2**	**199.9**
Total unrecognised deferred tax assets (tax base multiplied by relevant tax rate)	**66.7**	**44.8**

Unrecognised tax losses expire as follows:

	2023	2022
Unrecognised tax loss carry forwards expiring in:		
1 year	10.4	11.3
2 years	73.5	11.3
3 years	38.5	39.0
4 years	25.2	17.5
5 years	34.2	23.9
over 5 years	16.9	10.4
Unlimited	92.3	62.2
Tax losses carried forward (tax base)	**291.0**	**175.6**
Total unrecognised deferred tax asset from tax losses carried forward (tax base multiplied by relevant tax rate)	**65.2**	**39.2**

Tax losses carried forward for which a deferred tax asset is not recognised have arisen in subsidiaries that are loss-making for some time and where there is no evidence of recoverability in the near future according to five-year business plans or in start-up companies with high initial costs.

Notes to the consolidated financial statements continued

14 Taxes continued

14.4 Reconciliation of effective tax rate

	2023	2022
Profit before tax	**708.1**	**716.1**
Tax at statutory income tax rate of the Company (19% in 2023 and 2022)	134.5	136.1
Tax effect of:		
Non-deductible expenses	52.8	22.7
Non-taxable income	(7.4)	(3.0)
Profit or loss of equity method investees	(21.8)	(16.8)
Different tax rate in companies within the Group	27.9	23.6
Effect of change in income tax rate	(2.5)	(2.4)
Tax loss carry-forward claimed during the period for which no deferred tax asset was previously recognised	(11.8)	(0.2)
Unrecognised deferred tax assets relating to tax losses in the current period	23.5	4.3
Effect of tax credit	(12.6)	(15.4)
Effect of tax relating to prior periods	5.7	(1.2)
Other	(0.1)	(2.8)
Actual income tax expense	**188.2**	**144.9**

"Non-deductible expenses" primarily comprises non-deductible interest, non-deductible operating costs and non-deductible foreign exchange losses on the Company level totalling €28.3 million (31 December 2022: €15.6 million) and from the newly acquired Camelot UK and Allwyn LS Group totalling €16.8 million (31 December 2022: nil).

In 2023, "Effect of change in income tax rate" relates to an increase in the tax rate used for calculation of deferred tax in the Czech Republic, from 19% to 21%, from the start of 2024, and an increase in the United Kingdom, from 19% to 25%, from 1 April 2023.

In 2022, "Effect of change in income tax rate" relates to a reduction of the tax rate used for calculation of deferred tax in Austria, from 25% to 24% and 23% for the years 2023 and 2024, respectively.

"Tax loss carry-forward claimed during the period for which no deferred tax asset was previously recognised" relates to tax loss carry-forward recognition in the Austria segment.

"Unrecognised deferred tax assets relating to tax losses in the current period" relates to current period tax losses, for which deferred tax assets were not recognised due to the reassessment of business plans during the year 2023 in the Greece and Cyprus segment.

"Effect of tax credit" in the year 2023 mainly comprises a tax refund from the Maltese tax authorities for the year ended 31 December 2022.

Notes to the consolidated financial statements continued

15 Intangible assets and goodwill

Intangible assets with finite useful life are measured at acquisition cost and are amortised on a straight-line basis over their estimated useful life, which is expected to be as follows:

- Licences — The period for which they have been issued or indefinite
- Brands and trademarks — Described individually (generally indefinite)
- Customer relationships, customer contracts — 4-21 years
- Software and other:
  - Software — 1-10 years
  - Distribution network (contracts with providers) — 20 years

Licences relate mainly to the Group's lottery and other gaming businesses.

Major customer relationships, customer contracts, brands and trademarks are capitalised upon the acquisition of companies that are party to such contracts or hold such brands and trademarks.

No intangible assets have been pledged as collateral during the periods presented.

2023	Note	Licences	Brands and trademarks	Customer relationships, customer contracts	Software	Total intangible assets (excluding goodwill)	Goodwill	Total
Acquisition cost		**1,517.6**	**1,275.0**	**133.8**	**174.4**	**3,100.8**	**1,104.3**	**4,205.1**
Accumulated amortisation and impairment losses		**(502.0)**	**–**	**(55.0)**	**(111.0)**	**(668.0)**	**(21.6)**	**(689.6)**
Net book value at 01/01/2023		**1,015.6**	**1,275.0**	**78.8**	**63.4**	**2,432.8**	**1,082.7**	**3,515.5**
Additions		–	–	–	78.5	78.5	–	78.5
Disposals		–	–	–	–	–	–	–
Business combinations	4.1	170.5		14.8	44.4	229.7	140.3	370.0
Transfers		–	–	–	(0.9)	(0.9)	–	(0.9)
Amortisation expense		(212.2)	–	(25.6)	(46.5)	(284.3)	–	(284.3)
Impairment		(22.2)	–	–	(0.4)	(22.6)	–	(22.6)
Effect of currency translation		0.8	(1.9)	0.8	(1.5)	(1.8)	(14.6)	(16.4)
Net book value at 31/12/2023		**952.5**	**1,273.1**	**68.8**	**137.0**	**2,431.4**	**1,208.4**	**3,639.8**
Acquisition cost		**1,688.4**	**1,273.1**	**149.4**	**283.6**	**3,394.5**	**1,230.0**	**4,624.5**
Accumulated amortisation and impairment losses		**(735.9)**	**–**	**(80.6)**	**(146.6)**	**(963.1)**	**(21.6)**	**(984.7)**

Additions
The main increase in software of €35.9 million relates to Allwyn UK, relating to development of software assets that are needed to operate the UK National Lottery, including website development. The assets above will be brought into use either at the start of the new licence on 1 February 2024 or subsequently.

Notes to the consolidated financial statements continued

15 Intangible assets and goodwill continued

Impairment

In light of operational challenges and reduced earnings expectations in the Liechtenstein CGU (part of the Austria operating segment) the Group performed an impairment test using the value in use method. Assuming a revenue CAGR of 3.1% and a discount rate of 8.7%, the resulting recoverable value in December 2023 of €22.4 million was lower than the carrying value, resulting in an impairment of €15.9 million that was allocated to the carrying value of the licence.

In light of operational challenges in Hellenic Lotteries (part of the Greece and Cyprus operating segment) the Group performed an impairment test as of December 2023. The impairment test was performed using the value in use method for the CGU based on a forecast covering the remaining licence period (until April 2026), assuming a Revenue CAGR of 3.5% and a discount rate of 9.6%. The resulting recoverable value in December 2023 of €15.7 million was lower than the carrying value, resulting in an impairment of €6.3 million allocated to the carrying value of the Hellenic Lotteries licence.

2022	Note	Licences	Brands and trademarks	Customer relationships, customer contracts	Software	Total intangible assets (excluding goodwill)	Goodwill	Total
Acquisition cost		**1,501.8**	**1,272.6**	**133.8**	**149.4**	**3,057.6**	**1,077.9**	**4,135.5**
Accumulated amortisation and impairment losses		**(387.7)**	**–**	**(31.7)**	**(93.8)**	**(513.2)**	**(21.6)**	**(534.8)**
Net book value at 01/01/2022		**1,114.1**	**1,272.6**	**102.1**	**55.6**	**2,544.4**	**1,056.3**	**3,600.7**
Additions		16.4	0.1	–	25.8	42.3	–	42.3
Disposals		–	–	–	(0.1)	(0.1)	–	(0.1)
Transfers		–	–	–	–	–	–	–
Amortisation expense		(94.0)	–	(23.3)	(18.4)	(135.7)	–	(135.7)
Impairment		(20.2)	–	–	–	(20.2)	–	(20.2)
Effect of currency translation		(0.7)	2.3	–	0.5	2.1	12.0	14.1
Other movement		–	–	–	–	–	14.4	14.4
Net book value at 31/12/2022		**1,015.6**	**1,275.0**	**78.8**	**63.4**	**2,432.8**	**1,082.7**	**3,515.5**
Acquisition cost		**1,517.6**	**1,275.0**	**133.8**	**174.4**	**3,100.8**	**1,104.3**	**4,205.1**
Accumulated amortisation and impairment losses		**(502.0)**	**–**	**(55.0)**	**(111.0)**	**(668.0)**	**(21.6)**	**(689.6)**

Additions

Following the award of the licence to operate the UK National Lottery in September 2022, the Group recognised the licence as an intangible asset with a carrying value of €14.3 million which includes the directly attributable costs of obtaining the licence.

Other additions comprise various individually immaterial investments and upgrades to gaming software across operating segments.

Impairment

In light of operational challenges in Hellenic Lotteries (part of the Greece and Cyprus operating segment) the Group performed an impairment test as of December 2022. The impairment test was performed using the value in use method for the CGU based on a forecast covering the remaining licence period (until April 2026), assuming a Revenue CAGR of 5.4% and a discount rate of 11.1%. The resulting recoverable value in December 2022 of €31.7 million was lower than the carrying value, resulting in an impairment of €20.2 million allocated to the carrying value of the Hellenic Lotteries licence.

The Group also performed an impairment test of the licence to operate VLTs in Greece and Cyprus as of December 2022. The impairment test was performed using the value in use method for the CGU based on a forecast covering the remaining licence period of 12 years (until 2034), assuming a Revenue CAGR of 1.6% and a discount rate of 10.8%.

Notes to the consolidated financial statements continued

15 Intangible assets and goodwill continued

The resulting recoverable value was €405.6 million, while the carrying value was €404.9 million. As a result, no impairment was recognised, but a negative change to key input parameters (cash flow projection or discount rate) would result in an impairment.

15.1 Licences

Carrying value of Licences		Useful life	31/12/2023	31/12/2022
Austrian Lotteries	Licence to operate numerical lotteries in Austria	Indefinite	192.1	192.1
OPAP	Licence to operate VLT games in Greece	(11 years)	371.2	404.9
OPAP	Licence to operate lottery games in Greece	(7 years)	253.1	290.6
Allwyn North America Inc.	Private management agreement licence to operate Illinois lottery	(4 years)	51.8	–
Hellenic Lotteries	Licence to operate scratch-card games in Greece	(2 years)	15.9	31.7
Allwyn UK	Licence to operate UK National lottery	(10 years)	14.1	13.8
SAZKA	Vendor licence to operate gaming software	(8 years)	12.8	14.8
	Other individually immaterial		*41.5*	*67.7*
Total			**952.5**	**1,015.6**

The licence to operate numerical lotteries in Austria, which is held by Austrian Lotteries and has a carrying amount of €192.1 million, is deemed to have an indefinite useful life. The current licence expires in September 2027, but based on Allwyn's and the local organisation's strong track record of operation, the well established brands, incumbent expertise, and responsible gaming credentials, there is no indication that Austrian Lotteries will not be able to position themselves as best provider and therefore freely secure the licence in the foreseeable future. At present, no change in the process to secure the licence is expected. Furthermore, no public information exists that the Austrian Government, which is one of the main shareholders in Austrian Lotteries via its interest in CASAG, intends to change the process. Hence it is assumed that Austrian Lotteries is able to obtain prolongation of the licence for future periods and thus the licence is expected to continue as indefinite. The licence is annually tested for impairment through the value in use method for the Austrian Lotteries CGU (see Note 17.1).

15.2 Brands and trademarks

	2023	2022
Austrian Lotteries	296.8	296.8
OPAP	724.4	724.4
Stoiximan	175.4	175.4
SAZKA	76.5	78.4
Total	**1,273.1**	**1,275.0**

The determination of the indefinite useful life of "Brands and trademarks" involves historical experience, marketing considerations and the nature of the industries in which the brands are operated. The brands and trademarks of Austrian Lotteries, OPAP, Stoiximan and SAZKA are all well established in their respective markets and have substantial market shares. All brands generate stable cash flows, where the Austrian Lotteries brand is among the key brands in Austria, OPAP and Stoiximan brands are among the key brands in Greece and Cyprus and SAZKA is among the key brands in the Czech Republic. The Group continues to invest in brand awareness and brand recognition and expects to use the brands for the foreseeable future. Therefore, the useful life of "Brands and trademarks" is expected to be indefinite and is annually tested for impairment (see Note 17.1).

15.3 Goodwill

The table below shows the allocation of the carrying value of elements of goodwill into individual CGUs and to which operating segments those CGUs belong:

Operating segment	Goodwill allocated to CGU	31/12/2023	31/12/2022
Austria	Austrian Lotteries	136.6	136.6
Czech Republic	SAZKA	389.8	399.7
Greece and Cyprus	OPAP*	221.4	221.4
Greece and Cyprus	Stoiximan	325.0	325.0
None	Allwyn LS Group	129.1	–
United Kingdom	Allwyn UK	6.5	–
Total		**1,208.4**	**1,082.7**

* OPAP CGU in the goodwill allocation context means OPAP excluding Stoiximan, as Stoiximan is a separate CGU.

Notes to the consolidated financial statements continued

16 Property, plant and equipment ("PPE")

Property, plant and equipment
PPE and leased assets are measured at acquisition cost and are depreciated on a straight-line basis. Leased assets are depreciated over the shorter of the lease term and their useful lives unless it is reasonably certain that the Group will obtain ownership by the end of the lease term. Land is not depreciated.

The following table shows the expected useful life of individual groups of fixed assets:

- Buildings – owned 10-60 years
- Buildings – right of use 1-60 years
- Machinery and equipment – owned:
  - Appliances and special technical equipment 3-20 years
  - Fixtures and fittings 3-14 years
  - Vehicles 4-10 years
  - Machinery and equipment 3-20 years
  - Other tangible assets 2-20 years
- Machinery and equipment – right of use 1-15 years

No PPE was pledged as collateral during the periods presented.

2023	Note	Land – owned	Buildings – owned	Buildings – right of use	Machinery and equipment – owned	Machinery and equipment – right of use	Total
Acquisition cost		**18.3**	**191.2**	**179.5**	**212.9**	**15.7**	**617.6**
Accumulated amortisation and impairment losses		**–**	**(54.3)**	**(75.0)**	**(116.8)**	**(8.8)**	**(254.9)**
Net book value at 01/01/2023		**18.3**	**136.9**	**104.5**	**96.1**	**6.9**	**362.7**
Additions		–	10.9	6.4	31.6	15.6	64.5
Transfers		–	0.6	–	0.3	–	0.9
Business combination	4.1	–	–	9.4	2.0	6.5	17.9
Disposals		(0.2)	(1.4)	(15.8)	(2.6)	(0.1)	(20.1)
Depreciation expense		–	(13.3)	(29.0)	(36.7)	(10.6)	(89.6)
Impairment		–	12.0	0.2	(0.5)	–	11.7
Effect of currency translation		(0.1)	0.2	(0.2)	(0.1)	0.2	–
Modification of leasing		–	–	20.6	–	0.5	21.1
Net book value at 31/12/2023		**18.0**	**145.9**	**96.1**	**90.1**	**19.0**	**369.1**
Acquisition cost		**18.0**	**197.5**	**184.7**	**233.8**	**36.5**	**670.5**
Accumulated amortisation and impairment losses		**–**	**(51.6)**	**(88.6)**	**(143.7)**	**(17.5)**	**(301.4)**

Major additions
The additions primarily comprise various individually immaterial investments in the adaptation of business premises and technical equipment.

Notes to the consolidated financial statements continued

16 Property, plant and equipment ("PPE") and investment property continued

Major disposals

In light of the operational performance of Horse Races Single Member S.A. (part of the Greece and Cyprus operating segment) the management decided to exercise its contractual right to terminate the lease agreement of the Markopoulo racecourse. The net book value of the Markopoulo racecourse as of 31 December 2023, before the derecognition, was €15.2 million and the respective lease liability was €28.1 million, resulting in a gain from the derecognition of €12.9 million.

Impairment

Following the continuing good performance of casino operations in our Austria segment, reversals of impairments of €12.4 million were recognised in Casinos Austria AG, of which €12.2 million is attributable to "Buildings – owned" and €0.2 million is attributable to "Buildings – right of use". The reversals are due to improved earnings expectations at individual locations, and relate to impairments recognised during the years 2020 - 2022. The net carrying amount of the "Buildings – owned" and "Buildings – right of use" at the period end was €16.4 million.

The Group recognised an impairment of investment property in the Czech Republic segment based on the results of a valuation performed by an independent valuer in September 2023. An impairment of €10.8 million was recorded to reduce the carrying value to the fair value. By the end of the year, the "Investment property" was sold. The profit from the sale was €0.7 million.

2022	Note	Land – owned	Buildings – owned	Buildings – right of use	Machinery and equipment – owned	Machinery and equipment – right of use	Total
Acquisition cost		**18.9**	**191.0**	**176.9**	**202.1**	**12.1**	**601.0**
Accumulated amortisation and impairment losses		**–**	**(38.5)**	**(58.1)**	**(86.2)**	**(6.8)**	**(189.6)**
Net book value at 01/01/2023		**18.9**	**152.5**	**118.8**	**115.9**	**5.3**	**411.4**
Additions		0.8	5.3	7.9	21.3	4.9	40.2
Transfers		–	(1.5)	2.0	(0.5)	–	–
Business combination		(1.5)	(0.1)	–	–	–	(1.6)
Disposals		(0.1)	(0.4)	(2.7)	(1.7)	(0.1)	(5.0)
Depreciation expense		–	(13.2)	(22.7)	(38.1)	(2.9)	(76.9)
Impairment		0.2	(5.9)	(2.2)	(1.3)	(0.2)	(9.4)
Effect of currency translation		–	0.2	1.2	0.5	(0.1)	1.8
Modification of leasing		–	–	2.2	–	–	2.2
Net book value at 31/12/2023		**18.3**	**136.9**	**104.5**	**96.1**	**6.9**	**362.7**
Acquisition cost		**18.3**	**191.2**	**179.5**	**212.9**	**15.7**	**617.6**
Accumulated amortisation and impairment losses		**–**	**(54.3)**	**(75.0)**	**(116.8)**	**(8.8)**	**(254.9)**

Major additions

The additions primarily comprise various individually immaterial investments in adaptation of business premises and technical equipment.

Impairment

Following management's decision to discontinue operation of LIE2 AG in Liechtenstein (part of the Austria operating segment), the Group performed an impairment test and recognised an impairment loss as of 31 December 2022 of €5.3 million allocated to both owned and leased tangible assets. The remaining carrying value of the assets after the impairment is €1.0 million, supported by fair market value estimates derived from concrete purchase offer prices.

Additionally, the Group performed impairment tests for various individually immaterial assets within the Austrian segment (both owned and leased PPE in casino operations), where operational risk following the COVID-19 pandemic were identified and recorded an aggregate impairment of €8.2 million, while also recording reversals of impairments recognised in previous periods of €4.1 million.

Notes to the consolidated financial statements continued

17 Impairment

17.1 Impairment testing of indefinite-lived intangible assets and goodwill

No impairment was recorded in connection with goodwill, brands and trademarks or licences with indefinite useful life.

Impairment testing

An impairment is determined by estimating the recoverable amount of the cash-generating unit to which goodwill and other indefinite-lived intangible assets relate, and comparing this with carrying value.

In accordance with IAS 36, the Group tests goodwill and indefinite-lived intangible assets (i.e. brands and trademarks, Austrian lotteries licence) for impairment annually as of 30 September.

The recoverable amount of each CGU was estimated using the value in use method, based on an explicit cash flow forecast prepared as part of a business plan covering a period of five years, approved by management and valid at the impairment testing date, with a terminal growth rate of 2%, discounted using weighted average cost of capital relevant for each CGU. The Revenue growth during the 5-year forecast period is based on budgets and medium-term plans, reflecting historical growth trends and market growth assumptions. For 2023 the Revenue growth during the 5-year forecast period is within the range from established markets 3-7% and new businesses 8-12%.

The Group performs sensitivity analysis for changes in the following input parameters:

- +/- 1% change in WACC;
- +/- 1% change in perpetuity growth rate; and
- +/- 2% change in Revenue CAGR (assuming no change in costs that are not directly variable).

Where the resulting recoverable amount of a CGU significantly exceeds the carrying amount including goodwill (above 20% difference), the Group does not make specific disclosures regarding the sensitivity testing.

Testing results for the year 2023

Value in use testing in 2023	WACC	Perpetuity growth rate	Recoverable amount of the CGU	Carrying value of the CGU
Austrian Lotteries	9.88%	2%	> 2,000	704.8
OPAP*	10.58%	2%	> 3,000	960.8
Stoiximan	11.98%	2%	> 1,000	536.3
SAZKA	11.41%	2%	> 1,000	417.2
Allwyn LS Group	11.42%	2%	> 250	200.7
Allwyn UK**	10.73%	2%	> 750	136.2

* OPAP CGU in the goodwill allocation context means OPAP excluding Stoiximan, as Stoiximan is a separate CGU.

** Allwyn UK CGU represents an aggregation of entities operating the UK National Lottery. This means Camelot UK until January 2024 and Allwyn UK from February 2024 onward. From an impairment testing perspective the recoverable value is determined by the future performance of Allwyn UK.

Testing results as of 31 December 2022

Value in use testing in 2022	WACC	Perpetuity growth rate	Recoverable amount of the CGU	Carrying value of the CGU
Austrian Lotteries	9.32%	2%	> 2,500	738.6
OPAP*	10.62%	2%	> 4,000	1,326.8
Stoiximan	13.34%	2%	>900	520.8
SAZKA	11.38%	2%	> 1,000	434.8

* The OPAP CGU in the goodwill allocation context means OPAP excluding Stoiximan, as Stoiximan is a separate CGU.

Notes to the consolidated financial statements continued

17 Impairment continued

17.2 Impairment – other

Impairment assessment
Each quarter, management makes an assessment whether there is a risk of impairment in certain individual assets or CGUs and, when necessary, performs impairment testing using the value in use method or fair value less costs of disposal (FVLCD) method.

In the value in use method, the recoverable amount of each CGU is estimated based on an explicit cash flow forecast usually covering a period of five years, approved by management and valid at the impairment testing date, with a terminal growth rate of 2%, discounted using a weighted average cost of capital relevant for each CGU.

Fair value less cost of disposal, where used for individual assets, has been determined using Level 3 inputs.

Impairment testing disclosures
When an impairment test does not result in an impairment and reasonable scenarios in sensitivity testing (20% overall relative value impact) would also not result in a material impairment, the Group does not make specific disclosures regarding the sensitivity testing.

For other impairments refer to the summary table and references below.

Impairment expenses recorded

		Note	2023	2022
CASAG	Impairment of intangible assets	15	16.3	–
CASAG	Appreciation/impairment of tangible assets of domestic casinos leased and owned	16	(11.7)	4.1
SAZKA	Impairment of Investment property – Land, Buildings and Halls	16	10.8	–
Hellenic Lotteries	Impairment of licence	15	6.3	20.2
LIE2 AG	Impairment of tangible assets, leased and owned	16	–	5.3
Casino Vesterport Copenhagen	Impairment of equity method investee	18	–	5.9
Impairment total			**21.7**	**35.5**

Consolidated financial statements for the year ended 31 December 2023 (in millions of Euro)

Notes to the consolidated financial statements continued

18 Equity method investees

Equity method investees	Direct subgroup's share	Carrying amount 01/01/2023	Share of profit 2023	Share of OCI 2023	Dividend and other distribution received	Other	Carrying amount 31/12/2023
Total carrying value of equity method investees		**284.8**	**169.7**	**0.1**	**(132.2)***	**(0.2)**	**322.2***
Lottoltalia	32.50%	160.1	66.6	–	(93.7)	–	133.0
KGL	36.75%	22.9	96.1	–	(29.7)	–	89.3
Equity method investees of CASAG		**101.8**	**7.0**	**0.1**	**(8.8)**	**(0.2)**	**99.9**
*Reef Casino Trust***	*42.00%*	*28.6*	*2.5*	*(1.0)*	*(1.4)*	*(2.5)*	*26.2*
Casinos Austria International (Cairns) Pty Ltd.	*50.00%*	*18.8*	*0.6*	*(0.1)*	*(0.6)*	*–*	*18.7*
Casinos Austria International Mazedonia d.o.o.	*35.00%*	*17.9*	*3.1*	*–*	*(2.5)*	*–*	*18.5*
Casino Lugano S.A.	*28.76%*	*17.4*	*(1.1)*	*1.0*	*(0.2)*	*–*	*17.1*
Other individually immaterial	*–*	*19.1*	*1.9*	*0.2*	*(4.1)*	*2.3*	*19.4*

* Excluding €10.8 million dividend declared by Austrian Lotteries attributable to the Group through its shareholding in CLS and LTB.

** Reef Casino Trust is listed on the Australian Securities Exchange, with the ticker "RCT". As of 31 December 2023, CASAG held 20,916,908 shares, which is unchanged from the previous year, and the quoted market price per share was 3.22 AUD, representing a €41.4 million market value.

Equity method investees	Direct subgroup's share	Carrying amount 01/01/2022	Share of profit 2022	Share of OCI 2022	Dividend and other distribution received	Other	Carrying amount 31/12/2022
Total carrying value of equity method investees		**313.1**	**86.4**	**0.7**	**(109.7)****	**(5.7)**	**284.8****
Lottoltalia	32.50%	201.1	63.4	–	(104.4)	–	160.1
KGL	36.75%	8.1	14.9	(0.1)	–	–	22.9
Equity method investees of CASAG		**103.9**	**8.1**	**0.8**	**(5.3)**	**(5.7)**	**101.8**
*Reef Casino Trust****	*42.00%*	*27.8*	*5.0*	*(0.3)*	*(1.5)*	*(2.4)*	*28.6*
Casino Lugano S.A.	*28.76%*	*18.0*	*(1.5)*	*0.9*	*–*	*–*	*17.4*
Casinos Austria International (Cairns) Pty Ltd.	*50.00%*	*18.8*	*0.6*	*–*	*(0.6)*	*–*	*18.8*
Casinos Austria International Mazedonia d.o.o.	*35.00%*	*16.1*	*3.2*	*–*	*(1.4)*	*–*	*17.9*
Other individually immaterial	*–*	*23.2*	*0.8*	*0.2*	*(1.8)*	*(3.3)**	*19.1*

* In light of the underperformance of Casino Vesterport Copenhagen, which is part of the Austria operating segment (see Note 5), the Group performed an impairment test as of 31 December 2022. The recoverable value of €4.0 million, estimated by the value in use method with a discount rate of 9.9%, was lower than the carrying value and the Group recognised an impairment of €5.9 million.

** Excluding the €11.3 million dividend declared by Austrian Lotteries attributable to the Group through its shareholding in CLS and LTB.

***Reef Casino Trust is listed on the Australian Securities Exchange, with the ticker "RCT". As of 31 December 2022, CASAG held 20,916,908 shares, and the quoted market price per share was 3.04 AUD, representing a €40.5 million market value.

Notes to the consolidated financial statements continued

18. Equity method investees continued

The following tables represent the assets and liabilities, revenues, profit or loss and total comprehensive income related to significant equity method investees:

18.1 Lottoltalia

Lottoltalia is the exclusive operator of fixed odds numerical lotteries in Italy. The Group holds a interest of 32.50%. The table below shows selected financial information of Lottoltalia.

Lottoltalia	For the year ended 31/12/2023	For the year ended 31/12/2022
Revenues from contract with customers	477.0	458.6
Licence fee amortisation	(85.6)	(85.6)
Profit from operating activities	283.5	270.9
Profit for the period	204.8	195.2
Total comprehensive income (100%)	204.8	195.2
Group's share of total comprehensive income	**66.6**	**63.4**
Dividends received by subsidiary of the Company	63.4	74.1
Reserve distribution received by subsidiary of the Company	30.3	30.3
Non-current assets	196.9	300.1
Current assets*	275.9	211.7
Non-current liabilities	(0.1)	(0.2)
Current liabilities	(63.5)	(18.9)
Net assets (100%)	**409.2**	**492.7**
Carrying amount of interest in associate as of 1 January	**160.1**	**201.1**
Group's share of total comprehensive income	66.6	63.4
Dividends received by subsidiary of the Company	(63.4)	(74.1)
Reserve distributions received by subsidiary of the Company	(30.3)	(30.3)
Carrying amount of interest in associate as of 31 December	**133.0**	**160.1**

* Includes cash-pooling receivable of €255.5 million (31 December 2022: €195.6 million).

18.2 KGL

KGL operates online sports betting and iGaming in multiple countries. From 27 December 2022 the Group holds a share of 36.75% directly. Previously, the 36.75% interest was held through OPAP in the Greece and Cyprus segment, which resulted in a lower economic interest. The table below shows selected financial information of KGL.

KGL	For the year ended 31/12/2023	For the year ended 31/12/2022
Total Revenue	1,606.8	749.0
Profit for the period	250.0	40.4
Total comprehensive income (100%)	250.0	40.2
Group's share of total comprehensive income	**96.1**	**14.8**
Dividends received by subsidiary of the Company	29.7	–
Non-current assets	102.9	54.8
Current assets	613.2	249.6
Non-current liabilities	(35.7)	(2.3)
Current liabilities	(437.4)	(228.4)
Net assets	**243.0**	**73.7**
Carrying amount of interest in associate as of 1 January	**22.9**	**8.1**
Group's share of total comprehensive income	96.1	14.8
Dividends received by subsidiary of the Company	(29.7)	–
Carrying amount of interest in associate as of 31 December	**89.3**	**22.9**

Notes to the consolidated financial statements continued

18. Equity method investees continued

18.3 Equity method investees of CASAG

2023	Reef Casino Trust	Casino Lugano S.A.	Casinos Austria Int. (Cairns) Pty Limited	Casinos Austria International Mazedonia d.o.o.	Other individually immaterial
	joint venture	associate	joint venture	joint venture	
Effective ownership by Allwyn	25.07%	17.17%	29.85%	20.90%	
	For the year ended 31/12/2023				
Total Revenue	**16.0**	**45.2**	**51.7**	**43.9**	
Other operating income	–	3.0	–	0.1	
Gaming taxes	–	(18.5)	(6.0)	(0.9)	
Other operating expenses	(6.7)	(30.6)	(43.0)	(32.1)	
Depreciation, amortisation and impairment losses	(3.0)	(2.9)	(0.3)	(1.2)	
Profit from operating activities	**6.3**	**(3.8)**	**2.4**	**9.8**	
Interest expense	(0.3)	–	(0.7)	0.1	
Income before tax	**6.0**	**(3.8)**	**1.7**	**9.9**	
Income tax	–	–	(0.5)	(1.0)	
Profit for the period	**6.0**	**(3.8)**	**1.2**	**8.9**	
Total comprehensive income (100%)	**3.6**	**(0.3)**	**1.0**	**8.9**	
Group's share of total comprehensive income	**1.5**	**(0.1)**	**0.5**	**3.1**	**2.1**
Dividends received by subsidiary of the Company	1.4	0.2	0.6	2.5	4.1
	31/12/2023	31/12/2023	31/12/2023	31/12/2023	31/12/2023
Non-current assets	57.0	24.7	10.8	8.3	
Current assets	6.4	14.6	7.9	19.3	
of which cash and cash equivalents	4.5	11.5	6.0	17.6	
Non-current liabilities	–	(0.1)	(10.0)	(0.4)	
of which financial liabilities (excluding trade payables)	–	–	(0.5)	–	
Current liabilities	(1.8)	(12.6)	(5.4)	(4.8)	
of which financial liabilities (excluding trade payables)	–	–	–	–	
Net assets (100%)	**61.6**	**26.6**	**3.3**	**22.4**	
CASAG's ownership	42.00%	28.76%	50.00%	35.00%	
Group's share	25.9	7.7	1.7	7.8	
Goodwill and carrying value licence right	0.3	9.4	17.0	11.9	
Retained earnings attributable to the majority shareholders	n/a	n/a	n/a	(1.2)	
Carrying amount of interest in associate/joint venture	**26.2**	**17.1**	**18.7**	**18.5**	**19.4**

Consolidated financial statements for the year ended 31 December 2023 (in millions of Euro)

Notes to the consolidated financial statements continued

18. Equity method investees continued

2022	Reef Casino Trust	Casino Lugano S.A.	Casinos Austria Int. (Cairns) Pty Limited	Casinos Austria International Mazedonia d.o.o.	Other individually immaterial
	joint venture	associate	joint venture	joint venture	
Effective ownership by Allwyn	25.07%	17.17%	29.85%	20.90%	
			For the year ended 31/12/2022		
Total Revenue	**20.0**	**44.4**	**55.2**	**39.6**	
Other operating income	–	1.5	–	0.1	
Gaming taxes	–	(17.8)	(6.9)	(0.8)	
Other operating expenses	(5.2)	(28.0)	(45.4)	(27.6)	
Depreciation, amortisation and impairment losses	(2.6)	(5.1)	(0.3)	(1.1)	
Profit from operating activities	**12.2**	**(5.0)**	**2.6**	**10.2**	
Interest expense	(0.2)	–	(0.7)	–	
Income before tax	**12.0**	**(5.0)**	**1.9**	**10.2**	
Income tax	–	–	(0.6)	(1.0)	
Profit for the period	**12.0**	**(5.0)**	**1.3**	**9.2**	
Total comprehensive income (100%)	**11.3**	**(2.0)**	**1.2**	**9.2**	
Group's share of total comprehensive income	**4.7**	**(0.6)**	**0.6**	**3.2**	**1.0**
Dividends received by subsidiary of the Company	1.5	–	0.6	1.4	1.8
	31/12/2022	31/12/2022	31/12/2022	31/12/2022	31/12/2022
Non-current assets	58.3	25.0	10.8	8.4	
Current assets	10.5	17.2	8.9	21.2	
of which cash and cash equivalents	8.8	14.3	7.4	19.1	
Non-current liabilities	(0.2)	(0.7)	(9.8)	(0.6)	
of which financial liabilities (excluding trade payables)	(0.1)	–	(0.5)	–	
Current liabilities	(1.3)	(12.1)	(6.4)	(4.4)	
of which financial liabilities (excluding trade payables)	–	–	–	–	
Net assets (100%)	**67.3**	**29.4**	**3.5**	**24.6**	
CASAG's ownership	42.00%	28.76%	50.00%	35.00%	
Group's share	28.3	8.5	1.8	8.6	
Goodwill and carrying value licence right	0.3	8.9	17.0	11.9	
Retained earnings attributable to the majority shareholders	n/a	n/a	n/a	(2.6)	
Carrying amount of interest in associate/joint venture	**28.6**	**17.4**	**18.8**	**17.9**	**19.1**

Notes to the consolidated financial statements continued

19 Trade and other receivables

	31/12/2023	31/12/2022
Advance payments and other receivables	36.9	27.9
Receivable from arbitration*	23.8	21.5
Accrued receivable related to extension of concession	16.3	29.1
Contract assets*	8.1	–
Other receivables *	11.6	5.1
Non-current other receivables	**96.7**	**83.6**

* These receivables are classified as financial under IFRS 9. The total amount of receivables classified as financial is €43.5 million (31 December 2022: €26.6 million).

"Non-current other receivables" comprises advances and deposits provided that are due more than 12 months after the reporting date.

"Receivable from arbitration" represents compensation awarded to Casinos Austria International Holding GmbH Limited by an arbitration court in a case against the Argentine Republic, accounted for at amortised cost. The receivable from arbitration was recognised as purchased or originated credit impaired assets ("POCI instruments"). POCI instruments are assets for which the credit risk is considered very high at initial recognition. The Group has developed a valuation methodology where lifetime ECL is estimated based on the credit risk of Argentina, scenarios for the timing of possible collection and interest.

"Accrued receivable related to extension of concession" represents the present value of additional consideration relating to the 10-year extension of OPAP's lottery and betting concession in the Greece and Cyprus segment. Each year up to the expiration of the extension (October 2030) additional consideration due will be calculated based on the concession agreement, which will result in an additional payment to or receipt from the Greek State. The additional payment or refund is due in a lump sum in 2030 (see Note 7).

"Contract assets" relates to the newly acquired business of Allwyn LS Group and represents the value of tangible fixed assets purchased on behalf of the State of Illinois. Contract assets will be recovered from the state over the duration of the licence.

	31/12/2023	31/12/2022
Receivables from Trust accounts*	603.0	–
Receivables from agents*	196.2	152.7
Trade receivables*	104.2	90.0
Advance payments and other receivables	94.3	39.2
Receivables from VAT and other taxes	4.3	3.7
Current trade and other receivables	**1,002.0**	**285.6**

* These receivables are classified as financial under IFRS 9. The total amount of receivables classified as financial is €903.4 million (31 December 2022: €242.7 million).

"Receivables from Trust accounts" represents amounts due from a trust which holds certain amounts as for the benefit of players of the UK National Lottery. These amounts, which are related to unclaimed prizes, prepaid stakes and amounts in players' online wallets, are held in the trust until a draw takes place or they are paid to the players or Good Causes and are under the control of the trustee until such time. Prize payments are made by the Group and then claimed back from the trust. The expected credit loss on Trust receivables is immaterial, reflecting the nature of the trust's assets and therefore no expected credit loss allowance is recognised by the Group.

We assessed that the fair value of trust receivables approximates to the carrying value. Gross carrying value equals book value, as the expected credit loss is immaterial.

"Receivables from agents" are collected on a weekly basis in the Czech Republic, Austria and the United Kingdom or twice a week in Greece and Cyprus. In some cases, agents must deposit cash, which can be set off against a receivable from the agent to the Group's bank accounts. These deposits are recognised in "Guarantee deposits from lottery agents" (see Note 26). The Group also uses direct debit to transfer money from agents' bank accounts to the Group's bank accounts.

"Advance payments and other receivables" mainly comprise prepaid consultancy fees and prepaid software licence and maintenance fees.

Measurement of ECLs for Trade and other receivables – simplified approach
For current trade and other receivables, the Group generally uses the provisioning matrix approach. In the provisioning matrix approach, an impairment is calculated as the current amount of receivables in a predetermined Days Past Due cohort, multiplied by the historical loss rate associated with that time cohort and adjusted for forward-looking information.

Significant receivables are assessed individually using the expected discounted cash flows method and an expert-based approach.

Changes in ECL for Trade and other receivables
Changes in ECL provisions (additions and reversals) are recorded net within other operating expenses (see Note 11).

Notes to the consolidated financial statements continued

19 Trade and other receivables continued

Change in ECL for Trade receivables

	2023	2022
Receivables provision – balance at 1 January	**(30.5)**	**(45.6)**
Additions – increase in allowance recognised in profit or loss during the year	(8.6)	(1.5)
Reversals – decrease in allowance recognised in profit or loss during the year	1.5	0.3
Write-offs – derecognition of fully written-off receivables during the year as uncollectable	8.3	17.2
Effect of disposals of investments	0.9	–
Effect of FX differences	(1.6)	(0.9)
Receivables provision – balance at 31 December	**(30.0)**	**(30.5)**

The change in the ECL for receivables from agents and trade receivables in periods presented was primarily driven by the changes in the amount of underlying gross receivables, rather than by changes in the credit risk profile of the receivables.

Breakdown of ECL provisions – Receivables from agents

2023	Gross receivable	Debt allowance	Provision matrix %	Net receivable
Due	196.7	(1.6)	0.8%	195.1
0–90 days	0.8	(0.1)	12.5%	0.7
90 – 180 days	0.4	–	–	0.4
180 – 360 days	0.7	(0.7)	100.0%	–
360+	17.6	(17.6)	100.0%	–
Total receivables from agents	**216.2**	**(20.0)**		**196.2**

2022	Gross receivable	Debt allowance	Provision matrix %	Net receivable
Due	153.4	(1.1)	0.7%	152.3
0–90 days	0.4	(0.1)	25.0%	0.3
90 – 180 days	0.1	–	–	0.1
180 – 360 days	0.1	(0.1)	100.0%	–
360+	26.2	(26.2)	100.0%	–
Total receivables from agents	**180.2**	**(27.5)**		**152.7**

Breakdown of ECL provisions – Trade receivables

2023	Gross receivable	Debt allowance	Provision matrix %	Net receivable
Due	110.9	(8.0)	7.2%	102.9
0–90 days	0.6	(0.2)	33.3%	0.4
90 – 180 days	0.1	–	–	0.1
180 – 360 days	0.3	–	–	0.3
360+	2.3	(1.8)	78.3%	0.5
Total trade and other receivables	**114.2**	**(10.0)**		**104.2**

2022	Gross receivable	Debt allowance	Provision matrix %	Net receivable
Due	84.4	–	–	84.4
0–90 days	4.5	(0.1)	2.2%	4.4
90 – 180 days	0.1	–	–	0.1
180 – 360 days	0.6	(0.4)	66.7%	0.2
360+	3.4	(2.5)	73.5%	0.9
Total trade and other receivables	**93.0**	**(3.0)**		**90.0**

Credit risk of trade receivables by region

Current receivables – financial	31/12/2023	31/12/2022
United Kingdom	577.9	1.0
Greece	107.7	113.2
Austria	89.4	82.1
Ireland	71.4	–
Switzerland	28.9	31.2
Czech Republic	12.9	4.8
Cyprus	3.9	3.4
Germany	0.2	1.7
Other EU countries	1.2	5.3
Other non-EU countries	9.9	–
Total	**903.4**	**242.7**

Notes to the consolidated financial statements continued

20 Other financial assets

Loans provided
An instrument is classified as an instrument at amortised cost when it is held solely to collect payments of principal amount and interest until maturity.

The Group provided loans to related parties that are categorised Stage 1 (being financial assets that have insignificant credit risk with no significant increase in credit risk since recognition). Since the recognition of these loans, there has been no significant increase in credit risk. Therefore, the Group evaluates that the expected credit losses from loans provided to related parties are not material and consequently does not record any ECL provisions. Loans provided are primarily to the Company's sole shareholder Allwyn AG and reflect the credit risk of this entity (as opposed to third party). Loans provided are to entities located in jurisdictions with low sovereign credit risk. These loans are provided as part of the Group's cashflow planning and treasury functions. The Group monitors the ability of the recipients to service these loans and has options to capitalize interest or extend maturities if required where common control exists.

The fair value of fixed rate loans provided is based on the current interest rates on the Group's 3rd party debt with the same maturity and includes information derived through interpolation (Level 3). The fair value of loans provided with a variable interest rate is deemed to be the carrying amount.

	FV Hierarchy	31/12/2023	31/12/2022
Loans provided (see Note 33)		379.7	67.0
Financial assets at fair value through profit or loss ("FVTPL")		171.6	167.3
of which:	*Level 2*	*169.3*	*164.5*
	Level 3	*2.3*	*2.8*
Financial assets at fair value through other comprehensive income ("FVOCI")*	Level 3	11.0	13.2
Restricted cash		9.3	5.5
Security deposits for EuroMillions (restricted cash)		5.8	–
Other non-current financial assets		**577.4**	**253.0**

* Comprises non-trading investments in equity securities.

Non-current "Financial assets at fair value through profit or loss ("FVTPL")" comprise CASAG's investments in externally managed funds of €169.3 million (31 December 2022: €164.5 million) in the Austria segment. The investments are valued based on the net asset value of the funds.

Non-current restricted cash represents deposits on bank accounts related to obligations under gaming licences of €5.3 million (31 December 2022: €5.3 million) and cash reserved for payments of interest on certain debt facilities.

	FV Hierarchy	31/12/2023	31/12/2022
Loans provided (see Note 33)		147.9	12.8
Security deposits for EuroMillions (money market funds)	Level 1	18.4	27.5
Financial assets at fair value through profit or loss ("FVTPL")	Level 1	8.2	88.3
Fixed-term deposits (over 90 days)		3.6	3.6
Other current financial assets		**178.1**	**132.2**

Current "Financial assets at fair value through profit or loss (FVTPL)" mainly represents deposits in money market funds.

Reconciliation of movements in financial assets at fair value through profit or loss (FVTPL) and fair value through other comprehensive income (FVOCI):

	2023	2022
Balance at 1 January	**296.3**	**304.2**
Revaluation through profit or loss (FVTPL)	6.0	(7.2)
Revaluation through other comprehensive income/loss (FVOCI)	(3.1)	0.2
Additions	6.1	10.4
Disposals	(96.2)	(11.0)
Other non-cash movement (transfer from equity method investees)	0.1	(0.3)
Balance at 31 December	**209.2**	**296.3**

Changes of Level 3 fair values assets:

	2023	2022
Balance at 1 January	**16.0**	**15.7**
Acquisitions	0.8	0.8
Revaluation to fair value through other comprehensive income	(3.0)	0.2
Revaluation to fair value through profit and loss	(0.6)	(0.8)
Effect of FX differences	–	0.1
Balance at 31 December	**13.2**	**16.0**

Notes to the consolidated financial statements continued

20 Other financial assets continued

Breakdown of non-current financial assets at fair value through profit or loss

	31/12/2023	31/12/2022
Managed by Bankhaus Schelhammer Schattera	35.8	34.8
Managed by Amundi, Fund 1	33.6	32.4
Managed by Raiffeisen Capital Management	33.3	32.0
Managed by Erste Asset Management	29.7	29.3
Managed by Amundi, Fund 2	20.0	19.6
Managed by Amundi, Fund 3	16.9	16.3
Other	2.3	2.9
Non-current financial assets at fair value through profit or loss ("FVTPL")	**171.6**	**167.3**

21 Cash and cash equivalents

Cash is cash in hand and demand deposits. Cash equivalents are highly liquid investments that are readily convertible to known amounts of cash and which are subject to insignificant risk of changes in value. Investments normally only qualify as cash equivalent if they have a maturity of three months or less from the date of acquisition.

	31/12/2023	31/12/2022
Fixed-term deposits	1,025.1	548.0
Bank accounts	733.3	609.6
Cash in hand	52.9	50.7
Cash and cash equivalents	**1,811.3**	**1,208.3**

Two bank accounts of the Company were pledged as collateral for borrowings (with the Company retaining full flexibility to use amounts in the accounts for any purpose). The balance on the pledged accounts was €0.4 million as of 31 December 2023 (31 December 2022: €12.0 million).

Credit quality of cash and cash equivalents

The Group does not account for any expected credit loss for cash balances, as it is considered immaterial. The Group monitors the credit risk associated with banks. The Group only deposits cash with reputable financial institutions that fulfil Basel III criteria.

Credit risk by region

Cash and cash equivalents	31/12/2023	31/12/2022
Austria	519.9	255.7
Greece	423.7	677.6
United Kingdom	397.2	38.7
Czech Republic	283.9	97.3
Cyprus	62.5	36.5
Germany	46.0	45.0
United States of America	44.2	1.9
Switzerland	3.4	21.8
Other EU countries	14.5	18.9
Other non-EU countries	16.0	14.9
Total	**1,811.3**	**1,208.3**

Notes to the consolidated financial statements continued

22 Equity and other comprehensive income/(loss)

Share capital
The Company's share capital as of 31 December 2023 comprises 30 authorised and outstanding ordinary shares in certificated form with a nominal value of CZK 100 thousand per share. The share capital is fully paid up. All shares have the same rights and no restrictions.

Each share represents one voting right.

Rights attached to the shares at the end of each reporting period were as follows:

- the right to share in the profit, if the share of the profit is to be distributed among the shareholders, and the right to share in net assets in the event of liquidation;
- the right to attend the General Meeting and to cast a vote at the General Meeting;
- the right to submit proposals and counter-proposals on matters included on the agenda of the General Meeting;
- the right to invoke the invalidity of a resolution of the General Meeting;
- the right to request the Board of Directors to issue a copy of the minutes of the General Meeting

All ordinary shares rank equally with regard to rights to share the Company's profits and residual net assets in the event of liquidation.

The Company does not own any treasury shares and no shares in the Company are owned by any other entity in the Group.

Capital contributions
Capital contributions represent distributable capital funds of the Company.

Currency translation reserve
Currency translation reserve represents accumulated differences from the translation of the financial statements of subsidiaries whose functional currency is not Euro (€) to the presentation currency Euro (€).

Actuarial reserve
Actuarial reserve represents accumulated adjustments to the carrying value of defined benefit liabilities resulting from changes in actuarial assumptions.

Revaluation reserve
Revaluation reserve represents the accumulated fair value revaluation of investments through other comprehensive income.

Hedging reserve
Hedging reserve represents the accumulated effect of the revaluation of cash flow hedging derivatives to fair value and the revaluation of net investment hedges.

Notes to the consolidated financial statements continued

22 Equity and other comprehensive income/(loss) continued

Detail and movements of reserves

2023	Currency translation reserve	Actuarial reserve	Revaluation reserve	Hedging reserve	Accumulated share of OCI of equity method investees	Total reserves	Impact on Noncontrolling interest	Impact on Total Equity
Balance at 1 January 2023*	**17.4**	**13.4**	**(4.7)**	**3.7**	**1.4**	**31.2**	**n/a**	**n/a**
Change in currency translation reserve	(10.5)	–	–	–	–	**(10.5)**	(0.2)	(10.7)
Share of other comprehensive income of equity method investees	–	–	–	–	(0.1)	**(0.1)**	0.2	0.1
Change in fair value of hedging derivatives, net of tax*	–	–	–	(26.3)	–	**(26.3)**	–	(26.3)
Net change in hedging derivatives reclassified to profit or loss, net of tax*	–	–	–	3.3	–	**3.3**	–	3.3
Revaluation of equity instruments at FVOCI	–	–	(1.9)	–	–	**(1.9)**	(1.2)	(3.1)
Actuarial gain/(loss), net of tax*	–	(8.9)	–	–	–	**(8.9)**	(6.4)	(15.3)
Total other comprehensive income/(loss) for year 2023	**(10.5)**	**(8.9)**	**(1.9)**	**(23.0)**	**(0.1)**	**(44.4)**	**(7.6)**	**(52.0)**
Balance at 31 December 2023	**6.9**	**4.5**	**(6.6)**	**(19.3)**	**1.3**	**(13.2)**	**n/a**	**n/a**

* Includes income tax effect of change in fair value of hedging derivatives of €6.1 million. Effect of Income tax related to movements in remaining reserves is immaterial.

2022	Currency translation reserve	Actuarial reserve	Revaluation reserve	Hedging reserve	Accumulated share of OCI of equity method investees	Total reserves	Impact on Noncontrolling interest	Impact on Total Equity
Balance at 1 January 2022	**7.0**	**(2.2)**	**(4.8)**	**5.6**	**1.0**	**6.6**	**n/a**	**n/a**
Change in currency translation reserve	10.4	–	–	–	–	**10.4**	(0.9)	9.5
Share of other comprehensive income of equity method investees	–	–	–	–	0.4	**0.4**	0.3	0.7
Change in fair value of hedging derivatives, net of tax*	–	–	–	(2.3)	–	**(2.3)**	–	(2.3)
Net change in hedging derivatives reclassified to profit or loss, net of tax*	–	–	–	0.4	–	**0.4**	0.8	1.2
Revaluation of equity instruments at FVOCI	–	–	0.1	–	–	**0.1**	0.1	0.2
Actuarial gain/(loss), net of tax*	–	15.6	–	–	–	**15.6**	10.8	26.4
Total other comprehensive income/(loss) for year 2022	**10.4**	**15.6**	**0.1**	**(1.9)**	**0.4**	**24.6**	**11.1**	**35.7**
Balance at 31 December 2022	**17.4**	**13.4**	**(4.7)**	**3.7**	**1.4**	**31.2**	**n/a**	**n/a**

* Income tax impact related to movements in reserves is immaterial.

Details for OCI and equity transactions

In 2023

On 5 June 2023, the Company paid a dividend of €600.0 million from capital contribution reserves (€129.3 million) and retained earnings (€470.7 million) (31 December 2022: €200.0 million from retained earnings).

Notes to the consolidated financial statements continued

23 Non-controlling interests ("NCI")

The Group measures NCI at the acquisition date as a proportion of the acquiree's identifiable net assets, or at fair value. The choice of method used is made separately for each acquisition.

The Group used a proportion of the acquiree's identifiable net assets method for calculation of the non-controlling interest in all previous business combinations.

Changes in the Group's interest in a subsidiary that do not result in a loss of control are accounted for within equity as transactions with NCI.

23. 1 Overview of material NCI transactions

Effect of scrip dividend programme of subsidiary
Under the scrip dividend programme of OPAP, in the Greece and Cyprus segment (which ended in 2023 and has not been renewed) shareholders had an option to take cash or receive newly issued shares of OPAP.

Scrip dividends taken by non-controlling interest reduce the impact of dividends declared to non-controlling interest on total consolidated equity, with a corresponding change to the non-controlling interest. The impact on the shareholder's equity is dependent on the scrip taken by the Group and is not calculated separately.

Scrip dividends taken by the Group does not impact total consolidated equity, as intragroup scrip dividends are eliminated in consolidation. The impact on shareholder's equity is dependent on the scrip taken by non-controlling interest.

To reflect the change of ownership interest from scrip dividends, the Group developed a presentation, where the residual effect on ownership changes, as a re-allocation between the shareholder's equity and the non-controlling interest is presented separately in the Statement of Changes in Equity as "Effect of change in ownership due to subsidiary's scrip dividend programme".

Notes to the consolidated financial statements continued

23 Non-controlling interests ("NCI") continued

Increase of interest in OPAP in 2023

The Group's interest in OPAP increased from 50.09% to 50.71% during the year (excluding treasury shares held by OPAP from the share count). See the table below for information about individual transactions.

Interest increase	Type of transaction	Date of transaction	Consideration	Impact on total equity	Impact on shareholder's equity	Impact on NCI
0.28%	Effect of change in ownership due to subsidiary's share buyback programme	During Q4	€31.1 million	(31.1)	(15.8)	(15.3)
Effect of change in ownership due to subsidiary's share buyback programme				**(31.1)**	**(15.8)**	**(15.3)**
0.34%[a]	Scrip dividend	27 June 2023	€72.3 million[b]	33.6	(14.0)	47.6
Effect of scrip dividend				**33.6**	**–**	**33.6**
Effect of change in ownership due to scrip dividend				**–**	**(14.0)**	**14.0**

(a) On 27 April 2023, OPAP declared a dividend of €0.7 per share. Shareholders had the option of receiving cash or shares under OPAP's scrip dividend programme. The Group elected to receive scrip.

(b) Represents the value of the scrip dividend received, which is reinvested into acquisition of new equity in OPAP through the scrip dividend program.

Increase of interest in OPAP in 2022

The Group's interest in OPAP increased from 40.37% to 49.84%, (including treasury shares held by OPAP in the share count). See the table below for information about individual transactions.

Interest increase	Type of transaction	Date of transaction	Consideration	Impact on total equity	Impact on shareholder's equity	Impact on NCI
1.94%	Open market purchases	During the year	€93.0 million	(93.0)	(63.9)	(29.1)
6.85%[b]	Increase of interest in holding entity	17 February 2022	€327.4 million	(327.4)	(259.8)	(67.6)
Purchase of non-controlling interest				**(420.4)**	**(323.7)**	**(96.7)**
0.68%[c]	Scrip dividend	8 August 2022, 9 November 2022	€102.5 million[a]	37.1	(24.0)	61.1
Effect of scrip dividend				**37.1**	**–**	**37.1**
Effect of change in ownership due to scrip dividend				**–**	**(24.0)**	**24.0**

(a) Represents the value of the scrip dividend received, which is reinvested into buying interest in OPAP.

(b) On 17 February 2022, Allwyn Greece & Cyprus Holding 2 Ltd, a subsidiary of the Company, purchased a 20.77% interest in the investor shares of SAZKA Delta Aif Variable Capital Investment Company Ltd ("SDVCIC") from a third-party investor. SDVCIC is a holding company through which the Group owns part of its interest in OPAP S.A. As a result, the Group's economic interest in SDVCIC increased to 100%, and its effective interest in OPAP S.A. increased by 6.85%. This purchase is presented in "Purchase of non-controlling interest in subsidiaries" in the consolidated statement of cash flows.

(c) On 9 June 2022 and 6 September 2022, OPAP declared a dividend of €0.5 per share and €0.3 per share, respectively. Shareholders had the option of receiving cash or shares under OPAP S.A.'s scrip dividend programme. The Group elected to receive scrip.

Notes to the consolidated financial statements continued

23 Non-controlling interests ("NCI") continued

Dividends received from subsidiaries with non-controlling interest

Dividends and distributions declared in 2023	Dividends and distributions declared	Dividends and distributions declared to NCI	*of which paid/ settled*	*of which outstanding at end of period*
CASAG subgroup	255.2	76.5	*76.5*	–
Austrian Lotteries	*113.9*	*19.1**	*19.1*	–
CASAG	*130.0*	*52.4*	*52.4*	–
Other	*11.3*	*5.0*	*5.0*	–
OPAP subgroup	844.8	399.8	***399.3***	***0.5***
OPAP	*784.8*	*390.4*	*389.9*	*0.5*
Stoiximan	*60.0*	*9.4*	*9.4*	–
Other (individually immaterial)		0.1	***0.1***	–
Total	**n/a**	**476.4**	***475.9***	***0.5***
paid in cash			*442.3*	
settled by issuance of new shares via OPAP scrip dividend			*33.6***	

* Net of €10.8 million attributable to the Group through its shareholding in CLS and LTB (see Note 18).

** The issuance of these shares at a price above their book value per share is reflected in "Effect of change in ownership due to scrip dividend" in the consolidated statement of changes in equity.

Dividends and distributions declared in 2022	Dividends and distributions declared	Dividends and distributions declared to NCI	*of which paid/ settled*	*of which outstanding at end of period*
CASAG subgroup	172.8	41.9	*26.9*	*15.0*
Austrian Lotteries	*119.5*	*20.0**	*20.0*	–
CASAG	*45.0*	*18.2*	*3.2*	*15.0****
Other	*8.3*	*3.7*	*3.7*	–
OPAP subgroup	661.9	312.4	*312.4*	–
OPAP	*600.6*	*302.9*	*302.9*	–
Stoiximan	*61.3*	*9.5*	*9.5*	–
Other (individually immaterial)		0.1	*0.1*	–
Total	**n/a**	**354.4**	***339.4***	***15.0***
paid in cash			*302.3*	
settled by issuance of new shares via OPAP scrip dividend			*37.1***	

* Net of €11.3 million attributable to the Group through its shareholding in CLS and LTB (see Note 18).

** The issuance of these shares at a price above their book value per share is reflected in "Effect of change in ownership due to scrip dividend" in the consolidated statement of changes in equity.

***The outstanding dividend was paid in cash on 23 January 2023.

23.2 Overview of NCI held

NCI in OPAP

As of 31 December 2023, the Group held a 50.71% interest in OPAP, creating a 49.29% non-controlling interest in the net assets of OPAP. Additionally, the Group recognised individually immaterial non-controlling interests from OPAP's shareholdings in Hellenic Lotteries (NCI of 16.50%), Neurosoft S.A. (NCI of 32.28%) and Stoiximan (NCI of 15.51%).

NCI in CASAG

As of 31 December 2023, the Group held a 59.70% interest in CASAG, creating a 40.30% non-controlling interest in the net assets of CASAG. Additionally, CASAG holds a 73.83% interest in Austrian Lotteries, resulting in an additional internal 26.17% non-controlling interest in Austrian Lotteries, of which 9.45% is indirectly held by Allwyn. The Group applies a look-through approach to the consolidation and reflects this additional interest in the NCI calculation for CASAG, see below.

Additionally, the Group recognised individually immaterial non-controlling interests in certain other subsidiaries of CASAG.

Material NCI disclosure and reconciliation

A reconciliation of non-controlling interest is presented in the tables below:

31/12/2023	CASAG Group	OPAP Group	Other (individually immaterial)	Total
Non-controlling interest percentage	40.30%	49.29%		
Non-current assets	1,092.6	2,143.5		
Current assets	734.9	677.5		
Non-current liabilities	(345.0)	(894.3)		
Current liabilities	(692.2)	(588.5)		
Net assets	790.3	1,338.2		
Non-controlling interest calculation	**318.5**	**659.6**	**0.5**	
Subgroup's non-controlling interest entering consolidation	43.5*	17.3	–	
Carrying amount of non-controlling interest	**362.0**	**676.9**	**0.5**	**1,039.4**

* Relates primarily to NCI share in the shares of Austrian Lotteries subgroup. Reflects the fact that part of the NCI from CASAG perspective is held indirectly by Allwyn.

Notes to the consolidated financial statements continued

23 Non-controlling interests ("NCI") continued

A reconciliation of non-controlling interest is presented in the tables below:

31/12/2022	CASAG Group	OPAP Group	Other (individually immaterial)	Total
Non-controlling interest percentage	40.30%	50.16%		
Non-current assets	1,098.8	2,275.8		
Current assets	554.5	1,018.1		
Non-current liabilities	(365.8)	(835.6)		
Current liabilities	(481.9)	(819.4)		
Net assets	805.6	1,638.9		
Non-controlling interest calculation	**324.7**	**822.1**	**0.4**	
Subgroup's non-controlling interest entering consolidation	45.4*	16.2	–	
Carrying amount of non-controlling interest	**370.1**	**838.3**	**0.4**	**1,208.8**

* Relates primarily to NCI share in the shares of Austrian Lotteries subgroup. Reflects the fact that part of the NCI from CASAG perspective is held indirectly by Allwyn.

Additional disclosures about material NCI

2023	CASAG Group	OPAP Group	Other (individually immaterial)	Total
Non-controlling interest percentage	40.30%	49.29%		
Revenue from gaming activities (GGR)	1,538.9	2,189.1		
Profit/(loss) for the year	137.7	408.3		
Other comprehensive income	(18.3)	–		
Total comprehensive income	119.4	408.3		
Profit allocated to non-controlling interest	**55.5**	**204.2***	**0.2**	
OCI allocated to non-controlling interest	**(7.4)**	**–**	**–**	
Share of profit of subgroup's non-controlling interest entering consolidation	30.8	5.8		
Share of other comprehensive income of sub-group's non-controlling interest entering consolidation	(0.2)	–		
Indirect share held in Austrian Lotteries subgroup through CLS, LTB	(10.3)	–		
Total comprehensive income attributable to non-controlling interest	**68.4**	**210.0**	**0.2**	**278.6**
Net cash from operating activities	389.2	527.6		
Net cash from investing activities	63.8	92.6		
Net cash from financing activities	(187.5)	(859.2)		
Net inflow (+)/outflow (–) of cash and cash equivalents for the year	**265.5**	**(239.0)**	**–**	**26.5**
Dividends and distributions declared to NCI	**76.5**	**399.8**	**0.1**	**476.4**

* Profit allocated to non-controlling interest does not mathematically agree to profit multiplied by non-controlling interest percentage due to the changes of interest percentage during the year.

Consolidated financial statements for the year ended 31 December 2023 (in millions of Euro)

Notes to the consolidated financial statements continued

23 Non-controlling interests ("NCI") continued

2022	CASAG Group	OPAP Group	Other (individually immaterial)	Total
Non-controlling interest percentage	40.30%	50.16%		
Revenue from gaming activities (GGR)	1,419.2	1,939.0		
Profit/(loss) for the year	115.1	592.3		
Other comprehensive income	26.0	1.1		
Total comprehensive income	141.1	593.4		
Profit allocated to non-controlling interest	**46.4**	**303.4***	**0.1**	
OCI allocated to non-controlling interest	**10.5**	**0.6**	**–**	
Share of profit of subgroup's non-controlling interest entering consolidation	32.8	3.5		
Share of other comprehensive income of sub-group's non-controlling interest entering consolidation	0.3	–		
Indirect share held in Austrian Lotteries subgroup through CLS, LTB	(11.1)	–		
Total comprehensive income attributable to non-controlling interest	**78.9**	**307.5**	**0.1**	**386.5**
Net cash from operating activities	210.1	659.7		
Net cash from investing activities	(17.1)	(53.2)		
Net cash from financing activities	(127.5)	(742.5)		
Net inflow (+)/outflow (–) of cash and cash equivalents for the year	**65.5**	**(136.0)**	**–**	**(70.5)**
Dividends and distributions declared to NCI	**41.9**	**312.4**	**0.1**	**354.4**

* Profit allocated to non-controlling interest does not mathematically agree to profit multiplied by non-controlling interest percentage due to the changes of interest percentage during the year.

24 Loans and borrowings

	31/12/2023			31/12/2022		
Loans and borrowings	Non-current	Current	Total	Non-current	Current	Total
Bonds	2,378.9	177.9	2,556.8	1,631.1	16.1	1,647.2
Bank loans	1,403.4	173.6	1,577.0	943.5	312.7	1,256.2
Total	**3,782.3**	**351.5**	**4,133.8**	**2,574.6**	**328.8**	**2,903.4**

Reconciliation of movements of short-term and long-term loans and borrowings to cash flow:

	2023	2022
Balance at 1 January	**2,903.4**	**2,692.9**
Cash flows		
Loans and borrowings received*	2,192.7	1,425.9
Repayment of loans and borrowings	(1,011.6)	(1,238.8)
Interest paid	(187.4)	(112.3)
Non-cash changes		
Accrued interest expense	232.3	114.7
Unwinding of financing fees	10.1	13.4
Effect of FX differences	(5.7)	7.6
Balance at 31 December	**4,133.8**	**2,903.4**

* Loans and borrowing received are decreased by the arrangement fee of €14.4 million.

For the reconciliation of movements of "Lease liabilities" to cash flows see Note 25.

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Notes to the consolidated financial statements continued

24 Loans and borrowings continued

Undrawn revolving facilities as of 31 December 2023

Borrower/Issuer	Currency	Undrawn amount in millions	Currency	Undrawn amount in millions
Allwyn International a.s.	EUR	300.0	EUR	300.0
Allwyn UK	GBP	60.0	EUR	69.0
CASAG	EUR	50.0	EUR	50.0
OPAP*	EUR	210.0	EUR	210.0
Total				**629.0**

* OPAP including its subsidiaries

Fair values of financial liabilities

Estimated fair values of financial liabilities
The fair value of bonds is deemed to be the market value. For other debt instruments the measurement is based on the market value of similar instruments and current interest rates on debt with the same maturity. Inputs other than quoted prices that are observable for the liability are interest rates, yield curves observable at commonly quoted intervals and credit spreads. The fair value of debt with a variable interest rate is deemed to be the carrying amount.

Estimated fair value of financial liabilities as of 31 December 2023:

	Carrying amount	Fair Value	FV Hierarchy Level 1	FV Hierarchy Level 2	FV Hierarchy Level 3
Bonds	2,556.8	2,584.9	*2,278.9*	–	*306.0*
Loans, borrowings and other	1,577.0	1,566.0	–	–	*1,566.0*
Total	**4,133.8**	**4,150.9**	***2,278.9***	**–**	***1,872.0***

Estimated fair value of financial liabilities as of 31 December 2022:

	Carrying amount	Fair Value	FV Hierarchy Level 1	FV Hierarchy Level 2	FV Hierarchy Level 3
Bonds	1,647.2	1,563.3	*1,143.4*	–	*419.9*
Loans, borrowings and other	1,256.2	1,251.3	–	–	*1,251.3*
Total	**2,903.4**	**2,814.6**	***1,143.4***	**–**	***1,671.2***

Covenants

Financial covenants
The Group's bonds have certain financial covenants, including covenants based on the financial results of Group companies. Breach of these covenants can lead to immediate maturity of the debt. During the reporting period no breaches of covenants have occurred.

Other information

The following bonds and borrowings are collateralised pari passu:

- EUR 500m 3.875% SSN due 2027 issued by Allwyn International a.s.;
- Syndicated bank loan initially signed on 17 November 2022 by the Company and Allwyn Entertainment Financing (UK) Plc and additional facilities under the syndicated bank loan;
- CZK 6bn 5.200% SSN due 2024 held by Allwyn Financing Czech Republic 2 a.s. with outstanding amount of CZK 2,936 million (equivalent to €124.0 million as of 31 December 2023);
- EUR 400m FRN due 2028 issued by Allwyn Entertainment Financing (UK) Plc;
- USD 700m 7.875% SSN 2029 issued by Allwyn Entertainment Financing (UK) Plc from 28 April 2023;
- EUR 665m 7.250% SSN due 2030 issued by Allwyn Entertainment Financing (UK) Plc from 28 Apirl 2023; and
- Obligations arising from derivatives agreements.

The security is shared under the terms of an intercreditor agreement dated 16 December 2020. The following assets owned directly or indirectly by the Company were pledged as of 31 December 2023:

- Shares in: (i) Allwyn Czech Republic Holding a.s.; (ii) Italian Gaming Holding a.s.; (iii) SAZKA Austrian Gaming Holding a.s; (iv) Allwyn Greece & Cyprus Holding 2 Ltd; (v) SAZKA a.s.; (vi) Allwyn Austria Holding 2 GmbH; (vii) Allwyn Austria Holding 3 GmbH; (viii) OPAP (shares held directly by Allwyn); (ix) LottoItalia; (x) Allwyn UK Holding Ltd (from 27 July 2023); (xi) Allwyn UK Holding B Ltd (from 27 July 2023); (xii) OPAP shares held by Allwyn Greece & Cyprus Holding Ltd (from 21 November 2023); and
- Receivables: (i) from the bank accounts of Allwyn International a.s. to which dividends of subsidiaries are distributed; (ii) of Allwyn International a.s. from an intragroup loan against SAZKA a.s., Italian Gaming Holding a.s. and Allwyn Austria Holding 2 GmbH; (iii) of Allwyn Czech Republic Holding a.s. based on framework deposit agreement against Allwyn International a.s.; (iv) of SAZKA a.s. based on framework deposit agreement against Allwyn International a.s.; (v) of Italian Gaming Holding a.s. from
- an intragroup cashpooling agreement against Allwyn International a.s.

The collateral represents substantially all the value of the Group's assets presented in the consolidated statement of financial position except for loans provided to Allwyn AG of €524.2 million and assets of Allwyn LS Group.

Notes to the consolidated financial statements continued

25 Leases

25.1 Group as a lessee

Material leases

Present value of lease liability		31/12/2023	31/12/2022
Office – Czech Republic	(a)	25.7	25.9
Casinos – Austria	(b)	23.6	25.9
Gaming halls – Greece and Cyprus	(c)	15.8	14.3
Data centres – United Kingdom	(d)	9.0	–
Gaming halls – Austria	(e)	5.4	6.5
Markopoulo racecourse – Greece and Cyprus	(f)	–	26.0
Other (individually immaterial)		*44.0*	*31.8*
Total lease liability		**123.5**	**130.4**

(a) Lease payments for office space based in the Czech Republic are in general adjusted according to the consumer price index. The duration of the lease is twelve years, expiring in 2033.

(b) Lease payments for the Group's Austrian casinos are in general adjusted according to the consumer price index.

(c) Lease payments for the Group's Greece and Cyprus gaming halls are adjusted according to the consumer price index. The vast majority of the leasing contracts are of three years' duration and give to the Group the exclusive right to extend the terms up to nine years. Management assessed that the renewal option will be exercised.

(d) The Group signed a lease agreement to provide the required data services for operating the UK National Lottery. The lease is valid for five years, with an exclusive right for the Group to extend it for up to ten years. The management has assessed that the renewal option will be exercised, thereby extending the lease for ten years, which is the duration of the licence.

(e) Lease payments for the Group's Austrian gaming halls are in general fixed.

(f) The Group leases Markopoulo racecourse where all its Greek horse racing activities take place. The duration of the lease is twenty years, expiring in 2036. The Group has an option to early terminate the lease. The lease payments are fixed. In 2023 the Group decided to cease the organisation and conduct of Greek horse races and therefore exercised its contractual right to terminate the lease (see Note 7).

Future variable lease payments

Certain leases are adjusted for variable lease payments that do not depend on an index or a rate. These variable lease payments are not included as a part of the lease liability at the lease commencement date. Variable lease payments are included in profit or loss when the event or condition that triggers the variability occurs.

Estimated future variable lease payments related to leases of gaming machines and gaming halls are €48.1 million (31 December 2022: €45.1 million) over the respective lease periods.

Short-term and low value leases

Leases which have a term of 12 months or less and do not contain a purchase option, leases where the underlying asset has a low value, and variable payments such as turnover rent, property taxes paid by the tenant and insurance paid by the tenant are recorded as lease expense within materials, consumables and services (Note 10).

Leases not yet commenced to which the lessee is committed

As of 31 December 2023, the Company is not committed to any material leases not yet commenced.

Reconciliation of cash flows related to leases

	Note	2023	2022
Lease liability balance as of 1 January		**130.4**	**149.0**
Payment of lease liability principal amount		(42.2)	(27.4)
Business combinations		19.2	–
New lease contracts and contract modifications		15.9	6.8
Effect of currency translation		0.2	2.0
Lease liability balance as of 31 December		**123.5**	**130.4**
Interest expense from leases that was paid	13	**(7.9)**	**(5.1)**
Expense relating to short-term leases		(2.1)	(2.4)
Expense relating to leases of low-value assets		(1.8)	(0.7)
Expense relating to variable lease payments		(7.0)	(6.1)
Total expenses relating to leases not recognised as right of use assets according to practical expedients		**(10.9)**	**(9.2)**
Total cash outflow related to leases		**(61.0)**	**(41.7)**

"Total cash outflow related to leases" is the sum of "Payment of lease liability principal amount", "Interest expense from leases paid" and "Total expenses relating to leases not recognised as right of use assets according to practical expedients".

Notes to the consolidated financial statements continued

26 Trade and other payables

	31/12/2023	31/12/2022
Liabilities from winnings*	21.3	20.0
Deferred revenue	1.8	2.3
Other payables*	11.3	14.6
Non-current trade and other payables*	**34.4**	**36.9**

* These payables are classified as financial under IFRS 9. The total amount of payables classified as financial is €32.6 million (31 December: €34.6 million).

Non-current "Liabilities from winnings" represents winnings from certain games that are paid out over an extended period.

	Note	31/12/2023	31/12/2022
Liabilities from winnings*		1,033.5	282.0
Trade payables *		381.1	203.1
Gaming tax liabilities		381.4	174.1
Players' deposits*		150.3	40.9
Payables to state (social and health insurance liabilities, other taxes)		71.8	58.7
Guarantee deposits from agents*		42.6	29.5
Prepaid stakes		25.0	17.1
Gaming tax liabilities – minimum contribution of Hellenic Lotteries	13	11.9	62.8
Other payables		22.3	23.1
Current trade and other payables*		**2,119.9**	**891.3**

* These payables are classified as financial under IFRS 9. The total amount of payables classified as financial is €1.607.5 million (31 December 2022: €555.5 million).

"Liabilities from winnings" comprises payouts due to players from draws and bets and an accrued liability for future estimated future pay-outs including jackpot reserve. See Note 6 for more information about gaming revenue recognition.

"Gaming tax liabilities" are generally recognised when cash for stakes is accepted. Gaming tax is calculated as the tax base multiplied by a rate, which varies based on the type of game and the jurisdiction. The tax base is usually the amount staked less prizes paid.

"Guarantee deposits from agents" represents cash provided by agents to the Group. The deposit is repayable at the end of the contract.

"Gaming tax liabilities – minimum contribution of Hellenic Lotteries" represents an amount equal to the difference between the gaming taxes payable on Hellenic Lotteries' applicable Revenue from gaming activities (GGR) and the minimum annual amount of €50.0 million, required according to Hellenic Lotteries' concession agreement (see Note 31). The disputed amount of €70.6 million was paid on 2 October 2023.

As of 31 December 2023, and 31 December 2022 "Trade and other payables" were not secured.

27 Other financial liabilities

	31/12/2023	31/12/2022
Contingent consideration for purchase of Allwyn LS Group	10.0	–
Dividends declared to NCI	0.5	15.0
Contingent consideration for the purchase of interest in Stoiximan	–	13.9
Deferred consideration for the purchase of interest in OPAP	–	2.8
Current other financial liabilities	**10.5**	**31.7**

"Dividends declared to NCI" comprises dividends attributable to non-controlling interest (see Note 23).

Contingent consideration is dependent on variable indicators that will be determined based on subsequent events e.g. on EBITDA or other performance indicators of entity purchased. The amount of contingent consideration represents the best estimate of the consideration as at the reporting date. Changes of estimated value are recognised immediately in profit and loss as gain (+)/loss (-) on a change of contingent consideration. Contingent consideration is measured at fair value in Level 3 of the hierarchy. Deferred consideration for investment purchased is measured at amortised cost.

The reconciliation of movements in contingent consideration for the purchase of interest in Stoiximan is as follows:

	2023	2022
Contingent consideration for the purchase of interest in Stoiximan as of 1 January	**13.9**	**114.3**
Payment in current period	(14.1)	(106.4)
Unwinding of discount recognised in interest expense	0.2	1.5
Change in derivate value recognised in other operating expense	–	4.5
Contingent consideration for the purchase of interest in Stoiximan as of 31 December	**–**	**13.9**

On 5 April 2023, the remaining contingent consideration for the purchase of an interest in Stoiximan was paid. The payable was determined based on a multiple of the difference between target and actual EBITDA for the year 2021. The settlement of the liability is classified as an investing activity.

Notes to the consolidated financial statements continued

28 Provisions

Provisions	Litigation provision*	Other provisions	Total
Balance at 01/01/2023	**17.1**	**6.8**	**23.9**
Business combination	0.4	21.7	**22.1**
Additions	6.7	4.2	**10.9**
Utilisation	(2.3)	(4.1)	**(6.4)**
Release	(4.2)	(2.1)	**(6.3)**
Effect of FX differences	–	0.6	**0.6**
Balance at 31/12/2023	**17.7**	**27.1**	**44.8**
Of which non-current	–	*1.6*	***1.6***
Of which current	*17.7*	*25.5*	***43.2***

	Litigation provision*	Other provisions	Total
Balance at 01/01/2022	**13.6**	**8.2**	**21.8**
Additions	5.4	6.0	**11.4**
Utilisation	(0.1)	(6.7)	**(6.8)**
Release	(1.8)	(0.7)	**(2.5)**
Balance at 31/12/2022	**17.1**	**6.8**	**23.9**
Of which non-current	–	*1.5*	***1.5***
Of which current	*17.1*	*5.3*	***22.4***

* See Note 31.

Other provision

Other provisions include €15.8 million of contractual commitments for decommissioning costs of point of sale and communications equipment, and a dilapidation provision in respect of leased premises, all related to contractual commitments pertaining to the end of the third licence to operate the UK National Lottery held by Camelot UK.

29 Derivatives and hedging

Derivatives and hedging

All derivative transactions designated as hedging instruments are documented and the effectiveness of individual hedge relationships is evaluated on a continuous basis. Cash flow hedges are implemented in line with IFRS 9.

Currency and interest rate derivatives are used only for hedging purposes.

Valuation techniques used to value financial instruments include:

- For interest rate swaps – present value of estimated future cash flows based on observable yield curves;
- For FX forwards and FX swaps – the present value of future cash flows based on forward exchange rates at the balance sheet date.

The following table shows the fair values of derivative financial instruments:

	Fair value at 31/12/2023		Fair value at 31/12/2022	
	Hedging derivatives	Other derivatives	Hedging derivatives	Other derivatives
Non-current (USD/EUR cross currency swaps)	(30.6)	–	–	–
Currency forward CZK	–	(2.2)	–	–
Total derivative financial instruments (liability)	**(30.6)**	**(2.2)**	**–**	**–**

All financial derivatives as of 31 December 2023 and 31 December 2022 were categorised to Level 2 in the fair value hierarchy. For valuation techniques, see Note 32.5.

Hedging derivatives

The Group held the following hedging derivatives (assets presented as positive; liabilities presented as negative amount):

Hedging derivatives	Due date	USD nominal value at 31/12/2023	Fixed FX rate at inception and settlement	Fair value at 31/12/2023
Cross currency swap USD/EUR (fixed for fixed)	2028	600.0	1.0986	(30.6)
Total hedging financial derivatives		**600.0**		**(30.6)**

Notes to the consolidated financial statements continued

29 Derivatives and hedging continued

In April 2023, the Company entered into a cross currency USD fixed to EUR fixed swap agreement in the aggregate nominal amount of USD 600.0 million, in order to convert a proportion of the Group's newly issued USD 700.0 million senior notes into EUR-denominated liabilities. The cross currency swaps have a fixed rate on both legs which is paid semi-annually. The Company receives a fixed interest rate of 7.875% p.a. in USD and pays a fixed interest rate of 7.000% p.a. (before credit charges) in EUR. The maturity of the swaps matches the expected repayment of the relevant proportion of the bonds and interest payments on this proportion of the bonds exactly match cash flows from the swaps.

The hedged risk is defined as spot foreign currency risk stemming from the FX pair of the currency of the issued funding.

The Company separates both the forward element and foreign currency basis spread from the derivatives and excludes it from the designation of the derivatives as the hedging instrument. The forward element and foreign currency basis spread is recorded in the cost of hedging reserve in other comprehensive income .

These cross-currency swaps are the hedging instrument and the appropriate proportion of USD notes is the hedged item in this effective 1:1 cash flow hedging relationship, without any potential material source of hedging ineffectiveness.

The effect of hedge accounting recognised in Other comprehensive income during the period was as follows:

Reconciliation of fair value of the cross-currency swap liability	2023
Balance at inception	**–**
Change in fair value of cash flow hedges	(30.6)
Balance at 31 December	**(30.6)**

Reconciliation of hedging reserve	**2023**
Balance at 1 January	**3.7**
Hedging losses (-) recognised in OCI	(23.0)
of which revaluation of cross currency swap	(30.6)
of which reclassification of the spot component from equity to profit or loss	3.3
of which accrued interest on a derivative	(1.7)
of which effect of deferred tax	6.0
Balance at 31 December	**(19.3)**

Cash flow hedges
Foreign currency rates risk
The Group applies a "hypothetical derivative" method to measure the effectiveness of the hedge relationship. This hypothetical derivative has a (close to) zero fair value at the hedge inception and represents hedged risk within the hedged item. Cumulative changes in fair value of this hypothetical cross currency swap will be compared with cumulative gains/losses on the hedging instrument since inception of the hedge and the lower of these two (in absolute amounts) will be booked to Cash flow hedge reserve in Other comprehensive income. A spot revaluation (equal to foreign currency notional amount times change in spot rate) will be then reclassified from Other comprehensive income to FX gains/losses.

Other derivatives

Other derivatives	Due date	Nominal value at 31/12/2023	Fair value at 31/12/2023
Currency forwards	2024	119.4	(2.2)
Total trading financial derivatives		**119.4**	**(2.2)**

In February 2023, the Company entered into an FX forward agreement to buy CZK 2,937.1 million/sell €119.4 million, due in September 2024 (aligned with the repayment of the remaining amount of the Group's CZK-denominated bonds). The arrangement economically offsets the currency risk related to the bonds' principal amounts; however, the derivative does not qualify for hedge accounting.

30 Personnel expenses and employee benefit liabilities

Breakdown of personnel expenses

	2023	2022
Wages and salaries	(397.8)	(291.9)
State mandated social security and health insurance contributions other than pensions	(52.1)	(34.2)
State mandated pensions – defined contribution plans contributions	(37.7)	(30.2)
Other state-mandated social expenses	(10.1)	(6.7)
Private retirement benefit expenses – defined benefit plans	(4.3)	(4.5)
Other long-term employee benefits expense	(11.9)	(11.6)
Personnel expenses	**(513.9)**	**(379.1)**

Notes to the consolidated financial statements continued

30 Personnel expenses and employee benefit liabilities continued

Breakdown of employee benefit liabilities

	31/12/2023	31/12/2022
Post-employment benefits	83.3	81.1
Of which: Defined benefit plans	*83.3*	*81.1*
Termination benefits	17.9	22.8
Long-term bonuses	11.9	11.5
Non-current employee benefit liabilities	**113.1**	**115.4**

	31/12/2023	31/12/2022
Short term bonuses	50.8	25.1
Current portion of long-term bonuses	0.7	6.2
Termination benefits	7.8	14.3
Other employee benefit liabilities	31.0	27.1
Current employee benefit liabilities	**90.3**	**72.7**

Short term employee benefits
Short-term employee benefits, including annual bonuses are presented within "Wages and salaries".

"Other employee benefit liabilities" are liabilities for wages and salaries, holiday pay, sick leave, meal vouchers and other benefits that are settled within the 12 months after the end of the period in which the service was rendered.

"Short-term bonuses" are liabilities for annual bonuses to employees.

Long-term Incentive schemes and bonuses
Incentive schemes and bonus programmes are multi-year programmes which are intended to motivate management, Executive Members of the Board of Directors and other key management personnel of Allwyn and relevant Group subsidiaries to meet specified targets.

Related liabilities are presented within "Long-term bonuses" (if not due within 12 months after the end of the reporting period) or within "Current portion of long-term bonuses".

Notes to the consolidated financial statements continued

30 Personnel expenses and employee benefit liabilities continued

Post-employment benefits
Defined contribution plans
Mandatory contributions to state pension funds required in certain jurisdictions in which the Group operates are presented as "State mandated pensions – defined contribution plans contributions", with liabilities presented within Trade and other payables as "Payables to state". The Group's legal and constructive obligation for these pension plans is limited to the contributions.

Defined benefit plans
"Post-employment benefits" relates mainly to CASAG and OPAP. Employees of CASAG born prior to 1 January 1945 and existing and former Management Board members are eligible to participate in a defined benefit plan. OPAP employees are eligible to participate in a defined benefit plan.

Under Greek and Austrian labour law, employees are entitled to severance payments in the event of retirement or termination by the employer, with the amount of payment varying in relation to the employee's compensation and length of service. The liability arising from the obligation is valued by an independent firm of actuaries. The last actuarial valuations of the OPAP and CASAG defined benefit plans were undertaken as of 31 December 2023. The vast majority of defined benefit plan liability relates to CASAG. The maturity of defined benefit plan obligations coincides with the expected date of retirement of individual employees.

Additionally, under Austrian labour law, the employer contributes 1.53% of the gross wage to an employee compensation fund. The pension payments are based on the amounts available in the pensions fund; however, the Group guarantees a certain minimum pension and has an obligation to make additional contributions if the funds available were not sufficient to allow the payment of such minimum pensions. Therefore, the plan is classified as a defined benefit plan.

In Austria there are three types of "Defined benefit plan" obligations: severance plans, pension plans and pension plan with guaranteed minimum pension.

The current service cost, past service cost and any gain or loss on settlement are presented within "Private retirement benefit expenses – defined benefit plans". Net interest on the net defined liability (asset) is recognised in the line "Finance costs, net".

Termination benefits
Termination benefits comprises liabilities in connection with termination plans and a restructuring programme in CASAG ("Restructuring liability"). Historically, the employees of CASAG were able to participate in several termination benefit programmes which qualify as termination benefits under IAS 19, including severance programmes and stand-by-duty programmes, under which an employee agrees to a reduction in wage and reduction of working hours to zero, but can be called to work if needed, until the employee reaches a legal retirement age.

Restructuring liability is measured by discounting estimated future payments to employees participating in the restructuring programmes to the present value.

Notes to the consolidated financial statements continued

30 Personnel expenses and employee benefit liabilities continued

The following table shows a breakdown of the carrying value of the defined benefit obligation between various plans:

31/12/2023	Present value of obligation	Fair value of plan assets	Net defined benefit plan
Severance plan Greece and Cyprus	1.1	n/a	1.1
Severance plan Austria	31.8	n/a	31.8
Pension plan without plan assets	25.0	n/a	25.0
Pension plan with plan assets	82.1	(56.7)	25.4
Pension plans with guaranteed minimum pension	112.4	(112.4)	–
Types of defined benefit plans	**252.4**	**(169.1)**	**83.3**

31/12/2022	Present value of obligation	Fair value of plan assets	Net defined benefit plan
Severance plan Greece and Cyprus	1.0	n/a	1.0
Severance plan Austria	30.5	n/a	30.5
Pension plan without plan assets	25.4	n/a	25.4
Pension plan with plan assets	72.7	(48.5)	24.2
Pension plans with guaranteed minimum pension	104.0	(104.0)	–
Types of defined benefit plans	**233.6**	**(152.5)**	**81.1**

Summary disclosure for severance plans and pension plans with no plan assets:

	2023	2022
Opening balance as of 1 January	**56.9**	**53.4**
Current service costs	0.2	0.5
Interest costs	2.4	1.2
Settlement cost (result)	2.0	1.4
Total cost recognised in consolidated statement of comprehensive income	**4.6**	**3.1**
Actuarial (gain)/loss arising from financial assumptions	1.7	(12.2)
Actuarial (gain)/loss arising from experience adjustment	1.3	(2.3)
Total actuarial (gain)/loss recognised in other comprehensive income	**3.0**	**(14.5)**
Payments	(6.6)	(7.3)
Other movements	–	22.2
Closing balance as of 31 December	**57.9**	**56.9**

Summary disclosure for pension plans with plan assets:

	Present value of obligation	Fair value of plan assets	Total
Opening balance as of 01/01/2023	**72.7**	**(48.5)**	**24.2**
Current service costs	0.4	–	0.4
Interest costs	2.9	(2.0)	0.9
Total cost recognised in consolidated statement of comprehensive income	**3.3**	**(2.0)**	**1.3**
Actuarial (gain)/loss arising from financial assumptions	9.5	(1.3)	8.2
Actuarial (gain)/loss arising from experience adjustment	(0.2)	–	(0.2)
Total actuarial (gain)/loss recognised in other comprehensive income	**9.3**	**(1.3)**	**8.0**
FX differences	0.3	(0.2)	0.1
Contributions	0.6	(8.5)	(7.9)
Payments	(4.1)	3.8	(0.3)
Closing balance as of 31/12/2023	**82.1**	**(56.7)**	**25.4**

	Present value of obligation	Fair value of plan assets	Total
Opening balance as of 01/01/2022	**95.9**	**(55.8)**	**40.1**
Current service costs	1.0	–	1.0
Interest costs	1.3	(2.1)	(0.8)
Past service cost	(0.1)	–	(0.1)
Total cost recognised in consolidated statement of comprehensive income	**2.2**	**(2.1)**	**0.1**
Actuarial (gain)/loss arising from financial assumptions	(23.8)	5.1	(18.7)
Actuarial (gain)/loss arising from experience adjustment	1.1	1.2	2.3
Return on plan assets	–	1.5	1.5
Total actuarial (gain)/loss recognised in other comprehensive income	**(22.7)**	**7.8**	**(14.9)**
FX differences	0.2	(0.1)	0.1
Contributions	0.8	(1.5)	(0.7)
Payments	(3.7)	3.2	(0.5)
Closing balance as of 31/12/2022	**72.7**	**(48.5)**	**24.2**

Notes to the consolidated financial statements continued

30 Personnel expenses and employee benefit liabilities continued

Defined benefit–pension plans – Fair value of plan assets	31/12/2023	31/12/2022
Equity instruments	18.1	18.3
Bonds	22.1	13.9
Cash	3.6	4.1
Other assets	12.9	12.2
Fair value of plan assets	**56.7**	**48.5**

Summary disclosure for pension plans with guaranteed minimum pension:

	Present value of obligation	Fair value of plan assets	Total
Opening balance as of 01/01/2023	**104.0**	**(104.0)**	**–**
Current service costs	2.0	–	**2.0**
Interest costs	4.3	(4.4)	**(0.1)**
Settlement cost (result)	(0.7)	0.4	**(0.3)**
Total cost recognised in consolidated statement of comprehensive income	**5.6**	**(4.0)**	**1.6**
Actuarial (gain)/loss arising from financial assumptions	5.2	(1.5)	**3.7**
Actuarial (gain)/loss arising from experience adjustment	1.5	–	**1.5**
Return on plan assets	–	–	**–**
Total actuarial (gain)/loss recognised in other comprehensive income	**6.7**	**(1.5)**	**5.2**
Contributions	–	(6.8)	**(6.8)**
Payments	(3.9)	3.9	**–**
Closing balance as of 31/12/2023	**112.4**	**(112.4)**	**–**

	Present value of obligation	Fair value of plan assets	Total
Opening balance as of 01/01/2022	**114.0**	**(114.0)**	**–**
Current service costs	2.3	–	**2.3**
Interest costs	1.5	–	**1.5**
Settlement cost (result)	(1.4)	0.8	**(0.6)**
Total cost recognised in consolidated statement of comprehensive income	**2.4**	**0.8**	**3.2**
Actuarial (gain)/loss arising from financial assumptions	(1.2)	9.9	**8.7**
Actuarial (gain)/loss arising from experience adjustment	(7.6)	–	**(7.6)**
Return on plan assets	–	(1.5)	**(1.5)**
Total actuarial (gain)/loss recognised in other comprehensive income	**(8.8)**	**8.4**	**(0.4)**
Contributions	–	(2.8)	**(2.8)**
Payments	(3.6)	3.6	**–**
Closing balance as of 31/12/2022	**104.0**	**(104.0)**	**–**

Defined benefit pensions plan with guaranteed minimum pension – Fair value of plan assets	31/12/2023	31/12/2022
Equity instruments	43.2	43.2
Bonds	40.3	30.4
Cash	5.9	8.6
Other assets	23.0	21.8
Fair value of plan assets	**112.4**	**104.0**

The principal actuarial assumptions used in the actuarial valuation as of 31 December 2023 and 31 December 2022:

Actuarial assumptions used:	31/12/2023 Austria	31/12/2023 Greece and Cyprus	31/12/2022 Austria	31/12/2022 Greece and Cyprus
Discount rate	3.47%	3.59%	4.16%	1.80%
Rate of increase in salaries	2.00%	2.10%	2.50%	2.20%
Average service in the company	12.6	–	12.5	–
Pension inflation rate	0.34%	2.10%	(7.02%)	2.20%

Notes to the consolidated financial statements continued

30 Personnel expenses and employee benefit liabilities continued

The following table shows the change in actuarial liability of the Group if the discount rate was 0.5% higher or lower (with no other change in input assumptions); or if the expected rate of salary increase was 0.5% higher or lower (with no other change in input assumptions):

Sensitivity analysis	Increase in discount rate by 0.5%	Decrease in discount rate by 0.5%	Increase of expected wages by 0.5%	Decrease of expected wages by 0.5%
Actuarial liability	**(12.2)**	**17.4**	**16.4**	**(11.5)**
Percentage change	**(20.05%)**	**23.70%**	**22.55%**	**(19.15%)**

Termination benefits

	31/12/2023	31/12/2022
Opening balance as of 1 January	**37.1**	**43.4**
Additions	0.4	2.3
Release	(7.9)	(4.8)
Interest cost	0.8	0.2
Total cost/(income) recognised in consolidated statement of comprehensive income	**(6.7)**	**(2.3)**
Payments	(4.7)	(4.0)
Closing balance as of 31 December	**25.7**	**37.1**

Long-term incentive bonuses

Certain employees are entitled to "Long-service bonuses" when they reach a specified number of years of employment with the company.

Certain key management personnel are eligible for long-term incentive bonuses based on target fulfilment.

31 Contingencies

Legal matters

OPAP

Distribution agent claims

As of 31 December 2023, third party claims against OPAP relating to terminated distribution agent arrangements have been filed in an aggregate amount of €309.5 million (31 December 2022: €308.3 million). The majority of these claims relate to former distribution agent arrangements, in relation to which the overwhelming majority of recent court decisions have been in favour of OPAP (rejected claims in the amount of €283.6 million). The court of first instance partially recognised claims in the amount of €0.7 million; the court of appeal partially recognised claims in the amount of €0.1 million.

In connection with three other lawsuits brought by a former agent against OPAP seeking compensation for loss of profit, in September 2023, the Supreme Court accepted OPAP's petition and annulled an appellate court decision which had awarded a total of approximately €3.0 million plus interest. A court hearing on the merits is still pending. As of 31 December 2023, management recorded a provision of €6.6 million (31 December 2022: €6.5 million) in connection with the case (see Note 28).

Hellenic Lotteries

Under its concession agreement, Hellenic Lotteries has an obligation to pay 30% of annual Revenue from gaming activities (GGR) to the Greek state, subject to a €50.0 million minimum annual amount. Hellenic Lotteries believes the €50.0 million minimum annual fee was not applicable for 2020, 2021 and 2022 as the force majeure clause in the concession agreement was triggered by the pandemic-related restrictions imposed by the Greek state. Accordingly, Hellenic Lotteries sought a reduction of the obligation, or alternatively an indemnity related to the initial licence consideration or an extension of the licence. As a prudent measure, gaming taxes and a related liability in a total amount of €70.6 million were recorded in the financial statements in the relevant periods (see Note 26). The hearing of this arbitration case took place in February 2023. The arbitral tribunal issued its final award on 12 September 2023, rejecting the respondents' jurisdictional objections, but denying the relief sought by Hellenic Lotteries on its merits. On 2 October 2023, Hellenic Lotteries paid the disputed amount of the minimum annual fee for the years 2020, 2021 and the period January-May 2022 (amounting to €70.6 million in total).Furthermore, on 13 February 2024, Hellenic Lotteries was notified of an additional liability to the Greek state of €11.9 million related to interest from overdue payment. Since this payment was not previously accrued it was recorded in "Finance cost" (see Note 13).

Notes to the consolidated financial statements continued

31 Contingencies continued

CASAG

CASAG is party to 28 pending lawsuits initiated by 37 claimants in connection with reductions made to the target pension in its employee pension plans, which include plans with a guaranteed minimum pension feature and defined benefit plans.

For the claims in connection with pension plans with a guaranteed minimum pension feature, management assesses that a negative outcome is highly unlikely and has only recorded a provision to cover legal costs, of €0.3 million. The assessment is supported by the fact that, in January 2022, an appellate court reversed an initial adverse decision of the first instance court from May 2021, stating that only a minimum pension is guaranteed.

For the claims in connection with defined benefit plans, management considers the outcome uncertain and reflects this uncertainty in the valuation of the defined benefit liability, with the liability assessed assuming a negative outcome (as a result of which a positive outcome in these cases would result in a net gain for the Group).

Commitments

As of 31 December 2023, the Group has contractual commitments to purchase property, plant and equipment of €94.4 million and intangible assets of €37.8 million.

32 Risk management

This section describes the financial and operational risks the Group is exposed to and its risk management methods. The key financial risks the Group faces comprise credit risk, liquidity risk, currency risk and interest rate risk.

Credit risk represents the risk of loss that the Group companies would incur if a trading counterparty or business customer were unable to fulfil its obligation resulting from payment obligations, obligation to off-take a service at a certain price or nondelivery of a contracted service.

The Group's bank accounts are predominantly with international financial institutions.
The Group has procedures for the assessment of credit risk which are applied to customers to whom sales are made on credit terms. In addition, the balances of receivables are continuously monitored on an individual and an aggregated level.

One of the key measures to mitigate credit risk in ordinary business activities is deposits received from agents (see Note 26). Receivables from agents are monitored by management on a regular basis. The Group also monitors the credit ratings of the banks and financial institutions with which it transacts.

For details about credit risk exposure see (Notes 19, 20 and 21).

32.1 Offsetting arrangements

Effects of offsetting on the balance sheet 31/12/2023	Gross amounts	Gross amounts set off in the balance sheet	Net amounts presented in the balance sheet	Amounts subject to potential offsetting (master netting or similar arrangements)		Net amounts
				Financial instruments	Cash collateral	
Assets						
Current trade and other receivables	5.9	(0.1)	5.8	(5.8)	–	–
Cash and cash equivalents	0.4	–	0.4	(0.4)	–	–
Total	**6.3**	**(0.1)**	**6.2**	**(6.2)**	**–**	**–**
Liabilities						
Loans and borrowings	756.4	–	756.4	(0.4)	–	756.0
Current trade and other payables	65.3	(0.1)	65.2	(5.8)	–	59.4
Total	**821.7**	**(0.1)**	**821.6**	**(6.2)**	**–**	**815.4**

Effects of offsetting on the balance sheet 31/12/2022	Gross amounts	Gross amounts set off in the balance sheet	Net amounts presented in the balance sheet	Amounts subject to potential offsetting (master netting or similar arrangements)		Net amounts
				Financial instruments	Cash collateral	
Assets						
Current trade and other receivables	6.4	(1.0)	5.4	(5.4)	–	–
Cash and cash equivalents	12.0	–	12.0	(12.0)	–	–
Total	**18.4**	**(1.0)**	**17.4**	**(17.4)**	**–**	**–**
Liabilities						
Loans and borrowings	547.8	–	547.8	(12.0)	–	535.8
Current trade and other payables	63.9	(1.0)	62.9	(5.4)	–	57.5
Total	**611.7**	**(1.0)**	**610.7**	**(17.4)**	**–**	**593.3**

Notes to the consolidated financial statements continued

32 Risk management continued

Amounts subject to master netting arrangements not offseting the consolidated statement of financial position:

- As of 31 December 2023, liabilities arising from fees to agents are offset in the balance sheet against receivables from agents of €0.1 million (31 December 2022: €1.0 million).
- As of 31 December 2023, deposits received from agents could be offset against receivables from agents of €5.8 million (31 December 2022: €5.4 million).
- As of 31 December 2023, the syndicated bank loan signed on 17 November 2022 by Allwyn and Allwyn Financing UK Plc could be offset against cash and cash equivalents of €0.4 million (31 December 2022: €12.0 million).

32.2 Liquidity risk

Liquidity risk represents the risk that the Company might not be able to fulfil its payment obligations, primarily in respect of amounts due to providers of loans and borrowings.

The Group monitors the risk of having insufficient funds by monitoring the liquidity and maturity of investments and other financial assets and liabilities, projected cash flows from its activities and fulfilment of bank covenants.

The Group maintains free liquidity sources that comprise cash and equivalents and available amounts under credit facilities in currencies in which the future financial needs are expected.

The Group's management minimises liquidity risk through ongoing future cash flow management and planning. The key cash flow planning tool is annual medium-term plans prepared for the period of at least the following five years. The key Group cash flows for the current year are broken down into individual months and updated on an ongoing basis.

As part of its liquidity risk management strategy, the Group ensures that a portion of its assets is highly liquid.

The table below presents an analysis of Group's financial liabilities classified by maturity. Where early repayment is possible, the Group makes the most prudent assessment possible, i.e. the earliest possible repayment.

The following table presents contractual cash flows not discounted to net present value and include interest, if applicable.

Liquidity risk analysis (by maturity):

31/12/2023	Carrying amount	Contractual cash flows	1 year or less	1-5 years	More than 5 years	Due on demand/ undefined maturity
Liabilities						
Loans and borrowings	(4,133.8)	(5,256.3)	(544.8)	(3,007.4)	(1,704.1)	–
Non-current lease liabilities	(93.4)	(107.5)	–	(79.7)	(27.8)	–
Non-current trade and other payables	(32.6)	(34.4)	–	(16.2)	(18.2)	–
Non-current derivative financial instrument	(32.8)	9.8	2.1	7.7	–	–
Incoming cashflows*	–	875.6	161.6	714.0	–	–
Outgoing cashflows*	–	(865.8)	(159.4)	(706.3)	–	–
Current lease liabilities	(30.1)	(33.4)	(33.4)	–	–	–
Current trade and other payables	(1,607.5)	(1,607.5)	(1,607.5)	–	–	–
Current other financial liabilities	(10.5)	(10.5)	(10.5)	–	–	–
Total	**(5,940.7)**	**(7,039.8)**	**(2,194.1)**	**(3,095.6)**	**(1,750.1)**	**–**

* Foreign currency payments are translated using the spot exchange rate at the end of the reporting period.

31/12/2022	Carrying amount	Contractual cash flows	1 year or less	1-5 years	More than 5 years	Due on demand/ undefined maturity
Liabilities						
Loans and borrowings	(2,903.4)	(3,355.2)	(431.6)	(2,209.2)	(714.4)	–
Non-current lease liabilities	(102.6)	(121.5)	–	(81.3)	(40.2)	–
Non-current trade and other payables	(34.6)	(37.0)	–	(17.6)	(19.4)	–
Current lease liabilities	(27.8)	(31.7)	(31.7)	–	–	–
Current trade and other payables	(555.7)	(555.7)	(555.7)	–	–	–
Current other financial liabilities	(31.7)	(31.7)	(31.7)	–	–	–
Total	**(3,655.8)**	**(4,132.8)**	**(1,050.7)**	**(2,308.1)**	**(774.0)**	**–**

Notes to the consolidated financial statements continued

32 Risk management continued

32.3 Interest rate risk

Risks to the Group relating to changes in market interest rates primarily relate to loans with floating interest rates. The Group monitors developments in financial markets. The risk of an increase in interest rates is continuously monitored and the use of standard instruments to eliminate the risk (for example, interest rate swaps) is considered.

Interest rate sensitivity from the whole loan portfolio is not material. Other loans and bonds have a fixed interest rate. In relation to unhedged variable rate loans, an increase/decrease in interest rates (EURIBOR) by 1 percentage point would cause an increase/decrease of the interest cost by €15.6 million (2022: €12.0 million).

	2023	% of total loans	2022	% of total loans
Variable rate borrowings	**1,557.5**	**37.68%**	**1,202.1**	**41.40%**
Fixed rate borrowings – maturity dates:	**2,576.3**	**62.32%**	**1,701.3**	**58.60%**
Less than 1	121.6	2.94%	293.6	10.11%
1-5 years	1,120.5	27.11%	1,407.7	48.48%
Over 5 years	1,334.2	32.27%	–	0.00%

32.4 Currency risk

The Group is exposed to risks arising from foreign currency transactions. These risks arise from sales or purchases in currencies other than the functional currency.

The Group monitors currency risks and evaluates the potential impact of fluctuations in exchange rates. A significant part of the foreign exchange exposure is hedged either by natural hedging, e.g. using financing in the same currency as the revenues generated and incurring revenues and expenses in the same currency, or by using FX forward and swap contracts.

Management also evaluates potential currency risks prior to the conclusion of significant contracts or business transactions.

The Group is exposed to foreign exchange risk when financial assets and liabilities are denominated in a currency other than the functional currency in which they are measured. Foreign currency-denominated intercompany receivables and payables are eliminated in the consolidated statement of financial position but the effect on profit or loss of their currency revaluation is not fully eliminated if the two Group companies have different functional currencies. Therefore, the total amounts of exposure to foreign exchange risk are not equal to respective items reported on the consolidated statement of financial position.

Assets and liabilities denominated in a currency different from the functional currency in which they are measured are presented in the tables below:

31/12/2023	EUR	CZK	USD	Other*
Non-current trade and other receivables	–	118.5	812.8	30.1
Other non-current financial assets	–	–	1.3	–
Current trade and other receivables	93.3	26.2	47.3	33.8
Cash and cash equivalents	0.9	43.2	28.2	26.8
Total assets	**94.2**	**187.9**	**889.6**	**90.7**
Long-term loans and borrowings**	–	–	(755.9)	(35.8)
Non-current lease liabilities	(21.4)	–	–	(8.7)
Non-current trade and other payables	–	–	(11.0)	–
Short-term loans and borrowings	–	(120.5)	(47.3)	(1.2)
Current lease liabilities	(2.5)	–	–	(2.0)
Current trade and other payables	(81.4)	(6.8)	(23.8)	(2.7)
Total liabilities	**(105.3)**	**(127.3)**	**(838.0)**	**(50.4)**
Total	**(11.1)**	**60.6**	**51.6**	**40.3**

* "Other" primarily comprises British Pound Sterling, Swiss Franc and Australian Dollar. Net exposure to other currencies is immaterial.

** Represents only non-hedged portion of loans and borrowings.

31/12/2022	EUR	CZK	USD	Other*
Non-current trade and other receivables	–	147.4	–	3.1
Other non-current financial assets	–	–	–	5.4
Current trade and other receivables	–	27.1	–	22.8
Cash and cash equivalents	1.3	12.5	0.2	26.6
Total assets	**1.3**	**187.0**	**0.2**	**57.9**
Long-term loans and borrowings	–	(247.1)	–	(1.8)
Non-current lease liabilities	(17.8)	–	–	(9.6)
Non-current trade and other payables	–	–	(12.8)	–
Short-term loans and borrowings	–	(3.5)	–	–
Current lease liabilities	(1.7)	–	–	(1.9)
Current trade and other payables	(1.3)	(5.2)	(2.1)	(5.7)
Total liabilities	**(20.8)**	**(255.8)**	**(14.9)**	**(19.0)**
Total	**(19.5)**	**(68.8)**	**(14.7)**	**38.9**

* "Other" primarily comprises British Pound Sterling, Swiss Franc and Australian Dollar. Net exposure to other currencies is immaterial.

Notes to the consolidated financial statements continued

32 Risk management continued

A reasonably possible strengthening/weakening of CZK, EUR and USD against all other currencies as of 31 December 2023 would have affected the measurement of financial instruments denominated in a foreign currency and affected the equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant.

	Profit or loss		Equity, net of tax	
Effect in millions of Euro	10% currency strengthening + profit/- loss	10% currency weakening + profit/- loss	10% currency strengthening + increase/ - decrease	10% currency weakening + increase/ - decrease
31/12/2023				
CZK	6.1	(6.1)	–	–
EUR	(1.1)	1.1	–	–
USD	5.2	(5.2)	(44.0)	44.0
Other	4.0	(4.0)	–	–
31/12/2022				
CZK	(6.9)	6.9	–	–
EUR	(2.0)	2.0	–	–
USD	(1.5)	1.5	–	–
Other	3.9	(3.9)	–	–

32.5 Fair value measurement

For trade and other receivables and trade and other payables, the Group considers carrying values to be approximately the fair value.

For other financial assets and liabilities refer to the relevant notes.

Valuation techniques used to value financial instruments include:

- For interest rate swaps – the present value of estimated future cash flows based on observable yield curves;
- For FX forwards and FX swaps – the present value of future cash flows based on forward exchange rates at the balance sheet date.

There were no transfers between Level 1 and Level 2 for recurring fair value measurements during 2023 or 2022.

32.6 Capital management

The Group aims to maximise shareholder value, through equity investments or loans provided to operating entities, to maintain access to diversified sources of capital to finance its operating and business development needs and to ensure financial resilience.

During 2023 and 2022 the Group fulfilled all the conditions required by its external financing arrangements. Key financial ratios in the Group's external financing arrangements are based on the ratio of EBITDA to net debt and the interest cover ratio.

33 Related parties

Related party transactions are transfers of resources, services or obligations between the reporting entity and a related party. Relations between the Group and its related parties include relations with companies related through common shareholders or Directors and key management of the Company. All material transactions with related parties were carried out on an arm's length basis.

Directors and key management personnel

"Key management personnel" comprises the C-level (executive) management of the Company (excluding the CEO, who is a member of the Board of Directors). C-level management consisted of the CFO, CIO, CTO, COO, Chief Marketing Officer, Chief Global Brand and CSR Officer in 2022 and 2023; in 2023 also included the Chief People and Culture Officer.

Members of the Board of Directors and Supervisory Board and key management personnel of the Company receive their remuneration from related parties of the Company (either from subsidiaries of the Company or from the shareholder). Remuneration received from the shareholder is considered related to the management function on the Company level and therefore presented in the summary remuneration table.

Notes to the consolidated financial statements continued

33 Related parties continued

33.1 Outstanding related party balances and transactions with the parent

Outstanding balance with the parent	Note	31/12/2023	31/12/2022
ASSETS			
Non-current financial assets (loans provided)*	20	378.2	64.7
Current trade and other receivables	7	28.6	29.8
Current financial assets (loans provided)*	20	146.0	0.9
LIABILITIES			
Current trade and other payables		2.5	0.8

Transactions with the parent	Note	31/12/2023	31/12/2022
Other operating income	7	28.6	29.8
Materials, consumables and services		(2.5)	(0.8)
Marketing services		(0.2)	–
Interest income		17.4	1.1
Dividend paid	22	(600.0)	(200.0)
Capital contribution		–	–

* Loans provided to Allwyn AG of €524.2 million (31 December 2022: 65.6 million) with the maturity 2025 till 2028 with the interest rate (including margin) 4.25% – 7.56%.

33.2 Outstanding related party balances and transactions with companies controlled by KKCG AG other than parent and the Group:

Outstanding balance with companies controlled by KKCG AG other than parent and the Group:	31/12/2023	31/12/2022
ASSETS		
Non-current trade and other receivables	0.7	0.6
Current trade and other receivables	6.5	0.9
LIABILITIES		
Current trade and other payables	4.0	2.3

Transactions with companies controlled by KKCG AG other than parent and the Group:	Twelve months ended 31 December 2023	2022
Revenue from non-gaming activities	0.1	–
Other operating income	0.1	0.1
Materials, consumables and services	(12.5)	(6.2)
Marketing expenses	(17.8)	(17.3)
Interest income	1.8	1.6*
Other gains and losses	5.9	–
Purchase of tangible assets	–	(0.2)

33.3 Outstanding related party balances and transactions with associates and joint ventures (see Note 18)

Associates	31/12/2023	31/12/2022
ASSETS		
Non-current financial assets (loans provided)	–	0.3
Current financial assets (loans provided)	–	9.9*

* Loans provided to KGL of nil (31 December 2022: €9.2 million) with an interest rate of 2.5%.

Transactions with associates:	Twelve months ended 31 December 2023	2022
Interest income	0.2	–

Associates	Twelve months ended 31 December 2023	2022
Dividends received	104.1	85.3
Reserve distributions received	30.3	30.3

Joint ventures	Twelve months ended 31 December 2023	2022
Dividends received	8.6	5.4

Notes to the consolidated financial statements continued

33 Related parties continued

33.4 Transactions with members of the Company's Board of Directors, Supervisory Board and executive management for the twelve months ended 31 December 2023 and 31 December 2022

Remuneration, bonuses and other benefits provided to the members of the Board of Directors and Supervisory Board and key management personnel of the Company:

	Twelve months ended 31 December 2023		Twelve months ended 31 December 2022	
	Board of Directors and Supervisory Board	Key management personnel	Board of Directors and Supervisory Board	Key management personnel
Total remuneration	**3.6**	**8.4**	**2.4**	**3.8**
Short-term benefits	2.3	5.3	0.6	1.3
Post-employment benefits	–	–	–	–
Other long-term benefits	1.3	3.1	1.8	2.5
Termination benefits	–	–	–	–
Share-based payments benefits	–	–	–	–

The following tables summarise the Group securities owned by members of the Board of Directors:

		31/12/2023	31/12/2022
	Minimum denomination	Total nominal value (in Euro)	Total nominal value (in Euro)
Allwyn Entertainment Financing UK Plc – EUR 665m	1,000 EUR	**520,000**	–
Allwyn Entertainment Financing UK Plc – USD 700m	1,000 USD	**361,998**	–
Allwyn International a.s. – CZK 6bn	10,000 CZK	**182,002**	186,606
Allwyn International a.s. – EUR 500m	1,000 EUR	**850,000**	750,000

	31/12/2023		31/12/2022	
	Number of shares	Total market value (in Euro)	Number of shares	Total market value (in Euro)
OPAP shares	**1,178,334**	**18,110,994**	1,125,446	14,889,651

Notes to the consolidated financial statements continued

34 Group companies

Companies included in the consolidated Group as of 31 December 2023 and 31 December 2022 and the Company's economic interest are as follows.

				Economic interest	
	Note	Country		31/12/2023	31/12/2022
Parent company:					
Allwyn International a.s.		Czech Republic		n/a	n/a
Group companies:	Note	Country		2023	2022
Allwyn Asia Holding a.s.		Czech Republic	Subsidiary	100.00%	100.00%
Allwyn Austria Holding 2 GmbH		Austria	Subsidiary	100.00%	100.00%
Allwyn Austria Holding 3 GmbH		Austria	Subsidiary	100.00%	100.00%
Allwyn Czech Republic Holding a.s.		Czech Republic	Subsidiary	100.00%	100.00%
Allwyn Entertainment Ltd ("Allwyn UK")		United Kingdom	Subsidiary	100.00%	100.00%
Allwyn Entertainment Financing (UK) Plc		United Kingdom	Subsidiary	100.00%	100.00%
Allwyn Financing Czech Republic a.s. ***		Czech Republic	Subsidiary	–	100.00%
Allwyn Financing Czech Republic 2 a.s.		Czech Republic	Subsidiary	100.00%	100.00%
Allwyn Greece & Cyprus Holding Ltd		Cyprus	Subsidiary	100.00%	100.00%
Allwyn Greece & Cyprus Holding 2 Ltd		Cyprus	Subsidiary	100.00%	100.00%
Allwyn Investment Cyprus Ltd		Cyprus	Subsidiary	100.00%	100.00%
Allwyn Services Czech Republic a.s.		Czech Republic	Subsidiary	100.00%	100.00%
Allwyn Services UK Ltd.		United Kingdom	Subsidiary	100.00%	100.00%
Allwyn Services US LLC		United States	Subsidiary	100.00%	100.00%
Allwyn UK Holding Ltd		United Kingdom	Subsidiary	100.00%	100.00%
Allwyn UK Holding B Ltd		United Kingdom	Subsidiary	100.00%	100.00%
Allwyn UK Holding C Ltd		United Kingdom	Subsidiary	100.00%	100.00%
Allwyn US Holding Inc.		United States	Subsidiary	100.00%	100.00%
Casinos Austria AG ("CASAG") subgroup		Austria	Subsidiary	59.70%	59.70%
AleaX AG ***		Liechtenstein	Subsidiary	–	59.70%
Cachi Valle Aventuras S.A. **		Argentina	Subsidiary	59.70%	59.70%
CAI Hungary Kft.		Hungary	Subsidiary	32.84%	32.84%
CAI Ontario Inc. **		Canada	Subsidiary	59.70%	59.70%
CAIO AG **		Switzerland	Subsidiary	59.70%	59.70%
CAIO DK ApS ***		Denmark	Subsidiary	–	59.70%
Casino Copenhagen K/S*		Denmark	Joint venture	29.85%	29.85%
Casino Event Immobilien GmbH		Germany	Subsidiary	59.70%	59.70%
Casino Lugano S.A.*		Switzerland	Associate	17.17%	17.17%

Notes to the consolidated financial statements continued

34 Group companies continued

	Note	Country		Economic interest 31/12/2023	31/12/2022
Casino Marienlyst A/S*		Denmark	Joint venture	29.85%	29.85%
Casino Munkebjerg Vejle A/S*		Denmark	Joint venture	29.85%	29.85%
Casino Sopron Kft.		Hungary	Subsidiary	32.84%	32.84%
Casino St. Moritz AG		Switzerland	Subsidiary	59.70%	59.70%
Casino Vesterport Copenhagen K/S*		Denmark	Joint venture	29.85%	29.85%
Casinoland IT-Systeme GmbH		Germany	Subsidiary	59.70%	59.70%
Casinos Austria (Swiss) AG		Switzerland	Subsidiary	59.70%	59.70%
Casinos Austria AG Liegenschaftsverwaltungs- und Leasing GmbH		Austria	Subsidiary	59.70%	59.70%
Casinos Austria International (Cairns) Pty Ltd.		Australia	Joint venture	29.85%	29.85%
Casinos Austria International (Mazedonien) Holding GmbH		Austria	Subsidiary	59.70%	59.70%
Casinos Austria International Belgium S.A.		Belgium	Subsidiary	59.70%	59.70%
Casinos Austria International GmbH		Austria	Subsidiary	59.70%	59.70%
Casinos Austria International Holding GmbH		Austria	Subsidiary	59.70%	59.70%
Casinos Austria International Ltd.*		Australia	Subsidiary	59.70%	59.70%
Casinos Austria International Mazedonia d.o.o.*		Macedonia	Joint venture	20.90%	20.90%
Casinos Austria Liechtenstein AG		Liechtenstein	Subsidiary	59.70%	59.70%
Casinos Austria Management GmbH		Austria	Subsidiary	59.70%	59.70%
Casinos Austria of Egypt AG*		Liechtenstein	Joint venture	29.85%	29.85%
Casinos Denmark A/S*		Denmark	Joint venture	29.85%	29.85%
Casino Odense K/S		Denmark	Subsidiary	59.70%	59.70%
CAST Casinos Austria Sicherheitstechnologie GmbH		Austria	Subsidiary	59.70%	59.70%
CCB Congress Center Baden Betriebsgesellschaft mbH		Austria	Subsidiary	53.13%	53.13%
Cocino GmbH		Germany	Joint venture	28.06%	28.06%
Complejo Monumento Güemes S.A. **		Argentina	Subsidiary	59.70%	59.70%
Cuisino Ges.m.b.H.		Austria	Subsidiary	59.70%	59.70%
Entretenimientos y Juegos de Azar S.A. **		Argentina	Subsidiary	59.66%	59.66%
Fortuna 1 Aps		Denmark	Subsidiary	59.70%	59.70%
Glücksrad Kft.		Hungary	Joint venture	29.25%	29.25%
Inmobiliaria Ovalle S.A.		Chile	Subsidiary	59.70%	59.70%
Inversiones Anacaldo S.A. **		Chile	Associate	14.93%	14.93%
Leisure & Entertainment S.A. **		Argentina	Subsidiary	59.70%	59.70%
National Videolottery of the Rep. of Macedonia-Casinos Austria LLC-Skopje*		Macedonia	Joint venture	10.24%	10.24%
ÖLG Holding GmbH		Austria	Subsidiary	59.70%	59.70%

Notes to the consolidated financial statements continued

34 Group companies continued

	Note	Country		Economic interest 31/12/2023	31/12/2022
Österreichische Lotterien GmbH ("Austrian Lotteries") subgroup		Austria	Subsidiary	53.52%	53.52%
Deutsche Sportwetten GmbH		Germany	Subsidiary	29.97%	29.97%
Glücks- und Unterhaltungsspiel BetriebsgesmbH		Austria	Subsidiary	53.52%	53.52%
Österreichische Sportwetten GmbH		Austria	Subsidiary	29.97%	29.97%
Österreichische Klassenlotterie Vertriebsgesellschaft m.b.H.		Austria	Subsidiary	53.52%	53.52%
Rabcat Computer Graphics GmbH		Austria	Subsidiary	53.52%	53.52%
Win2day International GmbH ***		Austria	Subsidiary	–	53.52%
Reef Casino Investments Pty Ltd.*		Australia	Joint venture	29.85%	29.85%
Reef Casino Trust*		Australia	Joint venture	25.07%	25.07%
Reef Corporate Services Ltd.*		Australia	Joint venture	29.85%	29.85%
Revolutionary Technology Systems AG		Switzerland	Joint venture	29.85%	29.85%
Spielbanken Niedersachsen GmbH		Germany	Subsidiary	59.70%	59.70%
Viage Productions S.A.		Belgium	Subsidiary	59.70%	59.70%
Allwyn Lottery Solutions Limited (UK)	(a)	United Kingdom	Subsidiary	100.00%	–
Allwyn Information Technology Systems SA		Greece	Subsidiary	100.00%	–
Allwyn Technology Services Limited		United Kingdom	Subsidiary	100.00%	–
Allwyn North America Inc. (formerly "Camelot Global Lottery Services (North America) Inc. (US)")		United States	Subsidiary	100.00%	–
Allwyn Illinois LLC (formerly "Camelot Illinois LLC")		United States	Subsidiary	100.00%	–
Camelot UK Lotteries Limited ("Camelot UK ")	(a)	United Kingdom	Subsidiary	100.00%	–
CLS Beteiligungs GmbH *		Austria	Associate	66.67%	66.67%
Italian Gaming Holding a.s.		Czech Republic	Subsidiary	100.00%	100.00%
Kaizen Gaming Limited ("Kaizen") *		Malta	Associate	36.75%	36.75%
Lottoitalia S.r.l. ("Lottoltalia")*		Italy	Associate	32.50%	32.50%
LTB Beteiligungs GmbH *		Austria	Associate	66.67%	66.67%
OPAP S.A. ("OPAP") subgroup****		Greece	Subsidiary	50.71%	50.09%
Hellenic Lotteries S.A.		Greece	Subsidiary	42.34%	41.62%
Horse Races Single-Member S.A.		Greece	Subsidiary	50.71%	49.84%
Stoiximan Holding Ltd (Stoiximan business) *		Malta	Associate	34.66%	34.07%
Neurosoft Cyprus Ltd		Cyprus	Subsidiary	50.71%	49.84%
Neurosoft Romania Srl		Romania	Subsidiary	48.17%	47.35%
Neurosoft S.A.		Greece	Subsidiary	33.34%	33.75%
OPAP Cyprus Ltd		Cyprus	Subsidiary	50.71%	49.84%

Notes to the consolidated financial statements continued

34 Group companies continued

	Note	Country		Economic interest 31/12/2023	31/12/2022
OPAP International Ltd		Cyprus	Subsidiary	50.71%	49.84%
OPAP Investment Ltd		Cyprus	Subsidiary	50.71%	49.84%
OPAP Sports Ltd		Cyprus	Subsidiary	50.71%	49.84%
Stoiximan Limited		Malta	Subsidiary	42.84%	42.11%
Tora Direct Single-Member S.A.		Greece	Subsidiary	50.71%	49.84%
Tora Wallet Single-Member S.A.		Greece	Subsidiary	50.71%	49.84%
SAZKA a.s. ("SAZKA")		Czech Republic	Subsidiary	100.00%	100.00%
SAZKA Austrian Gaming Holding a.s.		Czech Republic	Subsidiary	100.00%	100.00%
SAZKA Delta Aif Variable Capital Investment Company Ltd		Cyprus	Subsidiary	100.00%	100.00%
SAZKA Delta Management Ltd	(b)	Cyprus	Subsidiary	100.00%	100.00%
SAZKA FTS a.s.		Czech Republic	Subsidiary	55.00%	55.00%
SAZKA Group Financing a.s.**		Slovakia	Subsidiary	100.00%	100.00%
SAZKAmobil 5G a.s.***		Czech Republic	Subsidiary	–	100.00%
SAZKA Services s.r.o.		Czech Republic	Subsidiary	100.00%	100.00%
SPORTLEASE a.s.		Czech Republic	Subsidiary	100.00%	100.00%

* The equity method investees comprise a group of entities.

** Companies in liquidation.

*** Companies were wound up and deconsolidated. The impact of the transaction is immaterial.

**** Treasury shares held by OPAP are excluded from the share count for the calculation of economic interest. The Group's interest in OPAP's total shares including treasury shares was 50.18% (31 December 2022: 49.84%) (see Note 2.6).

***** Treasury shares held by OPAP are excluded from the share count for the calculation of economic interest (see Note 2.6).

(a) New business combinations (see Note 4).

(b) 100.00% (2022: 66.70%) represents voting shares, the Group's economic interest in Sazka Delta Management is 100.00%.

Notes to the consolidated financial statements continued

35 Subsequent events

Strategic

Agreement to acquire a majority stake in Instant Win Gaming (IWG)

In February 2024, Allwyn announced an agreement to acquire a 70% ownership interest in IWG, to enhance the Group's content offering. IWG is a leading supplier of online instant games to lotteries and works with more than 25 national and state lotteries around the world, having a strong North American presence.

IWG reported EBITDA of £18.2m for the financial year ending 30 April 2023.

The transaction is anticipated to close in the second half of 2024, subject to the satisfaction of customary closing conditions.

Allwyn LS Group

In March 2024, Allwyn made a payment of USD 10.5 million (approximately €9.7 million), representing the outstanding contingent consideration relating to its purchase of Allwyn LS Group in March 2023.

Greece and Cyprus: OPAP share buyback programme

In October, OPAP initiated purchases under a share buyback programme of up to €150 million. From 1 January 2024 to 19 April 2024, OPAP had purchased shares amounting to 0.67% of its total shares outstanding, for consideration of €40.5 million. As a result, Allwyn's economic interest in OPAP (excluding treasury shares from the share count) increased to 51.06%.

Financing

Allwyn financing arrangements

In February 2024, the Company drew €250.0 million from its €300.0 million revolving credit facility.

In March 2024, the Company increased the size of its syndicated bank loan with accordion facilities of €500.0 million, due in 2030. Concurrent with signing the accordion facilities, the Company cancelled £188.8 million of undrawn commitments under a £380.0 million (€437.2 million equivalent) multi-purpose facility available under the Senior Facilities Agreement. Also in March 2024, the Group drew €240.0 million under the accordion facilities and repaid €250.0 million under its €300.0 million revolving credit facility, which remains fully available.

Distribution to Allwyn AG

In February 2024, the Company provided a loan of €250.0 million to its parent company Allwyn AG for further distribution to its shareholder.

In April 2024, the Company provided a loan of €50.0 million to its parent company Allwyn AG for further distribution to its shareholder.

These consolidated financial statements were approved by the Board of Directors on 25 April 2024 and signed on its behalf by



Robert Chvatal
Member of the Board of Directors



Pavel Saroch
Member of the Board of Directors

Allwyn International a.s.

Separate financial statements for the year ended 31 December 2023

prepared in accordance with IFRS Accounting Standards as adopted by the European Union

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Separate financial statements for the year ended 31 December 2023 (in millions of Euro)

Separate financial statements

Separate statement of comprehensive income

	Note	2023	2022
Revenue from services	3	4.0	7.8
Dividend income	4	200.2	122.8
Materials, consumables and services	5	(3.2)	(6.6)
Marketing services		–	(1.0)
Other operating expenses		(5.3)	(5.2)
Other gains and losses		(0.9)	–
Profit from operating activities		**194.8**	**117.8**
Interest income	6	55.2	36.3
Interest expense	6	(204.7)	(92.9)
Other finance income and expense	6	(5.8)	(2.9)
Finance costs, net		**(155.3)**	**(59.5)**
Profit before tax		**39.5**	**58.3**
Income tax credit/(expense)	7	2.5	(3.3)
Profit after tax		**42.0**	**55.0**
Items that are or may subsequently be reclassified to profit or loss:			
Remeasurement of hedging derivatives, net of tax	14	(26.3)	–
Net change in hedging derivatives reclassified to profit or loss, net of tax	14	3.3	–
Other comprehensive income/(loss)		**(23.0)**	**–**
Total comprehensive income		**19.0**	**55.0**

The Notes on pages 121 to 138 are an integral part of these separate financial statements.

Separate statement of financial position

	Note	2023	2022
ASSETS			
Investment in subsidiaries	8	2,440.9	2,089.2
Loans provided	9	661.0	472.5
Deferred tax assets		8.6	–
Total non-current assets		**3,110.5**	**2,561.7**
Loans provided	9	39.5	40.0
Trade and other receivables	10	76.4	24.0
Current tax asset		2.2	–
Cash and cash equivalents	11	74.1	33.1
Total current assets		**192.2**	**97.1**
Total assets		**3,302.7**	**2,658.8**
LIABILITIES			
Loans and borrowings	13	2,972.4	2,006.5
Derivative financial instruments	14	32.8	–
Total non-current liabilities		**3,005.2**	**2,006.5**
Loans and borrowings	13	267.9	35.9
Trade and other payables		2.5	5.9
Current tax liability		–	2.4
Total current liabilities		**270.4**	**44.2**
Total liabilities		**3,275.6**	**2,050.7**
EQUITY			
Share capital	12	0.1	0.1
Capital contributions	12	–	129.3
Hedging reserve	14	(23.0)	–
Retained earnings		50.0	478.7
Total equity		**27.1**	**608.1**
Total equity and liabilities		**3,302.7**	**2,658.8**

The Notes on pages 121 to 138 are an integral part of these separate financial statements.

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Separate financial statements for the year ended 31 December 2023 (in millions of Euro)

Separate statement of changes in equity

	Note	Share capital	Capital contributions	Hedging reserves	Retained earnings	Total equity
Balance at 1 January 2023		**0.1**	**129.3**	**–**	**478.7**	**608.1**
Profit for the year		–	–	–	42.0	42.0
Other comprehensive loss for the year	14	–	–	(23.0)	–	(23.0)
Total comprehensive income for the year		**–**	**–**	**(23.0)**	**42.0**	**19.0**
Dividends declared	12		(129.3)	–	(470.7)	(600.0)
Total transactions with owners		**–**	**(129.3)**	**–**	**(470.7)**	**(600.0)**
Balance at 31 December 2023		**0.1**	**–**	**(23.0)**	**50.0**	**27.1**

	Note	Share capital	Capital contributions	Hedging reserves	Retained earnings	Total equity
Balance at 1 January 2022		**0.1**	**129.3**	**–**	**623.7**	**753.1**
Profit for the year		–	–	–	55.0	55.0
Total comprehensive income for the year		**–**	**–**	**–**	**55.0**	**55.0**
Dividends declared	12	–	–	–	(200.0)	(200.0)
Total transactions with owners		**–**	**–**	**–**	**(200.0)**	**(200.0)**
Balance at 31 December 2022		**0.1**	**129.3**	**–**	**478.7**	**608.1**

The Notes on pages 121 to 138 are an integral part of these separate financial statements.

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Separate financial statements for the year ended 31 December 2023 (in millions of Euro)

Separate statement of cash flows

	Note	2023	2022
OPERATING ACTIVITIES			
Profit (+) for the year		**42.0**	**55.0**
Adjustments for:			
Income tax expense		(2.5)	3.3
Net interest income (-)/expense (+)	6	149.5	56.6
Net foreign exchange profit (-)/loss (+)	6	0.1	0.9
Net gain (-)/loss (+) from liquidation of subsidiary		0.9	–
Dividend income	4	(200.2)	(122.8)
Operating result before changes in working capital		**(10.2)**	**(7.0)**
Increase (-)/decrease (+) in trade and other receivables		(23.1)	(17.7)
Increase (+)/decrease (-) in trade and other payables		–	2.8
Cash generated from (+)/used in (–) operating activities		**(33.3)**	**(21.9)**
Interest paid		(150.9)	(82.8)
Income tax paid		(4.6)	(1.4)
Net cash generated from (+)/used in (–) operating activities		**(188.8)**	**(106.1)**

	Note	2023	2022
INVESTING ACTIVITIES			
Increase of investment in subsidiaries	8	(353.5)	(564.8)
Decrease of investment in subsidiaries	8	41.1	57.1
Dividends received	4	120.9	96.0
Interest income received	9	41.3	26.7
Loans provided	9	(511.4)	(13.2)
Repayments of loans provided	9	342.1	178.6
Net cash generated from (+)/used in (–) investing activities		**(319.5)**	**(219.6)**
FINANCING ACTIVITIES			
Dividends paid to parent	12	(600.0)	(200.0)
Loans and borrowings received	13	1,758.8	1,430.5
Repayment of loans and borrowings	13	(609.5)	(935.5)
Net cash generated from (+)/used in (–) financing activities		**549.3**	**295.0**
Net decrease (–)/increase (+) in cash and cash equivalents		**41.0**	**(30.7)**
Cash and cash equivalents at the beginning of the year	11	**33.1**	**63.8**
Cash and cash equivalents at the end of the year	11	**74.1**	**33.1**

The Notes on pages 121 to 138 are an integral part of these separate financial statements.

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Separate financial statements for the year ended 31 December 2023 (in millions of Euro)

Notes to the separate financial statements

1 General information about the Company

1.1 Description

Allwyn International a.s. ("Allwyn" or the "Company"), a joint stock company, was incorporated on 2 April 2012 and registered in the Commercial Register maintained by the Municipal Court in Prague, Section B, Insert 18161. The Company's registered office is at Evropská 866/71, 160 00 Praha 6, Czech Republic, and its Identification Number is 242 87 814. The Company's domicile is the Czech Republic.

The Company carries out management, strategic business development and financing activities for the Group (the "Group" means Allwyn International a.s. with its subsidiaries, joint ventures and associates) and holds interests in other Group companies.

Allwyn AG (registered in Switzerland) is the immediate 100% parent of the Company. Allwyn AG is controlled by KKCG AG (registered in Switzerland) whose ultimate controlling entity pursuant to IFRS is Valea Foundation (registered in Liechtenstein). The designated beneficiary of Valea Foundation is Mr. Karel Komarek.

The consolidated financial statements of the broadest group of entities to which the Company as a consolidated entity belongs are prepared by KKCG AG with its registered office at Kapellgasse 21, 6004 Lucerne, Switzerland. These consolidated financial statements can be obtained at the registered office of the consolidating entity.

1.2 Principal activity

The Company's principal activity is the strategic management and development of companies directly or indirectly controlled by the Company.

1.3 Events during the reporting period

Russian invasion of Ukraine and Middle East crisis

The Company has not been materially impacted by the Russian invasion of Ukraine. The Company does not have any operations in Ukraine, Russia or Belarus, and its suppliers have not experienced any material disruptions.

The Company has not been materially impacted by the Middle East crisis. The Company does not have any operations in the affected region and our suppliers have not experienced any material disruptions.

Macroeconomic environment

Increases in base interest rates together with the issuance of new debt resulted in an increase in the Company's interest expense.

Climate-related matters

Given the nature of Company's operations and the markets in which the Company operates, the Company is exposed to climate-related matters only through the overall impact of climate-related matters on the macroeconomic environment. Climate-related matters have no specific impact on significant accounting estimates and judgements made by the Company.

2 Basis of preparation

2.1 Statement of compliance

The separate financial statements have been prepared in compliance with IFRS Accounting Standards as adopted by the European Union.

The Company also prepared consolidated financial statements in accordance with IFRS Accounting Standards as adopted by the European Union for the year ended 31 December 2023.

These separate financial statements do not include descriptions of all accounting policies applied. Material accounting policy information is disclosed, where relevant, in the relevant notes The financial statements are prepared for users who have a reasonable knowledge of accounting principles and review the information diligently.

These separate financial statements were approved by the Board of Directors on 25 April 2024.

2.2 Basis of measurement

The separate financial statements have been prepared on a going concern basis, using the historical cost method, unless otherwise stated in the accounting policies.

2.3 Functional and presentation currency

These separate financial statements are presented in Euro (€) as this is the functional currency of the Company.

All financial information is presented in millions of Euro with one decimal place and rounded to the nearest hundred thousand, unless stated otherwise.

Any differences between the amounts included in the financial statements and amounts included in the Notes are attributable to rounding.

2.4 Measurement of fair values

A number of the Company's accounting policies and disclosures require the measurement of fair values, for financial assets and liabilities. Relevant information about fair value measurement is described in relevant chapters.

During 2023 and 2022, the Company did not recognise any transfers between levels of the fair value hierarchy.

2.5 Significant estimates and judgements

The accounting policies set out in the relevant chapters have been applied consistently in the reporting periods presented in these financial statements, unless otherwise indicated.

The Company has made a significant accounting estimate related to impairment of financial investments (Note 8).

Separate financial statements for the year ended 31 December 2023 (in millions of Euro)

Notes to the separate financial statements continued

2 Basis of preparation continued

2.6 New standards and amendments applicable within reporting period

The Company has for the first time applied certain standards and amendments to standards that are effective for annual periods beginning on or after 1 January 2023.

The new standards and amendments applied are stated in the following table. None of these had any material impact on the Company's separated financial statements.

Standard/Amendment	Title	IASB effective date	EU effective date	Endorsed by EU
IFRS 17 including amendments to IFRS 17	Insurance Contracts (issued 18 May 2017) including Amendments to IFRS 17 (issued 25 June 2020)	01/01/2023	01/01/2023	Yes
Amendments to IFRS 17	Initial Application of IFRS 17 and IFRS 9 – Comparative Information (issued 9 December 2021)	01/01/2023	01/01/2023	Yes
Amendments to IAS 8	Definition of Accounting Estimates (issued 12 February 2021)	01/01/2023	01/01/2023	Yes
Amendments to IAS 12	Deferred tax related to Assets and Liabilities arising from a Single Transaction (issued 7 May 2021)	01/01/2023	01/01/2023	Yes
Amendments to IAS 12	Income taxes: International Tax Reform – Pillar Two Model Rules (issued 23 May 2023)	Immediately and 01/01/2023	Immediately and 01/01/2023	Yes

Pillar Two legislation has been enacted or substantively enacted in the jurisdiction where the Company operates, which will result in an obligation for Group companies to make Pillar Two filings. The ultimate parent entity of the Group (as defined for Pillar Two purposes) is domiciled in Liechtenstein (see Note 1.1). As Liechtenstein has enacted the Pillar Two legislation as of 1 January 2024, the 2024 Group filing will be submitted in Liechtenstein. Since the Pillar Two legislation was not effective at the reporting date, the Company has no related current tax exposure.

The Company is in scope of the enacted or substantively enacted legislation and has performed an assessment of the potential exposure to Pillar Two income taxes. The assessment of the potential exposure to Pillar Two income taxes is based on the most recent tax filings, country-by-country reporting and financial statements for the constituent entities in the Group. Based on the assessment, the Pillar Two effective tax rates in most of the jurisdictions in which the Group operates are above 15%. However, there are a limited number of jurisdictions where the transitional safe harbour relief does not apply and the Pillar Two effective tax rate is close to 15%. The Company does not expect material exposure to Pillar Two income taxes in their jurisdiction.

The Company applies the exception to recognising and disclosing information about deferred tax assets and liabilities related to Pillar Two income taxes, as provided in the amendments to IAS 12 issued in May 2023.

2.7 Standards, interpretations and amendments issued but not yet effective

The following standards and interpretations were issued by the International Accounting Standards Board and were not effective as of 31 December 2023.

The Company has not early adopted these standards and interpretations and will apply them as of their IASB effective date, which is expected to be the same as the endorsement by the EU.

The Company is evaluating the effect of the following standards, amendments and interpretations and their impact on the Company's separated financial statements.

Standard/Amendment	Title	IASB effective date	EU effective date	Endorsed by EU
Amendments to IAS 1	Classification of liabilities as current or non-current Non-current Liabilities with Covenants (issued 31 October 2022)	01/01/2024	01/01/2024	Yes
Amendments to IFRS 16	Lease Liability in a Sale and Leaseback (issued 22 September 2022)	01/01/2024	01/01/2024	Yes
Amendments to IAS 7 and IFRS 7	Statement of Cash Flows and Financial Instruments: Disclosures: Supplier Finance Arrangements (issued 25 May 2023)	01/01/2024	Not yet endorsed	No
Amendments to IAS 21	The Effects of Changes in Foreign Exchange Rates: Lack of Exchangeability (issued 15 August 2023)	01/01/2025	To match IASB	No*

* EFRAG expects the endorsement process to be finished before the IASB effective date with the EU effective date same as the IASB effective date.

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Separate financial statements for the year ended 31 December 2023 (in millions of Euro)

Notes to the separate financial statements continued

3 Revenues

Revenues are recognised over time, which is generally the period through which the services are rendered and are stated net of discounts and value added tax. Services are accounted for as a single performance obligation which is satisfied over time because the customer simultaneously receives and consumes the benefits of the performance.

	2023	2022
Revenue from services	**4.0**	**7.8**

Revenues primarily comprise revenues from services provided to group companies. Related receivables are presented within trade and other receivables.

4 Dividend income

Dividends are recognised as of the date when the Company's right to receive the relevant income was established.

Dividend income represents declared dividends from subsidiaries as per the table below:

	2023	2022
OPAP S.A.*	103.0	45.9
Allwyn Greece & Cyprus Holding 2 Ltd	67.1	–
Allwyn Czech Republic Holding a.s.	29.5	41.9
Allwyn Financing Czech Republic a.s.	0.6	0.3
Italian Gaming Holding a.s.	–	34.3
SAZKA Group Financing a.s.	–	0.4
Dividend income	**200.2**	**122.8**

* OPAP dividend income includes €39.3 million (2022: €26.8 million) non-cash income from participation in OPAP's scrip dividend programme, see Note 8 (g).

5 Materials, consumables and services

	2023	2022
Advisory and other professional services	(1.6)	(5.8)
Other services	(1.6)	(0.8)
Materials, consumables and services	**(3.2)**	**(6.6)**

Advisory and other professional services primarily comprise legal and other advisory fees.

6 Finance costs, net

Interest income and interest expense are recorded applying the effective interest rate method.

Interest expense comprises interest expense on loans, bonds and other borrowings and unwinding of discount of non-current provisions and other liabilities.

Other finance income and expense comprise foreign exchange gains/losses, losses from extinguishment of loans and borrowings, revaluation of derivatives that do not qualify for hedge accounting, bank fees and other charges relating to financing activities.

	2023	2022
Interest income	**55.2**	**36.3**
Interest expense	**(204.7)**	**(92.9)**
Foreign exchange losses	(0.1)	(0.9)
Gains/(losses) from financial derivatives, net	(2.5)	–
Other finance income	11.3	16.6
Other finance expense	(14.5)	(18.6)
Other finance income and expense	**(5.8)**	**(2.9)**
Finance costs, net	**(155.3)**	**(59.5)**

"Other finance income" includes recharges of bank guarantees to a subsidiary. The related receivable is presented within trade and other receivables.

In 2023, material items presented in "Other finance expenses" included fees on bank guarantees issued in connection with the Group's bid to operate the UK National Lottery of €11.3 million (31 December 2022: €14.2 million). In 2022 "Other finance expenses" included loss of €4.3 million from the early repayment of a bank loan (relating to accelerated amortisation of financing).

Separate financial statements for the year ended 31 December 2023 (in millions of Euro)

Notes to the separate financial statements continued

6 Finance costs, net continued

Interest income

Interest income primarily comprises interest from intragroup loans and related party loans (Note 9). The breakdown of interest income is as follows:

	2023	2022
SAZKA a.s.	19.3	18.9
Allwyn AG	11.7	–
Allwyn UK Holding B Ltd	7.8	–
Allwyn Austria Holding 2 GmbH	7.7	9.3
Allwyn Greece & Cyprus Holding Ltd	2.7	5.6
Italian Gaming Holding a.s.	0.7	2.2
Kaizen Gaming Holding Ltd	0.2	–
SPORTLEASE a.s.	–	0.2
Other	5.1	0.1
Interest income	**55.2**	**36.3**

Interest expense

Interest expense primarily comprises interest from bonds and bank loans and intragroup loans (Note 13).

7 Income tax credit/(expense)

As of 31 December 2023, income tax credit/(expense) of €2.5 million comprises deferred tax of 2.5 million (31 December 2022: nil) and current income tax of nil (31 December 2022: €3.3 million).

According to Czech legislation, the corporate income tax rate was 19% for the 2023 and 2022 financial years.

Reconciliation of the effective tax rate

	2023	2022
Profit before income tax	**39.5**	**58.3**
Income tax expense at Company's statutory tax rate of 19%	(7.5)	(11.1)
Tax effects of:		
Non-deductible expenses	(28.3)	(15.5)
Non-taxable income from dividends	38.0	23.3
Non-deductible donations for charitable purposes	–	(0.2)
Tax relating to prior periods	–	0.2
Effect of change in income tax rate	0.3	–
Actual effective income tax expense	**2.5**	**(3.3)**

Non-taxable income from dividends relates to income which fulfils the conditions stipulated by the Czech Income Tax Act. Accordingly, expenses related to non-taxable income is treated as non-deductible expenses. The non-deductible expenses primarily comprise non-deductible interest. Generally, the Company's operating expenses and interest expenses are deductible only to the extent that there is relating taxable income generated, which is limited to intragroup Revenues and Interest income. Foreign exchanges losses are tax deductible and foreign exchange gains are taxable.

"Effect of change in income tax rate" relates to an increase of the rate used for calculation of deferred tax from 19% to 21% in the Czech Republic from the beginning of the year 2024.

Separate financial statements for the year ended 31 December 2023 (in millions of Euro)

Notes to the separate financial statements continued

8 Investment in subsidiaries

Investment in subsidiaries is carried at cost less impairment losses. The cost is represented by the amount of consideration paid to acquire the subsidiary plus any subsequent capital contributions.

The following table summarizes the carrying value of investment in subsidiaries as of 31 December 2023 and 31 December 2022 and the Company's interest in those subsidiaries. The principal place of business is the same as the country of incorporation for all subsidiaries.

Subsidiaries	Ref	31/12/2023	31/12/2022	Country	31/12/2023	31/12/2022
Allwyn Asia Holding a.s.		3.1	3.1	Czech Republic	100.00%	100.00%
Allwyn Czech Republic Holding a.s.	(a)	21.5	34.8	Czech Republic	100.00%	100.00%
Allwyn Entertainment Financing (UK) Plc	(b)	13.1	4.1	United Kingdom	100.00%	100.00%
Allwyn Financing Czech Republic a.s.*		–	0.1	Czech Republic	–	100.00%
Allwyn Financing Czech Republic 2 a.s.		0.1	0.1	Czech Republic	100.00%	100.00%
Allwyn Greece & Cyprus Holding 2 Ltd		814.8	814.8	Cyprus	100.00%	100.00%
Allwyn Services Czech Republic a.s.	(c)	22.5	16.0	Czech Republic	100.00%	100.00%
Allwyn Services UK Ltd	(d)	89.3	42.5	United Kingdom	100.00%	100.00%
Allwyn Services US LLC.		2.0	2.0	United States	100.00%	100.00%
Allwyn UK Holding Ltd.	(e)	318.2	55.4	United Kingdom	100.00%	100.00%
Allwyn UK Holding B Ltd	(f)	28.5	0.1	United Kingdom	100.00%	100.00%
Italian Gaming Holding a.s.		353.9	353.9	Czech Republic	100.00%	100.00%
OPAP S.A.	(g)	577.0	564.4	Greece	16.81%	16.33%
SAZKA Austrian Gaming Holding a.s.		196.7	196.7	Czech Republic	100.00%	100.00%
Sazka Delta Management Ltd	(h)	0.2	0.2	Cyprus	100.00%	66.70%
SAZKA Group Financing a.s.*		–	1.0	Slovakia	–	100.00%
Total		**2,440.9**	**2,089.2**			

* Companies were liquidated.

The ownership interest is equal to voting rights except for OPAP S.A. for which the voting rights are disclosed in this Note under the heading Control over OPAP S.A.

Summary of changes in carrying value of investment in subsidiaries during the year

	2023	2022
Balance at 1 January	**2,089.2**	**1,554.7**
Capital contributions	353.5	503.3
Capital reductions	(40.0)	(57.1)
Incorporation	–	61.5
Participation in OPAP 's scrip dividend programme (non-cash increase)	39.3	26.8
Liquidation	(1.1)	–
Balance at 31 December	**2,440.9**	**2,089.2**

Separate financial statements for the year ended 31 December 2023 (in millions of Euro)

Notes to the separate financial statements continued

8 Investment in subsidiaries continued

Changes during the year

(a) In December, Allwyn Czech Republic Holding a.s. reduced the amount of other capital funds by €13.3 million.

(b) In May, the Company made a contribution to share premium of Allwyn Entertainment Financing (UK) Plc of €9.0 million.

(c) In January, the Company made a contribution to other capital funds of Allwyn Services Czech Republic a.s. of €6.5 million.

(d) In March, the Company made a contribution to share premium of Allwyn Services UK Ltd of €46.8 million.

(e) During the year, the Company made contributions to share premium and share capital of Allwyn UK Holding Ltd. of €262.8 million.

(f) In January, the Company made a contribution to share capital of Allwyn UK Holding B Ltd of €28.4 million.

(g) In April, OPAP S.A. ("OPAP") reduced its share capital and paid out €26.7 million to the Company.

In June, the Company acquired additional interests in OPAP S.A. of 0.38% as the result of participation in OPAP S.A.'s scrip dividend programme, representing a non-cash increase of €39.3 million.

In September, OPAP's Board of Directors resolved to conduct a share buyback programme of up to €150 million by the end of 2024, subject to market and general economic conditions. The programme is intended to expand OPAP shareholders' remuneration.

In October, OPAP initiated purchases under a share buyback programme of up to €150 million. As of 31 December 2023, OPAP had purchased its own shares amounting to 0.62% of its total shares outstanding, with a total purchase price of €31.1 million.

As a result, Allwyn's directly held (i.e., excluding shares held indirectly through Allwyn Greece & Cyprus Holding 2 Ltd) economic interest in OPAP (net of treasury shares) increased from 16.25% as of 31 December 2022 to 16.81% as of 31 December 2023.

(h) 100.00% (2022: 66.70%) represents voting shares, the Group's economic interest in Sazka Delta Management is 100.00%.

Material subsidiaries

Allwyn Czech Republic Holding a.s. is a holding company through which the Company holds its interest in SAZKA a.s.

Allwyn Greece & Cyprus Holding 2 Ltd is a holding company through which the Company holds part of its interests in OPAP (through an additional intermediate holding company in which Allwyn holds an effective interest of 100%; (31 December 2022: 100.0%)) and holds its interest in equity method investee Kaizen Gaming International Limited ("KGL").

Allwyn Services Czech Republic a.s. is a service company in the Czech Republic, incurring operational and projects costs in connection with the operations of the Group as a whole. Substantially all costs incurred are recharged to Allwyn AG.

Allwyn Services UK Ltd is a service company in the United Kingdom, incurring operational and projects costs (including bid costs related to UK National Lottery) in connection with operations of Allwyn Group as a whole. Substantially all costs incurred are recharged to Allwyn AG or another subsidiary of the Company.

Allwyn UK Holding Ltd is a holding company through which the Company holds its interest in Allwyn Entertainment Ltd, the operator of the UK National Lottery for the 10 years beginning February 2024.

Allwyn UK Holding B Ltd is a holding company through which the Company holds its participation in Camelot UK Lotteries Limited ("Camelot UK"), operator of the UK National Lottery until February 2024.

Italian Gaming Holding a.s. is a holding company through which the Company holds its interest in Lottoltalia.

OPAP S.A. is the exclusive operator of numerical lotteries, instant lotteries, land-based sports betting, VLTs and horse racing in Greece and also operates in Cyprus.

SAZKA Austrian Gaming Holding a.s. is a holding company through which Company holds its interest in Casinos Austria AG ("CASAG") and an additional indirect interest in its subsidiary Österreichische Lotterien GmbH ("Austrian Lotteries") (through additional intermediate holding companies).

Separate financial statements for the year ended 31 December 2023 (in millions of Euro)

Notes to the separate financial statements continued

8 Investment in subsidiaries continued

Control over OPAP

The Company presents its investment in OPAP S.A. within subsidiaries even though it owns a direct interest of 16.81%[1] (31 December 2022: 16.33%[1]). The Company also controls an indirect interest of 33.90%[2] (31 December 2022: 33.76%[2]) in OPAP S.A. In total, Allwyn International a.s. controls 50.71%[3] (31 December 2022: 50.09%[3]) of voting rights in OPAP S.A.

As of 31 December 2022, the Company makes an accounting judgment that it ultimately controls OPAP S.A. due to factors including: Allwyn International a.s. had control over 50.09%[3] of voting rights; a large number of other smaller investors controlled the remaining voting rights while Allwyn International a.s. dominated in past shareholders meetings of OPAP S.A.

(1) Treasury shares held by OPAP are excluded from the share count for the calculation of economic interest, the interest controlled and voting rights. The Company's direct interest in OPAP's total shares including treasury shares was 16.63% (31 December 2022: 16.25%).

(2) Treasury shares held by OPAP are excluded from the share count for the calculation of economic interest, the interest controlled and voting rights. The Company's indirect interest in OPAP's total shares including treasury shares was 33.55% (31 December 2022: 33.59%).

(3) Treasury shares held by OPAP are excluded from the share count for the calculation of economic interest, the interest controlled and voting rights. The Group's interest in OPAP's total shares including treasury shares was 50.18% (31 December 2022: 49.84%).

Impairment of financial investments

The Company performs sensitivity analysis for following changes in input parameters:

- +/- 1% change in WACC;
- +/- 1% change in perpetuity growth rate; and
- +/- 2% change in Revenue CAGR (assuming no change in costs that are not directly variable).

Where the resulting recoverable amount of a CGU significantly exceeds the carrying amount including goodwill (above 20% difference), the Company does not make specific disclosures regarding the sensitivity testing.

The Company assessed a risk of impairment of its investment in subsidiaries and performed an impairment test in connection with its investment in Italian Gaming Holding a.s.

The recoverable amount was estimated using the value in use method, based on an explicit cash flow forecast prepared based on a business plan of underlying CGU (Lottoltalia) covering a period of five years, approved by management and valid at the impairment testing date, with a terminal growth rate of 2%, discounted using WACC of the underlying CGU of 12.3%.

The recoverable amount of Italian Gaming Holding significantly exceeded the carrying amount. Evaluation is sensitive to an accounting estimate, that the current Lottoltalia licence, which will expire in 2025, will be extended. No extension would result in an impairment of €105.3 million (31 December 2022: €92.3 million).

No further impairment indicators were identified in any of Company's investments and consequently, no further impairment testing was performed.

9 Loans provided

Loans provided are financial assets representing only repayments of principal and interest. The business model is to hold the financial asset until maturity and collect contractual cashflow. Therefore, loans provided are accounted for at amortized cost.

The Company provided loans to related parties that are categorised Stage 1 (being financial assets that have insignificant credit risk with no significant increase in credit risk since recognition). Since the recognition of these loans, there has been no significant increase in credit risk. Therefore, the Company evaluates that the expected credit losses from loans provided to related parties are not material and consequently does not record any ECL provisions. Loans provided are primarily to the Company's sole shareholder Allwyn AG, its subsidiaries and reflect the credit risk of these entities (as opposed to third parties). Loans provided are to entities located in jurisdictions with low sovereign credit risk. These loans are provided as part of the Company's cashflow planning and treasury functions. The Company monitors the ability of the recipients to service these loans and has options to capitalize interest or extend maturities if required where common control exists.

The fair value of fixed loans provided is based on the current interest rates on the Company's 3rd party debt with the same maturity and includes information derived through interpolation (Level 3). The fair value of loans provided with a variable interest rate is deemed to be the carrying amount.

	31/12/2023	31/12/2022
Non-current loans	661.0	472.5
Current loans	39.5	40.0
Total	**700.5**	**512.5**

Notes to the separate financial statements continued

9 Loans provided continued

Reconciliation of movements of short-term and long-term loans provided to cash flow:

	2023	2022
Balance at 1 January	**512.5**	**666.7**
Cash flows		
Loans provided	511.4	13.2
Repayment	(342.1)	(178.6)
Interest received	(41.3)	(26.7)
Non-cash changes		
Capitalized interest	9.4	7.7
Accrued interest income	50.6	29.4
Effect of FX differences	–	0.8
Balance at 31 December	**700.5**	**512.5**

Loans provided	Maturity	31/12/2023	31/12/2022
Loan to Allwyn AG	2028	389.9	–
Loan provided to parent		**389.9**	**–**
Loan to Allwyn Austria Holding 2 GmbH	2027	151.9	223.3
Loan to SAZKA a.s.	2029	144.5	174.1
Loan to Allwyn UK Holding B Ltd	2027	13.8	–
Loan to Italian Gaming Holding a.s.	2027	0.4	40.8
Loan to Allwyn Greece & Cyprus Holding Ltd	2023	–	65.1
Loans provided to subsidiaries		**310.6**	**503.3**
Loan to Kaizen Gaming International Limited	2023	–	9.2
Loan provided to associates		**–**	**9.2**
Total loans provided		**700.5**	**512.5**

All related party loans provided are made with interest rates derived with reference to the interest rates on the Group's external debt. As of 31 December 2023, the interest rates (including margins) for EUR loans provided to parent were in the range of 6.00% – 8.00%; EUR loans provided to subsidiaries were in the range of 4.25% – 6.25%; GBP loan provided to subsidiaries was in the range of 8.00% – 10.00%; CZK loan provided to subsidiaries was in the range of 9.50% – 11.50%; EUR loan provided to associates was in the range of 5.00% – 7.00%.

For guarantees provided see Note 15.

Credit risk by region

Loans provided	31/12/2023	31/12/2022
Switzerland	389.9	–
Austria	151.9	223.3
Czech Republic	144.9	214.9
United Kingdom	13.8	–
Cyprus	–	65.1
Other	–	9.2
Total	**700.5**	**512.5**

Separate financial statements for the year ended 31 December 2023 (in millions of Euro)

Notes to the separate financial statements continued

10 Trade and other receivables

	31/12/2023	31/12/2022
Dividend receivable*	40.0	–
Trade receivables*	35.9	22.7
Other trade receivables	0.5	1.3
Current trade and other receivables	**76.4**	**24.0**

* These receivables are classified as financial under IFRS 9. The total amount of receivables classified as financial is €75.9 million (31 December 2022: €22.7 million). No trade receivables are past their due date.

Measurement of ECLs for Trade and other receivables – simplified approach
For current trade and other receivables, the Company generally uses the provisioning matrix approach. In the provisioning matrix approach, an impairment is calculated as the current amount of receivables in a predetermined Days Past Due cohort, multiplied by the historical loss rate associated with that time cohort and adjusted for forward-looking information.

Significant receivables are assessed individually using the expected discounted cash flows method and an expert-based approach.

The Company evaluates that expected credit losses from trade receivables related to related parties (see Note 17) are not material and consequently does not record any ECL provisions.

Credit risk of trade and other receivables by region

	31/12/2023	31/12/2022
Cyprus	40.0	–
United Kingdom	33.6	21.3
Other EU countries	2.3	1.4
Total	**75.9**	**22.7**

11 Cash and cash equivalents

Cash is cash in hand and demand deposits. Cash equivalents are highly liquid investments that are readily convertible to known amounts of cash and which are subject to insignificant risk of changes in value. Investments normally only qualify as cash equivalent if they have a maturity of three months or less from the date of acquisition.

Two bank accounts were pledged as collateral for borrowings (with the Company retaining full flexibility to use amounts in the accounts for any purpose). The balance on the pledged accounts was €0.4 million as of 31 December 2023 (31 December 2022: €12.0 million).

Credit quality of cash and cash equivalents

The Company does not account for any expected credit loss for cash balances, as it is considered immaterial. The Company monitors the credit risk associated with banks.
The Company only deposits cash with reputable financial institutions that fulfil Basel III criteria.

Credit risk by region

Cash and cash equivalents	31/12/2023	31/12/2022
Czech Republic	74.0	13.1
Switzerland	0.1	20.0
Total	**74.1**	**33.1**

Separate financial statements for the year ended 31 December 2023 (in millions of Euro)

Notes to the separate financial statements continued

12 Equity and other comprehensive income/(loss)

Share capital
The Company's share capital as of 31 December 2023 comprises 30 authorised and outstanding ordinary shares in certificated form with a nominal value of CZK 100 thousand per share. The share capital is fully paid up. All shares have the same rights and no restrictions.

Each share represents one voting right.

Rights attached to the shares at the end of each reporting period were as follows:

- the right to share in the profit, if the share of the profit is to be distributed among the shareholders, and the right to share in net assets in the event of liquidation;
- the right to attend the General Meeting and to cast a vote at the General Meeting;
- the right to submit proposals and counter-proposals on matters included on the agenda of the General Meeting;
- the right to invoke the invalidity of a resolution of the General Meeting;
- the right to request the Board of Directors to issue a copy of the minutes of the General Meeting.

All ordinary shares rank equally with regard to rights to share the Company's profits and residual net assets in the event of liquidation.

The Company does not own any treasury shares and no shares in the Company are owned by any other entity in the Group.

Hedging reserve
Hedging reserve represents the accumulated effect of revaluation of cash flow hedging derivatives to fair value and revaluation of net investment hedges.

Details for equity transactions
In 2023, the Company paid a dividend of €600.0 million from capital contribution reserves (€129.3 million) and retained earnings (€470.7 million) (31 December 2022: €200.0 million from retained earnings).

13 Loans and borrowings

	31/12/2023			31/12/2022		
Loans and borrowings	Non-current	Current	Total	Non-current	Current	Total
Bonds	495.1	7.3	**502.4**	1,039.0	12.3	**1,051.3**
Intragroup loans	1,804.3	177.2	**1,981.5**	440.2	3.2	**443.4**
Bank loans	673.0	83.4	**756.4**	527.3	20.4	**547.7**
Total	**2,972.4**	**267.9**	**3,240.3**	**2,006.5**	**35.9**	**2,042.4**

Reconciliation of movements of short-term and long-term loans and borrowings to cash flow:

	2023	2022
Balance at 1 January	**2,042.4**	**1,530.1**
Cash flows		
Loans and borrowings received	1,758.8	1,430.5
Repayment of loans and borrowings	(609.5)	(935.5)
Interest paid	(150.8)	(82.8)
Non-cash changes		
Accrued interest expense	195.6	85.9
Unwinding of financing fees*	9.1	6.7
Effect of FX differences	(5.3)	7.5
Balance at 31 December	**3,240.3**	**2,042.4**

* Non-cash settlement in 2023 and 2022 includes accrued arrangement fee.

All intragroup loans are made with interest rates derived with reference to the interest rates on the Group's external debt. As of 31 December 2023, interest rates applicable to the loans received were for EUR loans received due 2028, 2029 in the range of 5.00% – 9.00%; GBP loans received due 2029 in the range of 8.00% – 10.00%; USD loans received due 2029 in the range of 7.00% – 9.00%; CZK loans received due 2024 in the range of 4.00% – 6.00%.

Notes to the separate financial statements continued

13 Loans and borrowings continued

Fair values of financial liabilities

Estimated fair values of financial liabilities
The fair value of bonds is deemed to be the market value. For other debt instruments the measurement is based on current interest rates on debt with the same maturity. Inputs other than quoted prices that are observable for the liability are interest rates, yield curves observable at commonly quoted intervals and credit spreads. The fair value of debt with a variable interest rate is deemed to be the carrying amount.

Estimated fair value of financial liabilities as of 31 December 2023:

	Carrying amount	Fair Value	FV Hierarchy Level 1	FV Hierarchy Level 2	FV Hierarchy Level 3
Bonds	502.4	487.0	487.0	–	–
Loans, borrowings and other	2,737.9	2,799.3	–	–	2,799.3
Total	**3,240.3**	**3,286.3**	**487.0**	**–**	**2,799.3**

Estimated fair value of financial liabilities as of 31 December 2022:

	Carrying amount	Fair Value	FV Hierarchy Level 1	FV Hierarchy Level 2	FV Hierarchy Level 3
Bonds	1,051.2	988.1	752.9	–	235.2
Loans, borrowings and other	991.2	991.2	–	–	991.2
Total	**2,042.4**	**1,979.3**	**752.9**	**–**	**1,226.4**

Covenants

Financial covenants
Bonds issued by the Company have certain financial conditions attached to them, including certain financial covenants based on financial results of the Group (comprises subsidiaries and equity method investees of the Company). The Company fulfilled the covenants during 2023.

Other information

The following bonds and borrowings are collateralised pari passu:

- EUR 500m 3.875% SSN due 2027 issued by Allwyn International a.s.;
- Syndicated bank loan initially signed on 17 November 2022 by the Company and Allwyn Entertainment Financing (UK) Plc and additional facilities under the syndicated bank loan;
- CZK 6bn 5.200% SSN due 2024 held by Allwyn Financing Czech Republic 2 a.s. with outstanding amount of CZK 2,936 million (equivalent to €124.0 million as at 31 December 2023);
- EUR 400m FRN due 2028 issued by Allwyn Entertainment Financing (UK) Plc of €400 million;
- USD 700m 7.875% SSN 2029 bonds issued by Allwyn Entertainment Financing (UK) Plc of $700 million from 28 April 2023; and
- EUR 665m 7.250% SSN due 2030 issued by Allwyn Entertainment Financing (UK) Plc of €665 million from 28 April 2023.

The security is shared under the terms of an intercreditor agreement dated 16 December 2020. The following assets owned directly or indirectly by the Company were pledged as of 31 December 2023:

- Shares in: (i) Allwyn Czech Republic Holding a.s.; (ii) Italian Gaming Holding a.s.; (iii) SAZKA Austrian Gaming Holding a.s; (iv) Allwyn Greece & Cyprus Holding 2 Ltd; (v) SAZKA a.s.; (vi) Allwyn Austria Holding 2 GmbH; (vii) Allwyn Austria Holding 3 GmbH; (viii) OPAP (shares held directly by Allwyn); (ix) Lottoltalia; (x) Allwyn UK Holding Ltd (from 27 July 2023); (xi) Allwyn UK Holding B Ltd (from 27 July 2023); (xii) OPAP shares held by Allwyn Greece & Cyprus Holding Ltd (from 21 November 2023; and
- Receivables: (i) from the bank accounts of Allwyn International a.s. to which dividends of subsidiaries are distributed; (ii) of Allwyn International a.s. from an intragroup loan against SAZKA a.s., Italian Gaming Holding a.s. and Allwyn Austria Holding 2 GmbH; (iii) of Allwyn Czech Republic Holding a.s. based on framework deposit agreement against Allwyn International a.s.; (iv) of SAZKA a.s. based on framework deposit agreement against Allwyn International a.s ; (v) of Italian Gaming Holding a.s. from an intragroup cashpooling agreement against Allwyn International a.s.

The collateral represents substantially all the value of the Company's Investment in subsidiaries (Note 8) and provided loans except for loan provided to Allwyn AG of €389.9 million and investment in subsidiary a Allwyn Services UK Ltd of €89.3 million.

Separate financial statements for the year ended 31 December 2023 (in millions of Euro)

Notes to the separate financial statements continued

14 Derivatives and hedging

Derivatives and hedging
All derivative transactions designated as hedging instruments are documented and the effectiveness of individual hedge relationships is evaluated on a continuous basis. Cash flow hedges are implemented in line with IFRS 9.

Currency and interest rate derivatives are used only for hedging purposes.

Valuation techniques used to value financial instruments include:

- For interest rate swaps – the present value of estimated future cash flows based on observable yield curves;
- For FX forwards and FX swaps – the present value of future cash flows based on forward exchange rates at the balance sheet date.

The following table shows the fair values of derivative financial instruments:

	Fair value at 31/12/2023		Fair value at 31/12/2022	
	Hedging derivatives	Other derivatives	Hedging derivatives	Other derivatives
Non-current (USD/EUR cross currency swaps)	(30.6)	–	–	–
Currency forward CZK	–	(2.2)	–	–
Total derivative financial instruments (liabilities)	**(30.6)**	**(2.2)**	**–**	**–**

All financial derivatives as of 31 December 2023 were categorised to Level 2 in the fair value hierarchy. For valuation techniques see (Note 16.6).

Hedging derivatives
The Company held the following hedging derivatives (assets presented as positive/liabilities presented as negative amount):

Hedging derivatives	Due date	USD nominal value at 31/12/2023	Fixed FX rate at inception and settlement	Fair value at 31/12/2023
Cross currency swap USD/EUR (fixed for fixed)	2028	600.0	1.0986	(30.6)
Total hedging financial derivatives		**600.0**		**(30.6)**

In April 2023, the Company entered into a cross currency USD fixed to EUR fixed swap agreement in the aggregate nominal amount of USD 600.0 million, in order to convert a proportion of the Group's newly issued USD 700.0 million senior notes into EUR-denominated liabilities. The cross currency swaps have a fixed rate on both legs which is paid semi-annually. The Company receives a fixed interest rate of 7.875% p.a. in USD and pays a fixed interest rate of 7.000% p.a. (before credit charges) in EUR. The maturity of the swaps matches the expected repayment of the relevant proportion of the bonds and interest payments on this proportion of the bonds exactly match cash flows from the swaps.

The hedged risk is defined as spot foreign currency risk stemming from the FX pair of the currency of the issued funding.

The Company separates both the forward element and foreign currency basis spread from the derivatives and excludes it from the designation of the derivatives as the hedging instrument. The forward element and foreign currency basis spread is recorded in the cost of hedging reserve in other comprehensive income.

These cross-currency swaps are the hedging instrument and the appropriate proportion of USD notes is the hedged item in this effective 1:1 cash flow hedging relationship, without any potential material source of hedging ineffectiveness.

The effect of hedge accounting recognised in Other comprehensive income during the period was as follows:

Reconciliation of fair value of the cross-currency swap liability	2023
Balance at inception	**–**
Change in fair value of cash flow hedges	(30.6)
Balance at 31 December	**(30.6)**

Reconciliation of hedging reserve	2023
Balance at 1 January	**–**
Hedging losses (-) recognised in OCI	(23.0)
of which revaluation of cross currency swap	(30.6)
of which reclassification of the spot component from equity to profit or loss	3.3
of which accrued interest on a derivative	(1.7)
of which effect of deferred tax	6.0
Balance at 31 December	**(23.0)**

Notes to the separate financial statements continued

14 Derivatives and hedging continued

Cash flow hedges

Foreign currency rates risk

The Company applies a "hypothetical derivative" method to measure the effectiveness of the hedge relationship. This hypothetical derivative has a (close to) zero fair value at the hedge inception and represents hedged risk within the hedged item. Cumulative changes in fair value of this hypothetical cross currency swap will be compared with cumulative gains/losses on the hedging instrument since inception of the hedge and the lower of these two (in absolute amounts) will be booked to Cash flow hedge reserve in Other comprehensive income. A spot revaluation (equal to foreign currency notional amount times change in spot rate) will be then reclassified from Other comprehensive income to FX gains/losses.

Other derivatives

Other derivatives	Due date	Nominal value at 31/12/2023	Fair value at 31/12/2023
Currency forward CZK	2024	119.4	(2.2)
Total trading financial derivatives		**119.4**	**(2.2)**

In February 2023, the Company entered into an FX forward agreement to buy CZK 2,937.1 million/ sell €119.4 million, due in September 2024 (aligned with the repayment of the remaining amount of the Company's CZK-denominated bonds). The arrangement economically offsets the currency risk related to the bonds' principal amount; however, the derivative does not qualify for hedge accounting.

15 Contingencies

Guarantees

Financial guarantees require the Company to make specified payments to reimburse the holder of the guarantee for a loss it incurs because a specified debtor fails to make payment when due in accordance with the original or modified terms of a debt instrument or other contract. Financial guarantees are initially recognised at their fair value, which is normally evidenced by the amount of fees received. This amount is amortised on a straight-line basis over the life of the guarantee. At the end of each reporting period, the guarantees are measured at the higher of (i) the amount of the loss allowance for the guaranteed exposure determined based on the expected loss model and (ii) the remaining unamortised balance of the amount at initial recognition. In addition, an ECL loss allowance is recognised for fees receivable that are recognised in the consolidated statement of financial position as an asset.

The Company guarantees repayment of debts under the bonds issued by the Company and its subsidiaries, Allwyn Entertainment Financing (UK) Plc and Allwyn Financing Czech Republic 2 a.s. and facilities under the Senior Facilities Agreement signed on 17 November 2022 borrowed by Allwyn Entertainment Financing (UK) Plc. Principal amount of the guaranteed obligations, which are not directly provided to the Company, is €2,125.1 million as of 31 December 2023 (31 December 2022: €440.2 million). The fair value of the guarantee is negligible and therefore not disclosed.

16 Risk management

This section describes the financial and operational risks the Company is exposed to and its risk management methods. The key financial risks the Company faces comprise credit risk, liquidity risk and currency risk. Since the Company has third party financial indebtedness, interest rate risk exposure may also be deemed significant.

16.1 Credit risk

Credit risk represents the risk of loss that the Company would incur if a trading or financing counterparty or business customer is unable to fulfil its obligation resulting from payment obligations, obligation to off-take a service at a certain price and non delivery of the contracted service.

The Company's bank accounts are predominantly with international financial institutions. The Company is primarily exposed to credit risk from the loans provided to its subsidiaries. The risk of loans provided is measured and evaluated by monitoring the financial performance of the Company's investments.

The maximum credit risk exposure regarding financial assets is their carrying amount.

For details about credit risk exposure see (Notes 9, 10, 11).

Notes to the separate financial statements continued

16 Risk management continued

16.2 Offsetting arrangements

Effects of offsetting on the balance sheet 31/12/2023	Gross amounts	Gross amounts set off in the balance sheet	Net amounts presented in the balance sheet	Amounts subject to potential offsetting (master netting or similar arrangements)		Net amounts
				Financial instruments	Cash collateral	
Assets						
Cash and cash equivalents	0.4	–	0.4	(0.4)	–	–
Total	**0.4**	**–**	**0.4**	**(0.4)**	**–**	**–**
Liabilities						
Loans and borrowings	756.4	–	756.4	(0.4)	–	756.0
Total	**756.4**	**–**	**756.4**	**(0.4)**	**–**	**756.0**

Effects of offsetting on the balance sheet 31/12/2022	Gross amounts	Gross amounts set off in the balance sheet	Net amounts presented in the balance sheet	Amounts subject to potential offsetting (master netting or similar arrangements)		Net amounts
				Financial instruments	Cash collateral	
Assets						
Cash and cash equivalents	12.0	–	12.0	(12.0)	–	–
Total	**12.0**	**–**	**12.0**	**(12.0)**	**–**	**–**
Liabilities						
Loans and borrowings	547.8	–	547.8	(12.0)	–	535.8
Total	**547.8**	**–**	**547.8**	**(12.0)**	**–**	**535.8**

Amounts subject to master netting arrangements not offset in the statement of financial position:

As of 31 December 2023, the syndicated bank loan signed on 17 November 2022 by Company and Allwyn Financing UK Plc could be offset against cash and cash equivalents of €0.4 million (31 December 2022: €12.0 million).

16.3 Liquidity risk

Liquidity risk represents the risk that the Company might not be able to fulfil its payment obligations, primarily in respect of amounts due to providers of bank loans and bonds.

The Company monitors the risk of having insufficient funds by monitoring the liquidity and maturity of investments and other financial assets and liabilities, projected cash flows from its activities and fulfilment of bank covenants.

The Company maintains free liquidity sources that consist of cash and equivalents in currencies in which the future financial needs are expected.

The Company aims to balance its financing requirements using bonds, bank loans, cash pooling and intragroup financing.

The Company minimises liquidity risk through cash flow management and planning. The key cash flow planning tool is annual medium-term plans prepared for the period of the at least following five years. The key Company cash flows for current year are broken down into individual months and updated on an ongoing basis.

As part of its liquidity risk management strategy, the Company ensures that a portion of its assets is highly liquid.

The table below presents an analysis of the Company's financial liabilities classified by maturity. Where early repayment is possible, the Company makes the most prudent assessment possible, i.e. the earliest possible repayment.

The following table presents contractual cash flows not discounted to net present value and include interest, if applicable.

Separate financial statements for the year ended 31 December 2023 (in millions of Euro)

Notes to the separate financial statements continued

16 Risk management continued

Liquidity risk analysis (by maturity)

At 31/12/2023	Carrying amount	Contractual cash flows	1 year or less	1-5 years	More than 5 years	Due on demand
Liabilities						
Loans and borrowings*	(3,240.3)	(4,252.6)	(434.0)	(2,273.0)	(1,545.6)	–
Non-current derivative liabilities	(32.8)	9.8	2.1	7.7	–	–
*Incoming cashflows***	–	*875.6*	*161.6*	*714.0*	–	–
*Outgoing cashflows***	–	*(865.8)*	*(159.4)*	*(706.3)*	–	–
Current trade and other payables	(2.4)	(2.4)	(2.4)	–	–	–
Total	**(3,275.5)**	**(4,245.3)**	**(434.4)**	**(2,265.3)**	**(1,545.6)**	**–**

* Of which €1,981.5 million is related to loans received from financing companies within the Group. The Company guarantees certain indebtedness of these entities. See Note 15.

** Foreign currency payments are translated using the spot exchange rate at the end of the reporting period.

At 31/12/2022	Carrying amount	Contractual cash flows	1 year or less	1-5 years	More than 5 years	Due on demand
Liabilities						
Loans and borrowings *	(2,042.4)	(2,445.9)	(122.7)	(1,612.0)	(711.2)	–
Current trade and other payables	(5.9)	(5.9)	(5.9)	–	–	–
Total	**(2,048.3)**	**(2,451.8)**	**(128.6)**	**(1,612.0)**	**(711.2)**	**–**

* Of which €443.4 million is related to loans received from financing companies within the Group. The Company guarantees certain indebtedness of these entities. See Note 15.

The Company has sufficient means available to cover its current liquidity needs. These include its undrawn revolving credit facility of €300.0 million as of 31 December 2023, expected repayments of loans to subsidiaries and expected dividends from subsidiaries.

16.4 Interest rate risk

The Company is exposed to the risk of interest rate fluctuation.

The risk is primarily attributable to the Company's loans with floating interest rates. As of 31 December 2023, the only such loans were the Company's syndicated bank loan, loan from Allwyn Entertainment Financing (UK) Plc, and the intragroup loans provided to SAZKA a.s. and Allwyn UK Holding B Ltd.

The Company monitors developments in financial markets. The risk of an increase in interest rates is continuously monitored and the use of standard instruments to mitigate the risk is considered.

	2023	% of total loans	2022	% of total loans
Variable rate borrowings	**1,282.5**	**39.58%**	**991.2**	**48.53%**
Fixed rate borrowings – maturity dates:	**1,957.8**	**60.42%**	**1,051.2**	**51.47%**
Less than 1	120.5	3.72%	–	–
1-5 years	502.4	15.50%	1,051.2	100.00%
Over 5 years	1,334.9	41.20%	–	–

Increase/decrease in interest rates by 1 percentage point (100bp) would cause an increase/decrease of profit before tax by €11.5 million (31 December 2022: €8.2 million).

16.5 Currency risk

The Company is exposed to risks arising from foreign currency transactions. These risks arise from loans provided and loans and borrowings.

The Company monitors currency risks and evaluates the potential impact of fluctuations in exchange rates. A significant part of the foreign exchange exposure is hedged either by natural hedging, e.g. using financing in the same currency as the revenues generated and incurring revenues and expenses in the same currency, or by using FX forward and swap contracts.

Management also evaluates potential currency risks prior to the conclusion of significant contracts or business transactions.

The Company is exposed to foreign exchange risk when financial assets and liabilities are denominated in a currency other than the functional currency in which they are measured. Therefore, the total amounts of exposure to foreign exchange risk are not equal to respective items reported on the consolidated statement of financial position.

Separate financial statements for the year ended 31 December 2023 (in millions of Euro)

Notes to the separate financial statements continued

16 Risk management continued

Assets and liabilities denominated in a currency different from the functional currency in which they are measured are presented in the tables below:

At 31/12/2023	CZK	USD	Other*	Total
Long-term loans provided	118.5	–	13.6	132.1
Trade and other receivables and current portion of long-term loans provided	26.0	–	33.1	59.1
Cash and cash equivalents	43.0	6.2	0.8	50.0
Total assets	**187.5**	**6.2**	**47.5**	**241.2**
Long-term loans and borrowings**	–	(82.6)	(27.3)	(109.9)
Current portion of long-term loans and borrowings	(120.5)	(23.4)	–	(143.9)
Total liabilities	**(120.5)**	**(106.0)**	**(27.3)**	**(253.8)**
Total	**67.0**	**(99.8)**	**20.2**	**(12.6)**

* "Other" primarily comprises British Pound Sterling. Net exposure to other currencies is immaterial.

** Represent only non-hedged portion of loans and borrowings.

At 31/12/2022	CZK	USD	Other*	Total
Long-term loans provided	147.4	–	–	147.4
Trade and other receivables and current portion of long-term loans provided	26.9	–	21.2	48.1
Cash and cash equivalents	12.2	–	0.6	12.8
Total assets	**186.5**	**–**	**21.8**	**208.3**
Long-term loans and borrowings	(247.1)	–	–	(247.1)
Current portion of long-term loans and borrowings	(3.5)	–	–	(3.5)
Trade and other payables	(1.3)	–	(0.8)	(2.1)
Total liabilities	**(251.9)**	–	**(0.8)**	**(252.7)**
Total	**(65.4)**	–	**21.0**	**(44.4)**

* "Other" primarily comprises British Pound Sterling. Net exposure to other currencies is immaterial.

As of 31 December 2023, a 10% strengthening/weakening in the EUR vs CZK would have increased/decreased profit or loss before tax and equity in EUR by the amount of €6.7 million (31 December 2022: €6.5 million) and a 10% strengthening/weakening in the EUR vs USD would have increased/decreased profit or loss before tax and equity in USD by the amount of €10.0 million (31 December 2022: nil).

16.6 Fair value measurement

For trade and other receivables and trade and other payables, the Company considers carrying values to be approximately the fair value.

For valuation technique used to value Loans provided see Note 9, for Loans and borrowings see Note 13 and for Derivatives see Note 14.

There were no transfers between Level 1 and Level 2 for recurring fair value measurements during 2023 or 2022.

16.7 Capital management

The Company aims to maximise shareholder value, through equity investments or loans provided to operating entities, to maintain access to diversified sources of capital to finance operating and business development needs of the consolidated Group, and to ensure financial resilience of the Group.

During 2023 and 2022 the Company fulfilled all the conditions required by its external financing arrangements. Key financial ratios in the Company's external financing arrangements are based on the ratio of Group's EBITDA to net debt and interest cover ratio.

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Separate financial statements for the year ended 31 December 2023 (in millions of Euro)

Notes to the separate financial statements continued

17 Related parties

Related party transactions are transfers of resources, services or obligations between the reporting entity and a related party. Relations between the Company and its related parties include relations with companies related through common shareholders or Directors and key management of the Company.

All material transactions with related parties were carried out on an arm's length basis.

Directors and key management personnel
"Key management personnel" comprises the C-level (executive) management of the Company (excluding the CEO, who is a member of the Board of Directors). C-level management in years 2023 and 2022 consisted of the CFO, CIO, CTO, COO, Chief Marketing Officer and Chief Global Brand and CSR Officer.

Members of the Board of Directors and Supervisory Board and key management personnel of the Company receive their remuneration from related parties of the Company (either from subsidiaries of the Company or from the shareholder). Remuneration received from the shareholder is considered related to the management function on the Company level and therefore, presented in the summary remuneration table.

17.1 Outstanding balances and transactions with parent

Outstanding balance with the parent	Note	31/12/2023	31/12/2022
ASSETS			
Non-current loans provided	9	378.2	–
Current loans provided	9	11.7	–
LIABILITIES			
Current trade and other payables		0.2	0.5

		Twelve months ended 31 December	
Transactions with the parent	Note	2023	2022
Revenue from services		0.2	–
Interest income	6	11.7	–
Dividend paid	12	600.0	200.0

17.2 Outstanding balances and transactions with subsidiaries and enterprises consolidated within Allwyn International a.s. Group

Outstanding balances and transactions with subsidiaries and enterprises consolidated within Allwyn International a.s. Group	Note	31/12/2023	31/12/2022
ASSETS			
Non-current loans provided	9	282.9	472.4
Current loans provided	9	26.0	30.8
Current trade and other receivables	10	75.8	22.7
LIABILITIES			
Non-current loans and borrowings	13	1,804.3	440.2
Current loans and borrowings	13	177.2	3.2
Current trade and other payables		0.8	1.4

		Twelve months ended 31 December	
Outstanding balances and transactions with subsidiaries and enterprises consolidated within Allwyn International a.s. Group	Note	2023	2022
Revenue from services		3.9	7.8
Materials, consumables and services		0.4	1.6
Dividend income	4	200.2	122.8
Interest income		38.3	36.2
Interest expense	13	111.6	37.1
Other finance income (+)		11.3	16.7
Other finance expenses (-)		(4.0)	(0.4)

In 2023, material items presented in "Other finance income" includes income from recharge to a subsidiary of fees on bank guarantees issued in connection with the Group's bid to operate the UK National Lottery bid of €11.3 million (31 December 2022: 16.7 million) (see Note 15).

Notes to the separate financial statements continued

17 Related parties continued

17.3 Outstanding balances and transactions with associates

Outstanding balance with associates	Note	31/12/2023	31/12/2022
ASSETS			
Current loans provided	9	–	9.2

		Twelve months ended 31 December	
Transactions with associates	Note	2023	2022
Interest income		0.2	–

17.4 Transactions with members of the Company's Board of Directors, Supervisory Board and executive management for the year ended 31 December 2023 and 31 December 2022

Other short-term employee benefits

Liabilities for wages and salaries, holiday pay, sick leave, meal vouchers and other benefits that are settled wholly within the 12 months after the end of period in which the service was rendered are presented as "Other short-term employee benefits".

Members of the Board of Directors and Supervisory Board and key management personnel of the Company receive their remuneration, bonuses and other benefits from related parties of the Company (either from entities directly consolidated within the Allwyn International a.s. or from the shareholder). Remuneration received from the shareholder is considered related to the management function on the Company level and therefore presented in the summary remuneration table.

Remuneration, bonuses and other benefits provided to the members of the Board of Directors and Supervisory Board and key management personnel of the Company:

	Twelve months ended 31 December 2023		Twelve months ended 31 December 2022	
	Board of Directors and Supervisory Board	Key management personnel	Board of Directors and Supervisory Board	Key management personnel
Total remuneration	**3.6**	**8.4**	**2.4**	**3.8**
Short-term benefits	2.3	5.3	0.6	1.3
Post-employment benefits	–	–	–	–
Other long-term benefits	1.3	3.1	1.8	2.5
Termination benefits	–	–	–	–
Share-based payments benefits	–	–	–	–

There are no outstanding balances between the Company and the executive management.

18 Subsequent events

In February 2024, the Company drew €250 million under the €300 million revolving credit facility (part of the syndicated bank loan). This drawdown was repaid on 27 March 2024.

In February 2024, the Company provided a loan of €250.0 million to its parent company Allwyn AG for further distribution to its shareholder.

In February 2024, the Company increased its loan to Italian Gaming Holding a.s. due 2029 by €20 million. In April Italian Gaming Holding a.s. repaid €20.5 million of the loan and provided a deposit of €54.2 million to the Company.

In March 2024, the Company received a prepayment of its CZK loan to SAZKA a.s. of €23.9 million.

In March 2024, the Company increased the size of its syndicated bank loan with accordion facilities of €500.0 million, due in 2030. Concurrent with signing the accordion facilities, the Company cancelled £188.8 million of undrawn commitments under a £380.0 million (€437.2 million equivalent) multi-purpose facility available under the Senior Facilities Agreement. Also in March 2024, the Group drew €240.0 million under the accordion facilities and repaid €250.0 million under its €300.0 million revolving credit facility, which remains fully available.

In April 2024, the Company provided a loan of €50.0 million to its parent company Allwyn AG for further distribution to its shareholder.

In April 2024, the Company received a prepayment of its EUR loan to Allwyn Austria Holding 2 GmbH of €81.0 million.

These Separate financial statements were approved by the Board of Directors on 25 April 2024 and signed on its behalf by



Robert Chvatal
Member of the Board of Directors



Pavel Saroch
Member of the Board of Directors

Independent Auditor's Report

To the shareholder of Allwyn International a.s.

Our opinion

In our opinion:

- the consolidated financial statements give a true and fair view of the consolidated financial position of Allwyn International a.s., with its registered office at Evropská 866/71, Praha 6 (the "Company") and its subsidiaries (together the "Group") as at 31 December 2023, and of the Group's consolidated financial performance and consolidated cash flows for the year ended 31 December 2023 in accordance with IFRS Accounting Standards as adopted by the European Union, and
- the separate financial statements give a true and fair view of the separate financial position of the Company as at 31 December 2023, and of the Company's separate financial performance and separate cash flows for the year ended 31 December 2023 in accordance with IFRS Accounting Standards as adopted by the European Union.

What we have audited

The Group's consolidated financial statements comprise:

- the consolidated statement of comprehensive income for the year ended 31 December 2023;
- the consolidated statement of financial position as at 31 December 2023;
- the consolidated statement of changes in equity for the year ended 31 December 2023;
- the consolidated statement of cash flows for the year ended 31 December 2023; and
- the notes to the consolidated financial statements, comprising material accounting policy information and other explanatory information.

The Company's separate financial statements comprise:

- the separate statement of comprehensive income for the year ended 31 December 2023;
- the separate statement of financial position as at 31 December 2023;
- the separate statement of changes in equity for the year ended 31 December 2023;
- the separate statement of cash flows for the year ended 31 December 2023; and
- the notes to the separate financial statements, comprising material accounting policy information and other explanatory information.

Basis for opinion

We conducted our audit in accordance with the Act on Auditors and Standards on Auditing of the Chamber of Auditors of the Czech Republic (together the "Audit Regulations"). These standards consist of International Standards on Auditing as supplemented and modified by related application guidance. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report.

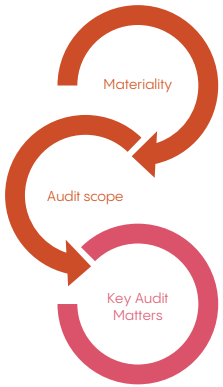
We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the Group and the Company in accordance with the International Code of Ethics for Professional Accountants (including International Independence Standards) issued by the International Ethics Standards Board for Accountants (IESBA Code) as adopted by the Chamber of Auditors of the Czech Republic and with the Act on Auditors. We have fulfilled our other ethical responsibilities in accordance with the IESBA Code and the Act on Auditors.

Our audit approach

Overview



The overall materiality for the Group: EUR 41 million, which was determined as approximately 5% of the Group's profit before tax adjusted for significant one-off costs including mainly the UK National Lottery transition costs. The overall materiality for the Company: EUR 33 million, which was determined as approximately 1% of the total assets.
Significant components of the Group were subject to a full scope audit. Our audit work addressed 98% of the Group's revenues and over 90% of the Group's profit before tax.
Revenue recognition based on complex information systems – Revenue from gaming activities (consolidated financial statements).
Impairment assessment of indefinite-lived Intangible assets including Goodwill (consolidated financial statements).
Business combination accounting for 2023 acquisitions (consolidated financial statements).
Impairment assessment of investment in subsidiaries (separate financial statements).

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Independent Auditor's Report continued

As part of designing our audit, we determined materiality and assessed the risks of material misstatement in the consolidated and separate financial statements (together the "financial statements"). In particular, we considered where management made subjective judgments, for example, in respect of significant accounting estimates that involved making assumptions and considering future events that are inherently uncertain. As in all of our audits, we also addressed the risk of management override of internal controls including, among other matters, consideration of whether there was evidence of bias that represented a risk of material misstatement due to fraud.

Materiality

The scope of our audit was influenced by our application of materiality. An audit is designed to obtain reasonable assurance as to whether the financial statements are free from material misstatement. Misstatements may arise due to fraud or error. They are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

Based on our professional judgment, we determined certain quantitative thresholds for materiality, including the overall materiality for each set of financial statements as a whole as set out in the table below. These, together with qualitative considerations, helped us to determine the scope of our audit and the nature, timing and extent of our audit procedures and to evaluate the effect of misstatements, if any, both individually and in aggregate, on each set of financial statements as a whole.

Overall Group materiality	EUR 41 million
Overall Company materiality	EUR 33 million
How we determined it	The overall materiality for the Group was determined as approximately 5% of the Group's profit before tax adjusted for significant one-off costs including mainly the UK National Lottery transition costs. The overall materiality for the Company was determined as approximately 1% of the total assets.
Rationale for the materiality benchmark applied	Materiality is a matter of professional judgment. In drawing conclusions about materiality, we considered both quantitative and qualitative factors. For the overall Group materiality, we selected the adjusted profit before tax as the benchmark. Adjustments to profit before tax mainly included the UK National Lottery transition costs as these represent significant one-off costs impacting the profitability and are not representative of the ongoing performance of the business. In our view, profit before tax is the benchmark against which the performance of the Group is measured the most by users, and it is a generally accepted benchmark. We decided to apply a 5% threshold, because based on our professional judgment, this percentage is within the range of acceptable and commonly used quantitative materiality thresholds for this benchmark. The Company is a holding entity and dividends are the primary source of its income. The ultimate objective of the Company is to increase value for shareholders through enhancing investments in its subsidiaries. Based on these facts, we determined the overall materiality for the Company based on the total assets. We selected a 1% threshold, because based on our professional judgment, this percentage is within the range of acceptable quantitative materiality thresholds for this benchmark.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of each set of financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matter	How our audit addressed the key audit matter
Revenue recognition based on complex information systems – Revenue from gaming activities (consolidated financial statements).	
For the year ended 31 December 2023, the Revenue from gaming activities of the Group amounted to EUR 7,549.4 million. Refer to Note 6 "Revenue" to the consolidated financial statements. The Group operates in a regulated environment in several jurisdictions and has a variety of revenue streams across its operations. The revenue streams involve a large volume of individually immaterial daily transactions being recorded, processed, computed, and accounted for using highly complex interconnected Information Technology (IT) systems (both in-house and third-party ones), specific to Group companies, which cover all the steps in the processing of games from the validation of gaming transactions at points of sale and online to the recognition of the different components of Revenue from gaming activities. The accuracy and completeness of the amounts recognized from these revenue streams are highly dependent on IT systems and automated processes and controls established by the management or its service providers (i.e. calculations, reconciliations) and embedded in or used by these systems. We focused on this area due to the nature, complexity and the extensive use of the IT systems and the opportunity for a manual entry to be posted relevant to recognition of Revenue from gaming activities.	We assessed the Group IT systems by evaluating the design and implementation of key IT processes and controls in relation to the IT systems supporting Revenue from gaming activities. More specifically, we assessed the overall IT environment including the administration of access, changes and daily IT operations for key layers of underlying infrastructure (i.e. applications, operating system, databases, and data) for the systems in scope of the audit and tested the operating effectiveness of the related controls. In addition, in order to be able to place reliance on the system generated information (i.e. data and reports), and any IT dependent or automated controls (i.e. interfaces, calculations, reconciliations) implemented in these systems, we also tested the operating effectiveness of business process controls around revenues, and performed substantive procedures over revenues, tested reconciliations and non standard journal entries related to revenues as part of our audit. For the instances where, the aforementioned systems and/or related processes and controls are managed by third party providers and sufficient audit evidence concerning the relevant financial statement assertions was not available from records held within the Group, we obtained and evaluated the respective assurance reports, issued by the auditors of the service organisations, in order to obtain the understanding of the nature of the services being provided and the control environment implemented at the service organisations, including the results of the testing of the operating effectiveness that was performed by the auditors of the respective service organisations. We have read the audit reports and assessed the conclusions provided by the respective auditors and whether the third party services were operating as intended.

Independent Auditor's Report continued

Key audit matter	How our audit addressed the key audit matter
Impairment assessment of indefinite-lived Intangible assets including Goodwill (consolidated financial statements)	
Management tests goodwill and intangible assets with indefinite useful lives for impairment annually. At 31 December 2023, goodwill measured at cost less any accumulated impairment losses, amounted to EUR 1,208.4 million in the consolidated financial statements. The recoverable amount of goodwill is the greater of value in use and fair value less costs of disposal assessed at an appropriate level, which is not larger than a segment. For the purpose of impairment tests, the value in use method was used. The calculations of value in use are based on cash flow projections based on financial budgets and cash projections approved by management. At 31 December 2023, intangible assets with indefinite useful lives measured at cost less any accumulated impairment losses, amounted to EUR 1,465.2 million in the consolidated financial statements. This is a key audit matter for our audit given that management in determining the recoverable amount exercised judgment in calculating the future cash flows (e.g. expectations on market development, and discount rates applied to future cash flow forecast). Details on the assumptions used are included in Note 15 "Intangible assets and goodwill" and Note 17 "Impairment" to the consolidated financial statements.	We evaluated management's overall impairment testing process, including preparation of impairment testing models. The key assumptions assessed per case included the revenue growth rates, discount rates and appropriateness of useful life assessment. We discussed extensively with management the suitability of the impairment model and reasonableness of the assumptions used and with the support of our valuation specialists we performed the following procedures: • Benchmarking of the key assumptions used in management's valuation models with market trends and assumptions made in the prior year. • Testing the mathematical accuracy of the cash flow models and agreeing relevant data to approved business plans. • Assessing the reliability of management's forecast through a review of actual performance against previous forecasts. • Assessing the sensitivity of impairment tests to changes in significant assumptions. • We validated the appropriateness of the related disclosures included in Note 17 "Impairment" to the consolidated financial statements. • We held thorough discussion with both Group and relevant component management in respect of the indefinite useful life assessment of Austrian Lotteries licence and obtained relevant supporting information in respect of the licence renewal.

Key audit matter	How our audit addressed the key audit matter
Business combination accounting for 2023 acquisitions (consolidated financial statements)	
During 2023, the Group acquired and finalised acquisition accounting of Camelot UK and Allwyn LS Group. Details are included in Note 4 "Business Combinations" to the consolidated financial statements. This is a key audit matter given that management exercised judgment in determining the acquisition accounting treatment, mainly when identifying the assets acquired and liabilities and contingent liabilities assumed in the business combination, when performing their valuation, including when calculating the future cash flows or determining other assumptions (e.g. discount rates), or when allocating the resulting goodwill to appropriate CGUs or groups of CGUs that are not larger than a segment.	We evaluated management's overall acquisition accounting process, including proper understanding and assessment of the acquisition transactions. The key assumptions assessed included identification of newly identified assets acquired and relevant inputs to their valuation (e.g. revenue growth rates, discount rates). We discussed extensively with management the purchase price allocation model including appropriate allocation of goodwill, reasonableness of the assumptions used and with the support of our valuation specialists we performed the following procedures: • Benchmarking of the key assumptions used in management's valuation models with market trends. • Testing the mathematical accuracy of the cash flow models and agreeing relevant data to approved business plans. • Assessing the reliability of management's forecast through a review of actual performance against previous forecasts. • Discussing the assumptions used with the management of the acquired businesses and obtaining understanding of the future performance expectations. • We validated the appropriateness of the related disclosures included in Note 4 "Business Combinations" to the consolidated financial statements.

Independent Auditor's Report continued

Key audit matter	How our audit addressed the key audit matter
Impairment assessment of investment in subsidiaries (separate financial statements)	
At 31 December 2023, the investment in subsidiaries totalled EUR 2,440.9 million. These investments are accounted for at cost adjusted for accumulated impairment losses. Management is required to record an impairment loss when the carrying amount of an investment in a subsidiary exceeds its recoverable amount. The recoverable amount of each investment represents the higher of (i) fair value less costs of disposal and (ii) value in use. This is a key audit matter for our audit given that management in determining the recoverable amount exercised judgment in identification of impairment indicators and calculating the future cash flows (e.g. expectations on market development, discount rates applied to future cash flow forecast expectations and licence renewal). Details on the assumptions used are included in Note 8 "Investments to subsidiaries" to the separate financial statements.	We obtained from management their impairment assessment which includes the identification of impairment indicators and impairment testing models. Amongst the key assumptions assessed for individual investments included the revenue growth rates and discount rates. We discussed extensively with management the suitability of the impairment models and reasonableness of the assumptions used and, with the support of our valuation expert, we performed the following procedures: • Benchmarking of the key assumptions used in management's valuation models with market trends and assumptions made in the prior year. • Testing the mathematical accuracy of the cash flow models and agreeing relevant data to approved business plans. • Assessing the reliability of management's forecast through a review of actual performance against previous forecasts. • Assessing the sensitivity of impairment tests to changes in significant assumptions. • We validated the appropriateness of the related disclosures included in Note 8 "Investment to subsidiaries" to the separate financial statements.

How we tailored our Group audit scope

We tailored the scope of our audit in order to perform sufficient work to enable us to provide an opinion on each set of financial statements as a whole, taking into account the structure of the Group, the accounting processes and controls, the share of individual subsidiaries on the Group financial position and performance and specifics of the industry in which the Group and the Company operate.

The Group comprises the Company and its subsidiaries. In establishing the overall approach to the Group audit, we determined the type of work that needed to be performed at components by us, as the Group engagement team, or component auditors operating under our instruction.

Full scope audit procedures were performed on four components identified as financially significant in 2023 and one insignificant. For the rest of the components we have performed either audit of selected financial statement line items (one component) or specified or risk assessment procedures over a special purpose financial information (two components). Central testing was performed by the Group audit team on selected items, such as goodwill, external financing and the consolidation schedules.

The components included within our audit scope were determined based on the individual components' contribution to the Group's key financial statement line items (in particular revenue and profit before tax), and considerations relating to aggregation risk within the Group. Where work was performed by component auditors, we determined the level of involvement we needed to have in the audit work at those components to be able to conclude on whether sufficient appropriate audit evidence had been obtained as a basis for our opinion on the Group consolidated financial statements as a whole. We issued formal written instructions to all component auditors setting out the audit work to be performed by each of them and maintained regular communication with them throughout the audit cycle. We have visited all four significant components as part of our review of the results of their work.

Our audit work addressed 98% of the Group's revenues and over 90% of the Group's profit before tax.

Other information

The board of directors is responsible for the other information. As defined in Section 2(b) of the Act on Auditors, the other information comprises the annual report but does not include both of the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information. In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge about the Group and the Company obtained in the audit or otherwise appears to be materially misstated. In addition, we assessed whether the other information has been prepared, in all material respects, in accordance with applicable legal requirements, i.e. whether the other information complies with the legal requirements both in terms of formal requisites and the procedure for preparing the other information in the context of materiality.

Based on the procedures performed in the course of our audit, to the extent we are able to assess it, in our opinion:

- the other information describing the facts that are also presented in the financial statements is, in all material respects, consistent with the financial statements; and
- the other information has been prepared in accordance with the applicable legal requirements.

In addition, in the light of the knowledge and understanding of the Group and the Company and their environment obtained in the course of the audit, we are required to report if we have identified material misstatements in the other information. We have nothing to report in this regard.

Independent Auditor's Report continued

Responsibilities of the board of directors, supervisory board and audit committee of the Company for the financial statements

The board of directors is responsible for the preparation of the financial statements that give a true and fair view in accordance with IFRS Accounting Standards as adopted by the European Union and for such internal control as the board of directors determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the board of directors is responsible for assessing the Group and the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the board of directors either intends to liquidate the Group or the Company or to cease operations, or has no realistic alternative but to do so.

The supervisory board of the Company is responsible for overseeing the financial reporting process.

The audit committee of the Company is responsible for monitoring the financial statements' preparation process.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Audit regulations will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with the Audit regulations, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group and the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the board of directors.
- Conclude on the appropriateness of the board of directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group and the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group or the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

We communicate with the board of directors, supervisory board and audit committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the audit committee with a statement showing that we have complied with relevant ethical requirements regarding independence, and we communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with the supervisory board and audit committee, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is Jiří Zouhar.

25 April 2024

PricewaterhouseCoopers Audit, s.r.o.represented by Partner



Jiří Zouhar
Statutory Auditor, Licence No. 2542

Other regulatory disclosures

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SUMMARY OF REGULATORY INFORMATION REQUIRED BY SECTIONS 21(2) ET SEQ. AND PART EIGHT OF THE ACCOUNTING ACT

The Act No. 563/1991 Coll., on Accounting, as amended (the "Accounting Act") requires certain information to be disclosed in the annual financial report of entities that are required to have their financial statements audited. The Company hereby presents a summary containing either the required information or references to the sections of other parts of the Annual Report where the relevant information is provided.

- Subsequent events that occurred after 31 December 2023 and are material to the purpose of the Annual Report are described in the Note 35 of the Consolidated Financial Statements.
- In the future, the Company expects to continue to develop its primary business (being the operation of lotteries) both organically and through acquisitions.
- The Company does not conduct any research or development activities.
- The Company has not acquired any treasury shares or equity interests in any other form during the period from 1 January to 31 December 2023. Therefore, the Annual Report does not contain a report within the meaning of Section 307 of Act No. 90/2012 Coll. on Business Corporations, as amended (the "Business Corporations Act").
- The Company is not required to disclose non-financial information under Part Eight of the Accounting Act. However, the Company plans to issue a report on non-financial information for 2023. The report will be published on the Company's website. The report shall be available by 30 June 2024. The report will include information on activities in the field of environmental protection and labour relations.
- As of the date of this Annual Report, the Company does not have a branch or other parts of its business establishment abroad.
- The Report on Relations pursuant to Section 82 of the Business Corporations Act forms part of this Annual Report.
- The Company's risk management objectives and methods, including its policy for hedging all major types of forecast transactions for which hedging derivatives are used are described in Note 32 to the Consolidated Financial Statements.
- The price, credit, liquidity and cash flow risks to which the entity is exposed are described in Note 32 to the Financial Statements.

Auditor's fees

The compensation paid to the Group's auditor for the accounting period 2023 was €5.6 million (2022: €4.2 million) and covered the following service:

EUR million	2023	2022
Audit of Annual Financial statements	3.7	2.7
Other assurance service	1.3	1.3
Tax and related services	0.2	0.2
Other advisory services	0.4	0.0
Total	**5.6**	**4.2**

Report on relations

Report of the Board of Directors of Allwyn International a.s. on relations between the controlling entity and the controlled entity and between the controlled entity and other entities controlled by the same controlling entity

Allwyn International a.s., with its registered seat at Evropská 866/71, Vokovice, 160 00 Prague 6, Identification No. 242 87 814, registered in the Commercial Register maintained by the Municipal Court in Prague under file no. B 18161 (hereinafter the "**Company**") was considered a controlled entity within the meaning of Section 74 et seq. of Act No. 90/2012 Coll., on Commercial Companies and Cooperatives, as amended (hereinafter the "**Business Corporations Act**") in the accounting period from 1 January 2023 to 31 December 2023 (hereinafter the "**Accounting Period**").

In accordance with Section 82 of the Business Corporations Act, the Board of Directors of the Company has therefore drafted this report on relations between the controlling entity and the controlled entity and between the controlled entity and other entities controlled by the same controlling entity for the Accounting Period (hereinafter also the "**Report on Relations**" and "**Related Entities**"). The Report on Relations is structured in accordance with Section 82 (2) and (4) of Business Corporations Act.

1. The structure of relations between the company and other related entities

During the entire Accounting Period, the Company was a part of KKCG group ("**KKCG Group**"), which is constituted by entities all of which are controlled, directly or indirectly, by KKCG AG, having its registered seat at Kapellgasse 21, 6004 Lucerne, Switzerland, registered under Registration No. CHE-326.367.231 (hereinafter "**KKCG AG**").

The Company is controlled by KKCG AG indirectly, i.e., through Allwyn AG, having its registered seat at Weinmarkt 9, 6004 Lucerne, Switzerland, registered under Registration No. CHE-366.705.452 (hereinafter "**Allwyn AG**").

A list of all entities of KKCG Group that are controlled, directly or indirectly, by KKCG AG, including the Company, constitutes an Annex to this Report on Relations. Information on the entities within the KKCG Group is stated as of 31 December 2023.

2. The role of the company

The role of the Company, as a controlled entity, is to hold and manage equity stakes in companies active in the lottery and gaming sector. In particular, the Company carries out management, strategic business development and financing activities for the Allwyn group and holds interests in other companies in the Allwyn group.

3. The method and means of control

During the entire Accounting Period, control over the Company was exercised through a 100% share in the voting rights at the Company's general meeting.

4. A summary of significant actions

In the Accounting Period, at the initiative or in the interest of KKCG AG or persons controlled by it the Company took the following actions concerning assets which exceeded 10% of own capital of the Company as determined from the last financial statements preceding the issuance of this report:

- providing a guarantee, as a co-guarantor together with certain subsidiaries of the Company, in favour of BNP Paribas, in connection with the Intercreditor Agreement (dated 16 December 2020, as listed in Section 5.2 below) and the ISDA 2020 Master Agreement entered into by the Company on 11 January 2023 pursuant to a Guarantee relating to Hedging Document for BNP Paribas dated 11 January 2023 (as listed in Section 5.1 below);
- providing a loan in the amount of up to GBP 96 million to Allwyn UK Holding B Ltd pursuant to a facility agreement dated 30 January 2023 (as listed in Section 5.1 below);
- requesting the establishment of accordion facilities in the amount of EUR 250 million for Allwyn Entertainment Financing (UK) plc and EUR 85 million for itself (the "**Accordion Facilities**") in connection with the Senior Facilities Agreement (dated 17 November 2022, as listed in section 5.2 below) and the Intercreditor Agreement (dated 16 December 2020, as listed in section 5.2 below), pursuant to accordion facility notices dated 16 February 2023 and 28 February 2023 respectively;
- confirming, as a co-guarantor together with certain subsidiaries of the Company, pursuant to the Deed of Confirmation of the Guarantee and Indemnity dated 16 February 2023 and 28 February 2023 (each as listed in section 5.1 below) the continuing validity and effectiveness of the guarantee and indemnity provided in favour of *pari passu* lenders under the Intercreditor Agreement (dated 16 December 2020, as listed in section 5.2 below) and its extension to the obligations under the Accordion Facilities;
- confirming, pursuant to security confirmation letters dated 16 February 2023 and 28 February 2023, the continuing validity and effectiveness of the following security provided in favour of *pari passu* lenders under the Intercreditor Agreement (dated 16 December 2020, as listed in Section 5.2 below) and its extension to the obligations under the Accordion Facilities:

a) pledge of all shares in Allwyn Czech Republic Holding a.s. created pursuant to an agreement on pledge of shares dated 18 January 2021;

b) pledge of all shares in Italian Gaming Holding a.s. created pursuant to an agreement on pledge of shares dated 18 January 2021 and an agreement on pledge of shares dated 22 October 2021;

c) pledge of all shares in SAZKA Austrian Gaming Holding a.s. created pursuant to an agreement on pledge of shares dated 18 January 2021;

d) pledge of all shares in Allwyn Financing Czech Republic a.s. created pursuant to an agreement on pledge of shares dated 18 January 2021 (until the liquidation of Allwyn Financing Czech Republic a.s.);

e) pledge of receivables from certain bank accounts of the Company, created pursuant to an agreement on pledge of receivables from bank accounts dated 18 January 2021 and an agreement of pledge of receivables from bank accounts dated 22 October 2021; and

Report on relations continued

f) pledge of receivables from certain intra-group loan agreements to which the Company is a party, created pursuant to an agreement on pledge of receivables from relevant contracts dated 18 January 2021;

- on 30 June 2023 and 29 September 2023 drawing in total EUR 85 million under the Accordion Facilities and on 1 March 2023 receiving an intra group loan from Allwyn Entertainment Financing (UK) plc in the amount of EUR 64 million from the Accordion Facilities;
- on 23 February 2023 and 10 March 2023 the Company repaid, before the maturity, a portion of bonds ISIN: CZ0003522930 due in 2024 (the "Czech Bonds") in the amount of CZK 3,063.9 million;
- on 24 March 2023 the Company was replaced as the issuer of the Czech Bonds in the total nominal value, after the partial repayment referred to above, of CZK 2,936,090 thousand by Allwyn Financing Czech Republic 2 a.s. Any and all debts under the Czech Bonds were assumed by Allwyn Financing Czech Republic 2 a.s. based on the agreement on assumption of debt dated 16 March 2023 (as listed in Section 5.1 below). Simultaneously a loan receivable was created by the Company in favour of Allwyn Financing Czech Republic 2 a.s. in the equal amount, with a fixed interest rate agreed on the arms-length basis in accordance with an expert opinion;
- on 24 March 2023, following the transfer of the Czech Bonds to Allwyn Financing Czech Republic 2 a.s, the Company became a guarantor and issued a Financial Guarantee Deed in connection with the Czech Bonds;
- the Company and several of its subsidiaries guarantee EUR 665 million 7.250% senior secured notes due 2030 and USD 700 million 7.875% senior secured notes due 2029 (the "EUR Notes 2030" and the "USD Notes 2029" respectively) issued by Allwyn Entertainment Financing (UK) plc pursuant to an indenture dated 28 April 2023 (as listed in section 5.1 below);
- drawing EUR 665 million and USD 700 million under the Term Facility Agreement with Allwyn Entertainment Financing (UK) plc dated 28 April 2023 (as listed in section 5.1 below) and drawing EUR 9 million under the Facility Agreement with Allwyn Entertainment Financing (UK) plc dated 29 May 2023 (as listed in section 5.1 below);
- on 4 May 2023 the Company fully repaid, before the maturity date, the high yield bonds issued pursuant to the Indenture dated 15 November 2019, as amended by First Supplemental Indenture, Second Supplemental Indenture and Third Supplemental Indenture (as listed in section 5.2 below);
- providing a loan of EUR 378.2 million to Allwyn AG under the Facility Agreement dated 8 June 2023, as amended on 10 November 2023 (as listed in section 5.1 below);
- providing additional security in connection with the Intercreditor Agreement (dated 16 December 2020, as listed in section 5.2 below), the Senior Facilities Agreement (dated 17 November 2022, as listed in section 5.2 below) and the Indenture for EUR Notes 2030 and USD Notes 2029 (dated 28 April 2023, as listed in section 5.1 below), in favour Kroll Trustee Services Limited, as security agent, in the following form:

a) pledge of shares held by the Company in Allwyn UK Holding Ltd, pursuant to an agreement on security over shares dated 27 July 2023;

b) pledge of shares held by the Company in Allwyn UK Holding B Ltd, pursuant to an agreement on security over shares dated 27 July 2023; and

c) pledge of shared held by Allwyn Greece & Cyprus Holding Ltd in OPAP S.A., pursuant to a share pledge agreement dated 21 November 2023.

- on 13 November 2023 accepting an extraordinary repayment by Allwyn Greece & Cyprus Holding Ltd of the entire principal in the amount of EUR 67.3 million and the outstanding interest under the Facility Agreement originally dated 12 February 2020 (as listed in Section 5.2 below);
- subscribing for additional shares in Allwyn UK Holding Ltd on 27 January 2023, 31 March 2023, 2 August 2023, 13 October 2023 and 19 December 2023, for the aggregate amount of GBP 226.2 million;
- dividend income from OPAP S.A. in the amount of EUR 103 million in aggregate and from Allwyn Greece & Cyprus Holding 2 Ltd in the amount of EUR 67.1 million in aggregate;
- distributing and paying to the sole shareholder of the Company the entire profit from the year 2022, a portion of the retained profit from the past years and the entire other capital funds, in the aggregate amount of EUR 600 million, pursuant to the resolution dated 5 June 2023.

5. An overview of contracts

5.1 The following contracts were concluded further between the Company and KKCG AG, or the Company and other persons controlled by KKCG AG, during the Accounting Period:

- Guarantee relating to Hedging Document with SAZKA a.s., SAZKA Group Financing a.s., Allwyn Czech Republic Holding a.s., Italian Gaming Holding a.s., SAZKA Austrian Gaming Holding a.s., and BNP Paribas dated 11 January 2023;
- Subscription Agreement with Allwyn UK Holding Ltd dated 27 January 2023;
- Agreement on the Provision of a Contribution into Other Capital Funds with Allwyn Services Czech Republic a.s. dated 27 January 2023;
- Subscription Agreement with Allwyn UK Holding B Ltd dated 30 January 2023;
- Facility Agreement with Allwyn UK Holding B Ltd dated 30 January 2023;
- Deed of Confirmation of the Guarantee and Indemnity under the Intercreditor Agreement with Allwyn Czech Republic Holding a.s., SAZKA a.s., Italian Gaming Holding a.s., SAZKA Austrian Gaming Holding a.s., Allwyn Austria Holding 2 GmbH, Allwyn Entertainment Financing (UK) plc and other contracting parties dated 16 February 2023;
- Deed of Confirmation of the Guarantee and Indemnity under the Intercreditor Agreement with Allwyn Czech Republic Holding a.s., SAZKA a.s., Italian Gaming Holding a.s., SAZKA Austrian Gaming Holding a.s., Allwyn Austria Holding 2 GmbH, Allwyn Entertainment Financing (UK) plc and other contracting parties dated 28 February 2023;
- Amendment Agreement No. 1 in relation to the Term Facilities Agreement (originally dated 24 November 2022) with Allwyn Entertainment Financing (UK) plc dated 1 March 2023;
- Agreement on Assumption of Debt relating to the Czech Bonds with Allwyn Financing Czech Republic 2 a.s. dated 16 March 2023;
- Agreement on Assignment of Agency Contract with Allwyn Financing Czech Republic 2 a.s. and another contracting party dated 22 March 2023;
- Agreement on Assignment of Security Agency Contract with Allwyn Financing Czech Republic 2 a.s. and another contracting party dated 22 March 2023;

Report on relations continued

- Accession Deed relating to the Senior Facilities Agreement (dated 17 November 2022) and the Intercreditor Agreement (dated 16 December 2020), with Allwyn Financing Czech Republic 2 a.s. and other contracting parties dated 24 March 2023;
- Subscription Agreement with Allwyn UK Holding Ltd dated 31 March 2023;
- Purchase Agreement in connection with the EUR Notes 2030 and the USD Notes 2029 with Allwyn Entertainment Financing (UK) plc, Allwyn Czech Republic Holding a.s., Italian Gaming Holding a.s., SAZKA a.s., SAZKA Austrian Gaming Holding a.s., Allwyn Austria Holding 2 GmbH and other contracting parties dated 21 April 2023;
- Indenture in connection with the EUR Notes 2030 and the USD Notes 2029 with Allwyn Entertainment Financing (UK) plc, Allwyn Czech Republic Holding a.s., Italian Gaming Holding a.s., SAZKA a.s., SAZKA Austrian Gaming Holding a.s., Allwyn Austria Holding 2 GmbH and other contracting parties dated 28 April 2023;
- Term Facility Agreement with Allwyn Entertainment Financing (UK) plc dated 28 April 2023;
- Subscription Letter with Allwyn Entertainment Financing (UK) plc dated 25 May 2023;
- Facility Agreement with Allwyn Entertainment (UK) plc dated 29 May 2023;
- Facility Agreement with Allwyn AG dated 8 June 2023;
- Subscription Agreement with Allwyn UK Holding Ltd dated 2 August 2023;
- Services Agreement with Allwyn UK Holding Ltd dated 10 August 2023;
- Facility Agreement with Allwyn Investments Cyprus Ltd dated 18 August 2023;
- Renewal-Amendment Agreement in respect of the Agreement for the Provision of Consulting and Advisory Services (dated 19 August 2019) with OPAP S.A. dated 30 August 2023 (terminated by Mutual Termination Agreement dated 26 September 2023);
- Renewal-Amendment Agreement in respect of the Royalty Agreement (dated 19 August 2019) with OPAP S.A. dated 30 August 2023 (terminated by Mutual Termination Agreement dated 26 September 2023);
- Termination Agreement in respect of the Agreement on Payroll Records Processing (dated 1 October 2015) with KKCG a.s. dated 31 August 2023;
- Amendment No. 5 in relation to the Facility Agreement (originally dated 12 February 2020) with Allwyn Greece & Cyprus Holding Ltd dated 29 September 2023;
- Subscription Agreement with Allwyn UK Holding Ltd dated 13 October 2023;
- Service Agreement on Business Intelligence with Glücks- und Unterhaltungsspiel Betriebsges.m.b.H dated 13 October 2023;
- Service Agreement on Business Intelligence with Casinos Austria Aktiengesellschaft dated 13 October 2023;
- Service Agreement on Business Intelligence with Österreichische Lotterien Gesellschaft m.b.H dated 13 October 2023;
- Service Agreement on Business Intelligence with Österreichische Sportwetten Gesellschaft m.b.H dated 19 October 2023;
- Amendment No. 1 in relation to the Facility Agreement (dated 8 June 2023) with Allwyn AG dated 10 November 2023;
- Accession Deed relating to the Senior Facilities Agreement (dated 17 November 2022) and the Intercreditor Agreement (dated 16 December 2020) with Allwyn Greece & Cyprus Holding Ltd and other contracting parties dated 21 November 2023;
- Amendment and Restatement Agreement relating to the Parallel Debt and Local Security Agency Agreement (dated 23 December 2020) with Allwyn Entertainment Financing (UK) plc, Allwyn Czech Republic Holding a.s., Italian Gaming Holding a.s., SAZKA a.s., SAZKA Austrian Gaming Holding a.s., Allwyn Austria Holding 2 GmbH, Allwyn Financing Czech Republic 2 a.s., Allwyn Greece & Cyprus Holding Ltd and other contracting parties dated 21 November 2023;
- Side Letter to the Term Facility Agreement (dated 28 April 2023) with Allwyn Entertainment Financing (UK) plc dated 23 November 2023;
- Settlement Agreement with Allwyn Entertainment Ltd and other contracting parties dated 1 December 2023;
- Facility Agreement with Allwyn Entertainment Financing (UK) plc dated 18 December 2023;
- Subscription Agreement with Allwyn UK Holding Ltd dated 19 December 2023;
- Accession Deed to the Guarantee Fee Agreement (dated 8 February 2022) with Allwyn Austria Holding 2 GmbH and Allwyn Financing Czech Republic 2 a.s. dated 19 December 2023;
- Agreement for Lease with Allwyn Entertainment Limited and another contracting party dated 22 December 2023; and
- Agreement for Lease with Allwyn Services UK Limited and another contracting party dated 22 December 2023.

5.2 The following contracts concluded between the Company and KKCG AG, or between the Company and other persons controlled by KKCG AG, prior to the commencement of the Accounting Period were still in force during the Accounting Period:

- Agreement on Payroll Records Processing with KKCG a.s. dated 1 October 2015 (terminated on 31 August 2023);
- Cash Pooling Agreement with KKCG Structured Finance AG dated 20 June 2016, as amended by Amendment No. 1 dated 24 July 2019 and Amendment No. 2 dated 10 December 2020;
- Joint Venture Agreement with Italian Gaming Holding a.s. and other contracting parties dated 30 April 2016, as amended on 31 May 2017;
- Accession to the Assumption and Guarantee Agreement with Allwyn Austria Holding 2 GmbH and other contracting parties dated 1 February 2017, as amended by an Extension Agreement dated 5 October 2018;
- Framework Agreement on Provision of Accounting Services with KKCG a.s. dated 1 November 2017;
- Meeting Rooms Licence to Hire with Allwyn Services UK Ltd dated 1 January 2017;
- Agreement on the Compensation for Software Extension with KKCG a.s. dated 13 December 2017;
- Confidentiality Agreement with OPAP S.A. dated 15 January 2018, as amended by Amendment No. 1 dated 6 July 2018 and Amendment No. 2 dated 27 August 2020;
- Personal Data Processing Agreement with KKCG a.s. dated 16 July 2018;
- Framework Deposit Agreement with Allwyn Czech Republic Holding a.s. dated 24 August 2018;
- Framework Deposit Agreement with SAZKA a.s. dated 17 September 2018, as amended by Amendment No. 1 dated 21 December 2018;
- Joint Cooperation and Common Interest Agreement with Allwyn Greece & Cyprus Holding Ltd, OPAP S.A. and KKCG AG dated 22 October 2019;
- Indenture in relation to notes with Allwyn Holding Czech Republic a.s. and other contracting parties dated 15 November 2019 as amended by First Supplemental Indenture with Italian Gaming Holding a.s. and another contracting party dated 16 December 2020, Second

Report on relations continued

Supplemental Indenture with SAZKA a.s., SAZKA Austria Gaming Holding a.s., Allwyn Austria Holding 2 GmbH and another contracting party dated 23 December 2020 and Third Supplemental Indenture with Allwyn Entertainment Financing (UK) PLC and another contracting party dated 9 February 2022 (bonds repaid on 4 May 2023);
- Cash Pooling Agreement with Italian Gaming Holding a.s. 29 November 2019;
- Indenture in relation to notes with Allwyn Holding Czech Republic a.s. and other contracting parties dated 5 February 2020, as amended by First Supplemental Indenture with Italian Gaming Holding a.s. and another contracting party dated 16 December 2020, Second Supplemental Indenture with SAZKA a.s., SAZKA Austrian Gaming Holding a.s., Allwyn Austria Holding 2 GmbH and another contracting party dated 23 December 2020 and Third Supplemental Indenture dated 9 February 2022;
- Facility Agreement with Italian Gaming Holding a.s. dated 6 February 2020, as amended on 24 October 2022;
- Facility Agreement with Allwyn Austria Holding 2 GmbH dated 6 February 2020, as amended and restated on 22 June 2020 and assigned on 22 June 2020 and re-assigned on 22 December 2020;
- Facility Agreement with Allwyn Greece & Cyprus Holding Ltd dated 12 February 2020, as amended by amendment no. 1 on 28 February 2020, amendment no. 2 on 30 April 2020, amendment no. 3 on 10 December 2020, amendment and restatement no. 4 on 31 March 2022 and amendment no. 5 on 29 September 2023 (repaid on 13 November 2023);
- Framework Agreement on Provision of Advisory Services with SAZKA a.s. dated 16 June 2020;
- Framework Agreement on Provision of Advisory Services with OPAP S.A. dated 16 June 2020;
- Affiliate Side Agreement with Allwyn Services UK Ltd and another contracting party dated 1 October 2020 (expired on 1 October 2023);
- Co-operation Agreement with Allwyn Services UK Ltd dated 13 October 2020, as amended by Amendment no. 1 dated 1 July 2022 (expired on 31 December 2023);
- Investment and Shareholder Agreement with KKCG AG, Allwyn AG and another contracting party dated 9 November 2020 (terminated 12 June 2023);
- Side Letter with KKCG AG, Allwyn AG and another contracting party dated 9 November 2020 (terminated 12 June 2023);
- ICT Services Agreement with KKCG a.s. dated 16 December 2020;
- Intercreditor Agreement with Allwyn Holding Czech Republic a.s., Italian Gaming Holding a.s., SAZKA Austrian Gaming Holding a.s. (accessed on 23 December 2020), SAZKA a.s. (accessed on 23 December 2020), Allwyn Austria Holding 2 GmbH (accessed on 23 December 2020), Allwyn Financing Czech Republic 2 a.s. (accessed on 24 March 2023), Allwyn Greece & Cyprus Holding Ltd (accessed on 21 November 2023) and other contracting parties dated 16 December 2020;
- Facility Agreement with SAZKA a.s. dated 21 December 2020;
- Parallel Debt and Local Security Agency Agreement with Allwyn Czech Republic Holding a.s., Italian Gaming Holding a.s., SAZKA Austrian Gaming Holding a.s., SAZKA a.s., Allwyn Austria Holding 2 GmbH, Allwyn Entertainment Financing (UK) plc, Allwyn Financing Czech Republic 2 a.s., Allwyn Greece & Cyprus Holding Ltd and other contracting parties dated 23 December 2020, as amended and restated on 21 November 2023;
- Framework Agreement on Provision of Advisory Services with Casinos Austria Aktiengesellschaft dated 13 January 2021;
- Deed of Pledge of Shares with Italian Gaming Holding a.s. and another contracting party dated 27 January 2021;
- Side Agreement to the Investment and Shareholder Agreement (dated 9 November 2020) with KKCG AG, Allwyn AG and another contracting party dated 8 February 2021 (terminated 12 June 2023);
- Framework Agreement on Provision of Advisory Services with Österreichische Lotterien Gesellschaft m.b.H. dated 23 February 2021;
- Non-Disclosure Agreement with Casinos Austria Aktiengesellschaft dated 7 April 2021;
- Restated Information Sharing Memorandum with Casinos Austria Aktiengesellschaft dated 21 April 2021;
- Mutual Confidentiality Agreement with Rabcat Computer Graphics GmbH dated 13 April 2021;
- Guarantee relating to Hedging Documents with SAZKA a.s., Allwyn Czech Republic Holding a.s., Italian Gaming Holding a.s., SAZKA Austrian Gaming Holding a.s. and another contracting party dated 31 May 2021, as amended on 13 April 2022;
- Guarantee relating to Hedging Documents with SAZKA a.s., Allwyn Czech Republic Holding a.s., Italian Gaming Holding a.s., SAZKA Austrian Gaming Holding a.s. and another contracting party dated 30 August 2021, as amended on 14 April 2022;
- Letter Agreement with Organisation of Football Prognostics SA (OPAP S.A.) dated 12 November 2021;
- Guarantee relating to Hedging Documents with SAZKA a.s., Allwyn Czech Republic Holding a.s., Italian Gaming Holding a.s., SAZKA Austrian Gaming Holding a.s. and another contracting party dated 30 November 2021, as amended on 14 June 2022;
- Guarantee Fee Agreement with Italian Gaming Holding a.s., SAZKA a.s., SAZKA Austrian Gaming Holding a.s., Allwyn Czech Republic Holding a.s., Allwyn Austrian Holding 2 GmbH (accessed on 19 December 2023), Allwyn Financing Czech Republic 2 a.s. (accessed on 19 December 2023) dated 8 February 2022;
- Indenture in relation to EUR 400 million senior secured floating rate notes due 2028, listed on The International Stock Exchange, issued by Allwyn Entertainment Financing (UK) PLC, with Allwyn Entertainment Financing (UK) PLC, Allwyn Czech Republic Holding a.s. Italian Gaming Holding a.s., SAZKA a.s., SAZKA Austrian Gaming Holding a.s., Allwyn Austria Holding 2 GmbH and other contracting parties dated 9 February 2022;
- Term Facility Agreement with Allwyn Entertainment Financing (UK) PLC dated 9 February 2022;
- Data Processing Agreement with Casinos Austria AG, Österreichische Lotterien Gesellschaft m.b.H and other contracting parties dated 1 July 2022;
- Confidentiality Agreement with OPAP S.A. dated 25 August 2022;
- SAP Software Sublicence Agreement with Casinos Austria AG dated 31 October 2022;
- Limited Liability Company Agreement with Allwyn Services US LLC dated 4 November 2022;
- Senior Facilities Agreement with Allwyn Entertainment Financing (UK) PLC and other contracting parties dated 17 November 2022;
- Deed of Confirmation of the Guarantee and Indemnity under the Intercreditor Agreement (dated 16 December 2020) with Allwyn Czech Republic Holding a.s., SAZKA a.s., Italian Gaming Holding a.s., SAZKA Austrian Gaming Holding a.s., Allwyn Austria Holding 2 GmbH, Allwyn Entertainment Financing (UK) PLC and another contracting party dated 18 November 2022;

Report on relations continued

- Term Facilities Agreement with Allwyn Entertainment Financing (UK) PLC dated 24 November 2022, as amended by Amendment Agreement No. 1 dated 1 March 2023; and
- Guarantee relating to Hedging Documents with SAZKA a.s., Allwyn Czech Republic Holding a.s., Italian Gaming Holding a.s., SAZKA Austrian Gaming Holding a.s., and another contracting party dated 6 December 2022.

6. Evaluation of advantages, disadvantages and risks resulting from the relations between the related entities/assessment of the resulting damage and its compensation

Membership in the KKCG Group, with KKCG AG as the controlling entity, enables the Company to benefit from the sharing of know-how and information (to the extent permitted by law and contractual arrangements with third parties), from the ability to take advantage of the good reputation associated with the KKCG brand and to access intra-group and bank financing (for example, through the possibility for other persons in the group to provide collateral for financial liabilities of the Company).

The Company has not identified any disadvantages or any risks arising to it from the relationships between the Related Entities.

No detriment occurred to the Company based on the agreements entered into in the Accounting Period between the Company and other entities in the KKCG Group, other acts which were implemented in the interest, or at the instigation, of such entities by the Company in the Accounting Period.

In Prague on 31 March 2024



Pavel Saroch
Member of the board of directors
Allwyn International a.s.



Robert Chvatal
Member of the board of directors
Allwyn International a.s.

Report on relations continued

Annex – List of Related Entities as of 31 December 2023

List of parties controlled by KKCG AG, with its registered seat at Kapellgasse 21, 6004 Lucerne, Switzerland, registration number CHE-326.367.231, as of 31 December 2023

Company	Registered office, identification/registration no.
"CCB" Congress Center Baden Betriebsgesellschaft m.b.H.	Kaiser Franz Ring 1, 2500 Baden, Austria, registr. No. FN 67046y
"Geologichne byreau "Lviv" LLC	L'vivska Oblast, L'viv, 79011, ul. Kubiyovicha 18, Office 6, Ukraine, reg. No. 31978102
"Horyzonty" LLC	L'vivska Oblast, L'viv, 79005, ulice Chubaia Hrytska 6C, Office 7, Ukraine, reg. No. 36828617
"Precarpathian energy company" LLC	Ivano-Frankovska Oblast, Bohorodchany, 77701, ul. Shevchenka, Ukraine, reg. No. 36042045
Allwyn AG	Weinmarkt 9, 6004 Lucerne, Switzerland, reg. No. CHE-366.705.452
Allwyn Asia Holding a.s.	Evropská 866/71, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 05266289
Allwyn Austria Holding 2 GmbH	c/o DORDA Rechtsanwälte GmbH, Universitätsring 10, 1010 Vienna, Austria, reg No. FN 38898d
Allwyn Austria Holding 3 GmbH	c/o DORDA Rechtsanwälte GmbH, Universitätsring 10, 1010 Vienna, Austria, reg. No. FN 117154k
Allwyn Czech Republic Holding a.s.	Evropská 866/71, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 24852104
Allwyn Entertainment AG (in liquidation)	c/o Allwyn AG, Weinmarkt 9, 6004 Lucerne, Switzerland, reg. No. CHE-157.119.805
Allwyn Entertainment Financing (UK) Plc	One Connaught Place, 5th Floor, W2 2ET London, United Kingdom, reg. No. 13841508
Allwyn Entertainment Ltd.	One Connaught Place, 5th Floor, W2 2ET London, United Kingdom, reg. No. 13157556
Allwyn Financing Czech Republic 2 a.s.	Evropská 866/71, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 09771522
Allwyn Greece & Cyprus Holding 2 Ltd	Arch. Makariou III, 195, Neocleous House, 3030 Limassol, Republic of Cyprus, registr. No. HE 287956
Allwyn Greece & Cyprus Holding Ltd	Arch. Makariou III, 195, Neocleous House, 3030 Limassol, Republic of Cyprus, registr. No. HE320752
Allwyn Illinois LLC (formerly Camelot Illinois LLC)	200 West Jackson Blvd.,Suite 1100, Chicago, IL60606, USA, registration No. 05886996

Company	Registered office, identification/registration no.
Allwyn Information Technology Systems S.M.S.A. (formerly Egnite S.A.)	Leoforos Kifisias 18 & Gkyzi, 15125 Maroussi, Athens, Greece, registration No. 137792901000
Allwyn International a.s.	Evropská 866/71, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 24287814
Allwyn Investments Cyprus Ltd	Arch. Makariou III, 195, Neocleous House, 3030 Limassol, Republic of Cyprus, registr. No. HE432870
Allwyn Lottery Solutions Limited	Magdalen House, Tolpits Lane, Watford, Hertfordshire, WD189RN, United Kingdom, reg. No. 07553980
Allwyn North America Inc. (formerly Camelot Global Services (North America) Inc.)	200 West Jackson Blvd.,Suite 425, Chicago, IL60606, USA, registr. No. 70663287
Allwyn Services Czech Republic a.s.	Evropská 866/71, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 08993165
Allwyn Services UK Ltd	One Connaught Place, 5th Floor, W2 2ET London, United Kingdom, reg. No. 08869774
Allwyn Services US LLC	125 High Street, Suite 1704, Boston, MA 02110, USA
Allwyn Sub AG (in liquidation)	c/o Allwyn AG, Weinmarkt 9, 6004 Lucerne, Switzerland, reg. No. CHE-348.874.140
Allwyn Technology Services Limited	Tolpits Lane, Watford, Hertfordshire, WD189RN, United Kingdom, reg. No. 02822300
Allwyn UK Holding B Ltd	One Connaught Place, 5th Floor, W2 2ET London, United Kingdom, reg. No. 13849924
Allwyn UK Holding C Ltd	One Connaught Place, 5th Floor, W2 2ET London, United Kingdom, reg. No. 14530228
Allwyn UK Holding Ltd	One Connaught Place, 5th Floor, W2 2ET London, United Kingdom, reg. No. 13154201
Allwyn US Holding Inc.	251 Little Falls Drive, New Castle, Delaware 19808, USA, registration No. 7177345
ALOE spol. s r.o.	Kytlická 818/21a, Prosek, post code 190 00, Prague 9, Czech Republic, identification No. 65416571
Aricoma a.s. (formerly Aricoma Group a.s.)	Vinohradská 1511/230, Strašnice, post code 100 00, Prague 10, Czech Republic, identification No. 04615671

Report on relations continued

Company	Registered office, identification/registration no.
Aricoma Brand s.r.o	Vinohradská 1511/230, Strašnice, post code 100 00, Prague 10, Czech Republic, identification No. 17867096
Aricoma Capital a.s.	Vinohradská 1511/230, Strašnice, post code 100 00, Prague 10, Czech Republic, identification No. 11834587
Aricoma Digital s.r.o. (formerly KOMIX s.r.o.)	Vinohradská 1511/230, Strašnice, post code 100 00, Prague 10, Czech Republic, identification No. 47117087
Aricoma Enterprise Cybersecurity a.s. (formerly AEC a.s.)	Voctářova 2500/20a, Libeň, post code 180 00, Prague 8, Czech Republic, identification No. 04772148
Aricoma Enterprise Cybersecurity s.r.o. (formerly AEC s.r.o.)	Krasovského 3986/14, post code 851 01, Bratislava, Slovak Republic, identification No. 31384072
Aricoma España S.L.	Calle Barcas 2 2 – EDIFICIO EPOCA. 46002, Valencia, Spain, reg. No.B72432248
Aricoma Group Finance a.s.	Vinohradská 1511/230, Strašnice, post code 100 00, Prague 10, Czech Republic, identification No. 17848369
Aricoma Group Holding a.s.	Vinohradská 1511/230, Strašnice, post code 100 00, Prague 10, Czech Republic, identification No. 17848601
Aricoma Group International AB	c/o Aspia AB, Sandra Mattsson Flodmark, Box 6350, 102 00 Stockholm, Sweden, reg. No. 559235-9748
Aricoma Systems SRL (formerly AUTOCONT SRL)	Avenue Louise 231, 1050 Bruxelles, Belgium, reg. No. 0767.591.979
AUTOCONT a.s.	Hornopolní 3322/34, Moravská Ostrava, 702 00 Ostrava, Czech Republic, identification No. 04308697
AUTOCONT s.r.o.	Krasovského 14, Bratislava – mestská časť Petržalka, post code 851 01, Slovak Republic, identification No. 36396222
Avengiro s.r.o.	Vinohradská 1511/230, Strašnice, post code 100 00, Prague 10, The Czech Republic, identification No. 19930372
Blue Rosemarine Development s.r.o.	Evropská 866/71, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 08797200
Blue rosmarine s.r.o.	Evropská 866/71, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 04553586
Cachi Valle Aventuras S.A. (in liquidation)	Av. Francisco de Uriondo 330, 4400 Salta, Argentina, registr. No. IGTJ de Salta Folio 71/2 asiento 2465 L 10
CAI Hungary Kft.	Lackner Kristóf u. 33/A, 9400 Sopron, Hungary, registr. No. 08-09-027729

Company	Registered office, identification/registration no.
CAI Ontario Inc. (in liquidation)	200 Bay Street, Royal Bank Plaza, M5J 2Z4 Ontario, Canada, registr. No.1164748
CAIO AG (in liquidation)	c/o Reuss Treuhand AG, Furrengasse 11, 6004 Luzern, Switzerland, registr. No. CHE-159.186.971
Camelot UK Lotteries Limited	Tolpits Lane, Watford, Hertfordshire, WD189RN, United Kingdom, reg. No. 02822203
Casino Odense K/S	Claus Bergs Gade 7, 5000 Odense C, Denmark, registr. No. 14920293
Casino Sopron Kft.	Lackner Kristóf u. 33/A, 9400 Sopron, Hungary, registr. No. 08-09-009273
Casino St. Moritz AG	Via Veglia 3, 7500 St. Moritz, Switzerland, registr. No. CHE-107.653.178
Casinoland IT-Systeme GmbH	Lister Meile 2, 30161 Hannover, Germany, registr. No. HRB 61326
Casinos Austria (Liechtenstein) AG	Vorarlberger Strasse 210, 9486 Schaanwald, Liechtenstein, registr. No. FL-0002.543.564-5
Casinos Austria (Swiss) AG	c/o Amministra SA, Piazza Indipendenza 3, 6900 Lugano, Switzerland, registr. No. CHE-100.189.949
Casinos Austria AG Liegenschaftsverwaltungs und Leasing GmbH	Rennweg 44, 1038 Vienna, Austria, registr. No. FN 114288x
Casinos Austria Aktiengesellschaft	Rennweg 44, 1038 Vienna, Austria, registr. No. FN 99639d
Casinos Austria International (Mazedonien) Holding GmbH	Rennweg 44, 1038 Vienna, Austria, registr. No. FN 400167g
Casinos Austria International Belgium S.A.	Rue Grétry 16-20, 1000 Bruxelles, Belgium, registr. No. 0502.785.246
Casinos Austria International GmbH	Rennweg 44, 1038 Vienna, Austria, registr. No. FN 131441x
Casinos Austria International Holding GmbH	Rennweg 44, 1038 Vienna, Austria, registr. No. FN 37681p
Casinos Austria International Ltd.	35-41 Wharf Street, 4870 Cairns, QLD, Australia, registr. No. ACN: 065998807, ABN: 065998807
Casinos Austria Management GmbH	Rennweg 44, 1038 Vienna, Austria, registr. No. FN 38657z
CAST Casinos Austria Sicherheitstechnologie GmbH	Rennweg 44, 1038 Vienna, Austria, registr. No. FN 94404f
Clearcode LLC	222 Broadway, 19th floor, New York, NY 10038, United states of America, reg. No. 4645876

Report on relations continued

Company	Registered office, identification/registration no.
Clearcode Services Sp. z o.o. (formerly Clearcode Services S.A.)	Św. Antoniego 2/4, 50-073 Wrocław, Poland, reg. No. 871153
Cleverlance Deutschland GmbH	Eduard-Schopf-Allee 1, 28217 Bremen, Germany, registration No. 32267
Cleverlance Enterprise Solutions s.r.o.	Voctářova 2500/20a, Libeň, post code 180 00, Prague 8, Czech Republic, identification No. 27408787
Cleverlance H2B s.r.o.	Tuřanka 1519/115a, Brno, Slatina, post code 627 00, Czech Republic, identification No. 28223756
Cleverlance Slovakia s.r.o.	Prievozská 1978/6, post code 821 09, Bratislava, Slovak Republic, identification No. 35942487
Cloud4com SK, s.r.o.	Staré Grunty 36, post code 841 04, Bratislava, Slovak Republic, identification No. 50569694
CLS Beteiligungs GmbH	Goldschmiedg. 3, 1010 Vienna, Austria, reg. No. FN84419x
Collington II Limited	Custom House Plaza Block 6, International Financial Services Centre, Dublin 1, Republic of Ireland, reg. No. 506335
Complejo Monumento Güemes S.A. (in liquidation)	Av. Francisco de Uriondo 330, 4400 Salta, Argentina, registr.No. FOLIO 187/88 ASIENTO 2288 LIBRO 9
Consulting 4U s.r.o.	Wellnerova 134/7, Nová Ulice, post code 779 00, Olomouc, Czech Republic, identification No. 25851471
Coopera Development s.r.o.	Evropská 866/71, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 08682802
Cuisino Ges. m.b.H.	Rennweg 44, 1038 Vienna, Austria, registr. No. FN 54015i
CYANVENUE LIMITED	3096 Limassol, Alasias, 8 CHRISTODOULIDES BUILDING, Republic of Cyprus, reg. No. HE353101
Deutsche Sportwetten GmbH	Karmarschstr. 37-39, D-30159 Hannover, Germany, registr. No. HRB 219939
ECC Jenerálka, s.r.o.	Na příkopě 859/22, Nové Město, post code 110 00 Prague 1, Czech Republic, identification No.03834131
Entretenimientos y Jegos de Azar (EN.J.A.S.A.) S.A. (in liquidation)	Del Milagro 142, 4400 Salta, Argentina, registr. No. IGTJ de Salta Folio 65/6 asiento 2462 L 10
FM&S Czech a.s.	Vinohradská 1511/230, Strašnice, post code 100 00, Prague 10, Czech Republic, identification No. 04283112
Fortuna 1 ApS	c/o Casino Odense K/S, Claus Bergs Gade 7, 5000 Odense C, Denmark, registr. No. 14909087
FVE Mušov I s.r.o.	Úprkova 807/6, post code 695 01, Hodonín, Czech Republic, identification No. 19174098
FVE Mušov II s.r.o.	Úprkova 807/6, post code 695 01, Hodonín, Czech Republic, identification No. 17873517

Company	Registered office, identification/registration no.
FVE Orlová I s.r.o.	Úprkova 807/6, post code 695 01, Hodonín, Czech Republic, identification No. 06763731
FVE Orlová II s.r.o.	Úprkova 807/6, post code 695 01, Hodonín, Czech Republic, identification No. 19254504
FVE Tichá s.r.o.	Úprkova 807/6, post code 695 01, Hodonín, Czech Republic, identification No. 28605233
G2P Borkovany s.r.o.	Úprkova 807/6, post code 695 01, Hodonín, Czech Republic, identification No. 17873592
Gestate s.r.o.	Evropská 866/71, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 07957912
G-JET s.r.o.	Vinohradská 1511/230, , Czech Republic, identification No. 27079171
Glücks- und Unterhaltungsspiel Betriebsgesellschaft m.b.H.	Rennweg 44, 1038 Vienna, Austria, registr. No. FN 241637z
HELLENIC LOTTERIES S.A. (HELLENIC LOTTERIES – SOCIÉTÉ ANONYME FOR THE PRODUCTION, OPERATION, CIRCULATION, PROMOTION AND MANAGEMENT OF LOTTERIES	112 Athinon Avenue, GR 104 42, Athens, Greece, registration No.125891401000
HORSE RACES SINGLE MEMBER S.A.	112 Athinon Avenue, GR 104 42, Athens, Greece, registration No. 132846101000
IGNIS HOLDING a.s.	Vinohradská 1511/230, Strašnice, post code 100 00, Prague 10, Czech Republic, identification No. 07435304
Inmobiliara Ovale S.A.	Ignacio Carrera Pinto 109, 2720426 San Antonio, Chile, registr. No. 14996/10019
INTERMOS Praha s.r.o.	Vinohradská 1511/230, Strašnice, post code 100 00, Prague 10, Czech Republic, identification No. 63076349
INTERMOS VALVES, s.r.o.	Bratislava-mestská časť Staré Mesto, Karpatská 8, post code 811 05, Slovak Republic, identification No. 35898411
Internet Projekt, s.r.o.	Vinohradská 1511/230, Strašnice, post code 100 00, Prague 10, Czech Republic, identification No. 08526541
IPM – Industrial Portfolio Management a.s.	Evropská 866/71, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 04572033
Italian Gaming Holding a.s.	Evropská 866/71, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 04828526
JiBa Hold s.r.o.	Evropská 866/63, post code 160 00, Prague 6 – Vokovice, Czech Republic, identification No. 08590664
JNR Alfa, s.r.o.	Evropská 866/71, post code 160 00, Prague 6 – Vokovice, Czech Republic, identification No. 17875072

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Report on relations continued

Company	Registered office, identification/registration no.
JNR Sigma, s.r.o	Evropská 866/71, post code 160 00, Prague 6 – Vokovice, Czech Republic, identification No. 17875064
JTU Czech, s.r.o.	Evropská 866/71, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 02612020
KBOC Director s.r.o.	Úprkova 807/6, post code 695 01, Hodonín, Czech Republic, identification No. 19666144
KBOC Investering B.V.	1101CT Amsterdam, Herikerbergweg 292, Kingdom of the Netherlands, reg. No. 52308944
KKCG a.s.	Evropská 866/71, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 27107744
KKCG Development a.s.	Evropská 866/71, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 08295484
KKCG Industry B.V.	1101CT Amsterdam, Herikerbergweg 292, Kingdom of the Netherlands, reg. No. 27271144
KKCG Methanol Holdings LLC	108 Lakeland Ave., Dover, Delaware, 19901, United States of America, EI No. 36-4831670
KKCG Real Estate Group a.s.	Evropská 866/71, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 24291633
KKCG Structured Finance AG	Kapellgasse 21, 6004 Lucerne, Switzerland, reg. No. CHE-292.174.442
KKCG TechLabs s.r.o.	Vinohradská 1511/230, Strašnice, post code 100 00, Prague 10, Czech Republic, identification No. 14042479
KKCG Technologies Finance s.r.o.	Evropská 866/71, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 14038641
KKCG Technologies s.r.o.	Evropská 866/71, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 07171234
KKCG US Advisory LLC	125 High Street, Boston, MA-02110, United States of America, reg. No. 84-2817214
KOMIX Digital s.r.o.	Drtinova 467/2a, Smíchov, post code 150 00, Prague 5, Czech Republic, identification No. 17222184
KOMIX SK s.r.o.	Plynárenská 1, post code 821 09, Bratislava, Slovak Republic, identification No. 54590345
Kynero Consulting a.s.	Evropská 866/71, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 24193461
Leisure & Enterteinment S.A. (in liquidation)	Del Milagro 142, 4400 Salta, Argentina, registr. No. IGTJ de Salta Folio 253/4 asiento 3484 L 13

Company	Registered office, identification/registration no.
Liberty One Methanol LLC	400 Capitol Street, Suite 200, Charleston WV 25301, United States of America, EI. No.32-0521898
Liberty One O&M LLC	400 Capitol Street, Suite 200, Charleston WV 25301, United States of America, EI. No. 30-0975326
Liberty Two Methanol LLC	400 Capitol Street, Suite 200, Charleston WV 25301, United States of America, EI. No. 30-0988055
LTB Beteiligungs GmbH	Universitätsring 10, 1010 Vienna, Austria, reg. No. FN84439a
MEDICEM Group a.s.	Vinohradská 1511/230, Strašnice, post code 100 00, Prague 10, Czech Republic, identification No. 07118422
Medicem Inc.	125 High Street, Boston, MA-02110, United States of America, EI. No. 38-4126132
MEDICEM Technology s.r.o	Kamenné Žehrovice, Karlovarská třída 20, post code 273 01, Czech Republic, identification No. 48036374
Metanol d.o.o.	Lendava, Mlinska ulica 5, 9220 Lendava – Lendva, Slovenia, reg. No. 6564534000
Mindsquared a.s.	Evropská 866/63, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 09771492
MND a.s.	Úprkova 807/6, post code 695 01, Hodonín, Czech Republic, identification No. 28483006
MND Austria a.s.	Úprkova 807/6, post code 695 01 Hodonín,Czech Republic, identification No. 19407904
MND Drilling & Services a.s.	Velkomoravská 900/405, post code 696 18, Lužice, Czech Republic, identification No. 25547631
MND Drilling Germany GmbH	31582 Nienburg, Domänenweg 7, Germany, reg. No. HRB206722
MND Energie a.s.	Evropská 866/71, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 29137624
MND Energy Storage a.s.	Úprkova 807/6, post code 695 01, Hodonín, Czech Republic, identification No. 27732894
MND Energy Storage Germany GmbH	64665 Alsbach-Hähnlein, Birkenweg 2, Germany, reg. No. HRB96046
MND GasInvestUA s.r.o.	Úprkova 807/6, post code 695 01, Hodonín, Czech Republic, identification No. 19237375
MND Germany GmbH	Lüneburger Heerstraße 77A, 29223 Celle, Germany, reg. No. HRB207844

Report on relations continued

Company	Registered office, identification/registration no.
MND Group AG	Kapellgasse 21, 6004 Lucerne, Switzerland, reg. No. CHE-448.401.517
MND Prodej a.s.	Evropská 866/71, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 09002359
MND Ukraine a.s.	Úprkova 807/6, post code 695 01, Hodonín, Czech Republic, identification No. 08957517
MND Wind s.r.o.	Úprkova 807/6, post code 695 01 Hodonín, Czech Republic, identification No. 17873568
Moravia Systems a.s.	Vinohradská 1511/230, Strašnice, post code 100 00, Prague 10, Czech Republic, identification No. 26915189
Musala Services EOOD	36 Dragan Tsankov blvd, Office 505, 1057 Sofia, Bulgaria, reg. No. 205329279
Musala Soft DOOEL	3, Filip II Makedonski, Str., fl.4, office 4003, Skopje 1000, Republic of North Macedonia, reg. No. 7008040
Musala Soft EAD	36 Dragan Tsankov blvd, Office 505, 1057 Sofia, Bulgaria, reg. No. 202569949
Musala Soft Kosovo LLC	Str.Mujo Ulqinaku No 5-, Ap.10 Qyteza Pejton, 1000 Pristina, Kosovo, reg. No. 810171728
Musala Soft LLC	16 Khartoum St, Floor 4, Heliopolis Cairo, Egypt, reg. No. 180934
NEAL s.r.o.	Evropská 866/71, Vokovice, post code 160 00, Prague 6, Czech Republic, ID: 26094517
NetOp CLD Ltd.	Hebron Road 24, Jerusalem, Israel, reg. No. 51-593482-6
Neurosoft Cyprus Ltd	11 Erechtheiou Street, Egomi, P.C. 2413, Nicosia, Cyprus, registr. No. 245439
Neurosoft Romania Software and Services Srl	Loc. Voluntari, Oras Voluntari, Sos. Bucuresti Nord, Nr 10, Cladirea de Birouri O21, Bucharest, Romania, registr. No. J23/1752/2009
NEUROSOFT S.A. (NEUROSOFT SOCIÉTÉ ANONYME SOFTWARE PRODUCTION)	466 Irakliou Avenue & Kiprou Street, 141 22 Iraklio Attikis, Athens, Greece, registration No.084923002000
Next Peak Limited	One Connaught Place, London, United Kingdom, W2 2ET, registr. No. 15250345
Nikolajka Development s.r.o.	Evropská 866/71, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 08797072
NOVECON a.s.	Evropská 866/63, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 08270783
ÖLG Holding GmbH	Rennweg 44, 1038 Vienna, Austria, registr. No. FN 268558p

Company	Registered office, identification/registration no.
OPAP CYPRUS LTD	128-130 Lemesos Avenue, Strovolos, 2015, Nicosia, Republic of Cyprus, registration No. HE140568
OPAP INTERNATIONAL LTD	128-130 Lemesos Avenue, Strovolos, 2015, Nicosia, Republic of Cyprus, registration No. HE145913
OPAP INVESTMENT LTD	128-130 Lemesos Avenue (Floor 1), Strovolos, 2015, Nicosia, Republic of Cyprus, registration No. HE297411
OPAP S.A. (Organization of Football Prognostics S.A.)	112 Athinon Avenue, GR 104 42, Athens, Greece, registration No. 003823201000
OPAP SPORTS LTD	128-130 Lemesos Avenue (Floor 1), Strovolos, 2015, Nicosia, Republic of Cyprus, registration No. HE133603
Oriv Holding a.s.	Úprkova 807/6, post code 695 01, Hodonín, Czech Republic, identification No. 11735376
Österreichische Klassenlotterie Vertriebsgesellschaft m.b.H.	Rennweg 44, 1038 Vienna, Austria, registr. No. FN 468412t
Österreichische Lotterien Gesellschaft m.b.H.	Rennweg 44, 1038 Vienna, Austria, registr. No. FN 54472g
Österreichische Sportwetten Gesellschaft m.b.H.	Rennweg 44, 1038 Vienna, Austria, registr. No. FN 196645i
Pernerova Development s.r.o.	Evropská 866/71, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 08682844
POM Czech, s.r.o.	Evropská 866/71, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 06773800
QINSHIFT a.s. (formerly Aricoma CAD a.s.)	Vinohradská 1511/230, Strašnice, post code 100 00, Prague 10, Czech Republic, identification No. 17865522
Qinshift AB (formerly Seavus AB)	Scheelevägen 27, floor 16, 223 63 Lund, Sweden, reg. No. 556588-5935
Qinshift Academy DOOEL (formerly Seavus Educational and Development Center DOOEL)	11 Oktomvri 33A, 1000 Skopje, Republic of North Macedonia, reg. No. 6643140
QINSHIFT CAPITAL a.s. (formerly Aricoma CAD Capital a.s.)	Vinohradská 1511/230, Strašnice, post code 100 00, Prague 10, Czech Republic, identification No. 17802733
QINSHIFT CE a.s. (formerly Aricoma Digital CE a.s.)	Voctářova 2500/20a, Libeň, post code 180 00, Prague 8, Czech Republic, identification No. 04771915
Qinshift d.o.o. Banja Luka (formerly Seavus DOO (BA))	Ivana Franje Jukica 7, Banja Luka, Bosnia and Hercegovina, Republic of Serbia, reg. No. 57-01-0252-17

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Report on relations continued

Company	Registered office, identification/registration no.
Qinshift DOO (formerly Društvo za Informatičku Technologiju Seavus DOO)	Vojvode Misica 9, 18 000 Nis, Republic of Serbia, reg. No. 2017786
Qinshift DOOEL (formerly Seavus DOOEL)	11 Oktomvri 33A, 1000 Skopje, Republic of North Macedonia, reg. No. 5323983
QINSHIFT Group AB (formerly Aricoma Group AB)	c/o Seavus AB, Scheelevägen 27, post code 223 36 Lund, Sweden, reg. No. 559239-3473
Qinshift S.R.L. (formerly Seavus S.R.L.)	MD-2071, str. Alba-Iulia, 79/1, mun. Kishinev, Republic of Moldova, reg. No. 1020600026584
Qinshift USA Inc. (formerly Seavus USA Inc.)	2352 Main Street, Suite 200, Concord, MA 01742, United states of America, reg. No. 000873055
Rabcat Computer Graphics GmbH	Rennweg 46-50/1/6 (1.OG), 1030 Vienna, Austria, registr. No. FN 276027y
Relax Rezidence Cihlářka, s.r.o.	Evropská 866/71, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 05662079
Rezervoarji d.o.o	Lendava, Mlinska ulica 5, 9220 Lendava – Lendva, Slovenia, reg. No. 6564470000
Sabris Consulting s.r.o.	Pekařská 621/7, Jinonice, post code 155 00, Prague 5, Czech Republic, identification No. 04701780
Sabris Consulting SK s.r.o. (formerly Sabris s.r.o.)	Krasovského 3986/14, Bratislava – municipal district Petržalka, post code 851 01, Slovakia, identification No. 44118821
SALEZA, a.s. in bankruptcy (insolvency proceedings initiated)	K Žižkovu 851, post code 19093, Prague 9, Czech Republic, identification No. 47116307
SAZKA a.s.	Evropská 866/69, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 26493993
SAZKA Austrian Gaming Holding a.s.	Evropská 866/71, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 04047788
SAZKA DELTA AIF VARIABLE CAPITAL INVESTMENT COMPANY LTD	Arch. Makariou III, 195, Neocleous House, 3030 Limassol, Republic of Cyprus, registr. No. HE314350
SAZKA DELTA MANAGEMENT LTD	Arch. Makariou III, 195, Neocleous House, 3030 Limassol, Republic of Cyprus, registr. No. HE314151
SAZKA FTS a.s.	Evropská 866/69, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 01993143

Company	Registered office, identification/registration no.
SAZKA Services s.r.o.	Evropská 866/69, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 05111901
SC Czech ACI, s.r.o.	Evropská 866/71, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 10969551
SC Czech ACJ, s.r.o.	Evropská 866/71, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 10969560
SC Czech ADV, s.r.o.	Evropská 866/71, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 11977051
SC Czech ADZ, s.r.o.	Evropská 866/71, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 11977230
SC Czech AER, s.r.o.	Evropská 866/71, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 117084458
SC Czech AES, s.r.o.	Evropská 866/71, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 17084539
SC Czech AGM, s.r.o.	Evropská 866/63, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 17875111
SDL Alfa s.r.o. (formerly SC Czech ACV s.r.o)	Evropská 866/71, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 10969667
Seavus Educational and Development Center DOO	Vojvode Misica 9, 18 000 Nis, Republic of Serbia, reg. No. 29508429
Seavus FLLC	FLLC SEAVUS, 25A Internatsionalnaya st., office 420, Minsk, 220 030, Republic of Belarus, reg. No. 190835458
Seavus GmbH	Itziker Dorf Strasse 57, 8627 Grüningen, Switzerland, reg. No. CHE–020.4.049.285-2
SEAVUS SOFTWARE TECHNOLOGIES J.S.C.	Fulya Mah. Büyükdere Cad. Pekintaş Group Blok No: 32 İç Kapı No: 4 Şişli/İstanbul, Turkey, reg. No. 352133
Seavus Sp. z o.o.	59 Zlota Street, 00-120 Warsaw, Poland, reg. No. 913203

Report on relations continued

Company	Registered office, identification/registration no.
SEMUT s.r.o.	Evropská 866/71, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 25792849
Spielbanken Niedersachsen GmbH	Karmarschstraße 37-39, 30159 Hannover, Germany, registr. No. HRB 50373
SPORTLEASE a.s.	Evropská 866/69, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 62361546
Springtide Ventures s.r.o.	Evropská 866/71, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 01726587
Stoiximan Holding Ltd	Office 1/1007, Level G, Quantum House 75, Abate Rigord Street, Ta'Xbiex XBX 1120, registr. No. C104895
Stoiximan Ltd	Flat B8, The Atrium West Street Msida, MSD1731 Malta, registr. No. C95597
STR Czech s.r.o.	Evropská 866/71, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 07728344
Stratiteq Sweden AB	Gustav Adolfs Torg 10 A, 211 39 Malmö, Sweden, reg. No. 556622-2682
SUPERMARINE, s.r.o.	Evropská 866/71, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 08062773
Sweetspot CZ s.r.o.	Evropská 866/63, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 09858636
SYSCOM SOFTWARE spol. s r.o.	Kytlická 818/21a, Prosek, post code 190 00, Prague 9, Czech Republic, identification No. 61498084

Company	Registered office, identification/registration no.
Theta Real s.r.o.	Evropská 866/71, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 27631842
ThreatMark s.r.o.	Hlinky 505/118, Pisárky, post code 603 00, Brno, Czech Republic, identification No. 04222091
ThreatMark, Inc.	19801 Wilmington, New Castle, Delaware, Orange Street 1209, United states of America, reg. No. 6381229
TORA DIRECT SINGLE MEMBER S.A. (TORA DIRECT SINGLE-MEMBER SOCIETE ANONYME FOR THE PROVISION OF SERVICES)	112Athinon Avenue, GR 104 42 Athens, Greece, registr. No. 005641201000
TORA WALLET SINGLE MEMBER S.A. (TORA WALLET SINGLE-MEMBER SOCIETE ANONYME FOR ELECTRONIC MONEY SERVICES)	112 Athinon Avenue, GR 104 42 Athens, Greece, registr. No. 139861001000
US Methanol LLC	400 Capitol Street, Suite 200, Charleston WV 25301, United States, EI. No. 81-1952040
US Methanol Midco LLC	400 Capitol Street, Suite 200, Charleston WV 25301, United States of America, EI. No. 81-1952040
VESTINLOG, s.r.o.	Evropská 866/71, Vokovice, post code 160 00, Prague 6, Czech Republic, identification No. 05629276
Viage Production S.A.	Rue Grétry 16-20, 1000 Bruxelles, Belgium, registr. No. 0474.725.225
Vinohradská 230 a.s.	Vinohradská 1511/230, Strašnice, post code 100 00, Prague 10, Czech Republic, identification No. 26203944

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