



# INTRALOT S.A.

INTEGRATED LOTTERY SYSTEMS AND SERVICES  
Company's Number in the General Electronic Commercial Registry: 000818201000 - (Public Companies (S.A.) Reg. No.: 27074/06/B/92/9)  
Company Domicile: 64 Kifissias Av. & 3 H. Sabbagh/S. Khoury Str., Maroussi 15125  
Figures and information for the period from 1st January 2019 to 31st December 2019

Amounts in C'000

The figures presented below aim to provide summary information about the financial position and results of INTRALOT S.A. and INTRALOT's Group. Therefore, it is recommended to any reader who is willing to proceed to any kind of investment decision or other transaction concerning the company, to visit the company's website where the Financial Statements according to IFRSs are posted, accompanied by the Auditor's Report where appropriate.

### Regulatory Authority:

Ministry of Economy, Development and Tourism, Department for Companies and G.E.M.I.

### Certified Auditor:

George A. Karamichalis Reg.No/S.O.E.L. 15931  
Nikolaos Ioannou Reg.No/S.O.E.L. 29301

### Board of Directors:

Chairman of the Board: Sokratis P. Kokkalis  
Vice Chairman: Constantinos G. Antonopoulos \*\*  
Chief Executive Officer: Christos K. Dimitriadis  
Deputy Chief Executive Officer: Christosostomos D. Sfatos  
Director: Nikolaos I. Nikolakopoulos  
Director: Alexandros - Stergios, N. Manos \*\*  
Director: Sotirios N. Filos \*  
Director: Ioannis P. Tsoufidis \*  
Director: Ioannis P. Tsoufidis \*

### Financial Statements approval date:

May 4, 2020

### Audit firm:

S.O.S.A.Reg. No/S.O.E.L. 125  
Grant Thornton Reg. No/S.O.E.L. 127

### Web site:

www.intralot.com

### Type of auditor's audit report:

Unqualified Opinion - including a material uncertainty relating to going concern and an emphasis of matter

\*Independent non-executive member  
\*\*Non-executive member

	GROUP		COMPANY	
	31/12/2019	31/12/2018	31/12/2019	31/12/2018
<b>ASSETS</b>				
Tangible Assets	168.708	133.360	28.430	18.890
Investment Property	0	39	0	0
Intangible Assets	242.866	302.332	82.729	90.810
Other Non-Current Assets	47.422	165.789	154.273	137.267
Inventories	35.607	45.583	10.733	14.831
Trade Receivables	76.698	71.368	77.232	79.935
Other Current Assets	226.169	225.594	39.939	63.581
<b>TOTAL ASSETS</b>	<b>797.470</b>	<b>944.065</b>	<b>393.336</b>	<b>405.314</b>
<b>EQUITY AND LIABILITIES</b>				
Share Capital	47.089	47.089	47.089	47.089
Other Equity Elements	-140.460	-40.789	1.494	9.793
<b>Shareholders Equity (a)</b>	<b>-93.371</b>	<b>6.300</b>	<b>48.583</b>	<b>56.882</b>
Non-Controlling Interest (b)	197	28.145	0	0
<b>Total Shareholders Equity (c)=(a)+(b)</b>	<b>-93.174</b>	<b>24.445</b>	<b>48.583</b>	<b>56.882</b>
Long-term Debt	727.355	737.094	280.488	286.300
Provisions / Other Long-term Liabilities	27.555	26.221	19.845	16.625
Short-term Debt	37.870	40.655	785	0
Other Short-term Liabilities	97.864	105.650	43.635	45.427
<b>Total Liabilities (d)</b>	<b>800.644</b>	<b>909.620</b>	<b>344.753</b>	<b>348.432</b>
<b>TOTAL EQUITY AND LIABILITIES (c)+(d)</b>	<b>797.470</b>	<b>944.065</b>	<b>393.336</b>	<b>405.314</b>

	GROUP		COMPANY	
	31/12/2019	31/12/2018	31/12/2019	31/12/2018
<b>Net equity at the beginning of the period (1/1/2019 and 1/1/2018 respectively) prior to the application of IFRS 9 &amp; 15 and IAS 29</b>	<b>34.445</b>	<b>89.788</b>	<b>56.882</b>	<b>84.561</b>
Effect from the application of IFRS 15 <sup>1</sup>	0	-937	0	-333
Effect from the application of IFRS 9 <sup>1</sup>	0	-8.299	0	-2.688
Effect from the application of IAS 29 <sup>1</sup>	0	1.324	0	0
<b>Net equity at the beginning of the period (1/1/2019 and 1/1/2018 respectively) after the application of IFRS 9 &amp; 15 and IAS 29</b>	<b>34.445</b>	<b>81.814</b>	<b>56.882</b>	<b>81.540</b>
Effect on retained earnings from previous years adjustments	-79	-76	0	0
Total comprehensive income / (expenses) for the year after tax (continuing and discontinued operations)	-83.914	12.767	-8.299	-16.070
Dividends to equity holders of parent / non-controlling interest	-40.085	-39.214	0	0
New Consolidated Associate Entities	171	0	0	0
Treasury shares repurchase/disposal	0	-8.588	0	-8.588
Associate companies stock options	198	142	0	0
Effect due to change in participation percentage	-29	0	0	0
Subsidiary disposal / liquidation	-3.657	-12.444	0	0
Adjustment to net monetary position	-224	368	0	0
<b>Net Equity of the period Closing Balance (31/12/2019 and 31/12/2018 respectively)</b>	<b>-93.174</b>	<b>24.445</b>	<b>48.583</b>	<b>56.882</b>

<sup>1</sup> It refers to the adjustment of the opening balances due to the first application of IFRS 9, IFRS 15 (note 2.1.4) and IAS 29 (note 2.34) to the Annual Financial Statements.

	GROUP		COMPANY	
	1/1-31/12/2019	1/1-31/12/2018	1/1-31/12/2019	1/1-31/12/2018
<b>Operating Activities</b>				
Profit/(loss) before Taxation (continuing operations)	-70.637	-14.829	-6.119	-11.789
Profit/(loss) before Taxation (discontinued operations)	7.682	64.948	0	0
<b>Plus/less adjustments for:</b>				
Depreciation and Amortization	82.739	65.553	19.139	13.365
Provisions	32.864	22.174	3.384	-6.545
Results/(income, expenses, gain and loss)/from Investing Activities	-12.559	-33.658	-33.681	-6.361
Interest and similar expenses	52.751	50.445	20.087	16.895
Interest and similar income	-4.631	-8.342	-4.588	-4.666
(Gain) / loss on net monetary position	-510	130	0	0
<b>Plus/less adjustments of working capital to net cash or related to operating activities:</b>				
Decrease/(increase) of Inventories	-208	-10.337	3.921	-1.421
Decrease/(increase) of Receivable Accounts	929	1.210	1.260	-4.583
(Decrease)/increase of Payable Accounts (except Banks)	-12.802	-24.785	-614	-11.878
Less:				
Income Tax Paid	14.293	23.959	2.853	-1.586
<b>Total inflows / (outflows) from Operating Activities (a)</b>	<b>61.325</b>	<b>88.558</b>	<b>-2.064</b>	<b>-15.937</b>
<b>Investing Activities</b>				
(Purchases)/Sales of subsidiaries, associates, joint ventures and other investments	98.431	5.950	2.496	0
Purchases of tangible and intangible assets	-55.337	-103.660	-9.735	-12.581
Proceeds from sales of tangible and intangible assets	336	473	61	0
Interest received	4.526	5.614	3.185	906
Dividends received	10.090	7.958	15.925	10.811
<b>Total inflows / (outflows) from Investing Activities (b)</b>	<b>58.046</b>	<b>-83.665</b>	<b>11.932</b>	<b>-864</b>
<b>Financing Activities</b>				
Treasury shares repurchase	0	-8.588	0	-8.588
Cash inflows from loans	88.922	87.339	0	37.000
Repayment of loans	-93.293	-53.681	-19.500	0
Bond buy backs	-10.558	0	0	0
Repayment of lease liabilities	-7.464	-8.096	-230	0
Interest and similar expenses paid	-48.483	-48.835	-6.876	614
Dividends paid	-41.714	-36.317	0	0
<b>Total inflows/(outflows) from Financing Activities (c)</b>	<b>-112.590</b>	<b>-73.182</b>	<b>-26.606</b>	<b>29.026</b>
<b>Net increase/(decrease) in cash and cash equivalents for the period (a)+(b)+(c)</b>	<b>6.781</b>	<b>-68.289</b>	<b>-16.738</b>	<b>12.765</b>
<b>Cash and cash equivalents at the beginning of the period</b>	<b>162.461</b>	<b>238.041</b>	<b>33.146</b>	<b>20.434</b>
Net foreign exchange difference	1.872	-7.291	-236	-53
<b>Cash and cash equivalents at the end of the period from total operations</b>	<b>171.114</b>	<b>162.461</b>	<b>16.172</b>	<b>33.146</b>

	GROUP				COMPANY			
	1/1-31/12/2019	1/1-31/12/2018	1/10-31/12/2019	1/10-31/12/2018	1/1-31/12/2019	1/1-31/12/2018	1/10-31/12/2019	1/10-31/12/2018
<b>Sale Proceeds</b>	720.581	784.368	165.010	187.674	56.094	61.781	24.514	19.878
Less: Cost of Sales	-594.569	-626.426	-142.247	-153.933	-50.850	-49.016	-16.282	-21.079
<b>Gross Profit / (Loss)</b>	<b>126.012</b>	<b>157.942</b>	<b>22.763</b>	<b>33.741</b>	<b>5.244</b>	<b>12.765</b>	<b>8.232</b>	<b>-1.201</b>
Other Operating Income	19.531	15.616	9.986	6.683	1.502	1.161	1.161	1.161
Selling Expenses	-40.170	-35.806	-9.993	-10.725	-8.977	-8.954	-2.184	-2.493
Administrative Expenses	-78.594	-71.085	-20.324	-18.905	-14.073	-14.826	-4.247	-4.247
Research and Development Expenses	-3.845	-3.717	-858	-151	-3.845	-3.717	-858	-151
Other Operating Expenses	-17.788	-9.664	-9.272	-6.416	-4.137	-3.229	-3.583	-1.786
<b>EBIT</b>	<b>5.146</b>	<b>52.984</b>	<b>-11.699</b>	<b>2.227</b>	<b>-26.301</b>	<b>-5.920</b>	<b>-2.058</b>	<b>1.288</b>
Income/(expenses) from participations and investments	16.742	2.396	5.987	-174	35.683	6.147	26.697	-4.297
Gain/(loss) from assets disposal, impairment loss and write-off of assets	-30.725	-19.272	-26.785	-19.006	-7	0	0	0
Interest and similar expenses	-52.668	-50.059	-12.473	-12.138	-20.087	-16.895	-5.802	-4.487
Interest and related income	4.630	8.105	489	1.587	4.588	4.666	2.121	1.086
Exchange differences	3.238	8.608	-2.933	-1.950	5	213	-522	511
Profit / (Loss) from equity method consolidations	-17.510	-17.421	-16.421	-16.812	0	0	0	0
Gain/(loss) on net monetary position	510	130	0	-178	0	0	0	0
<b>Profit / (Loss) before tax from continuing operations</b>	<b>-70.637</b>	<b>-14.829</b>	<b>-63.711</b>	<b>-46.444</b>	<b>-6.119</b>	<b>-11.789</b>	<b>20.436</b>	<b>-5.899</b>
Tax	-19.173	-13.269	-3.917	-3.786	-3.615	-4.336	-1.513	-3.922
<b>Net Profit / (Loss) after tax from continuing operations</b>	<b>-89.810</b>	<b>-28.098</b>	<b>-67.628</b>	<b>-42.658</b>	<b>-9.734</b>	<b>-16.125</b>	<b>18.923</b>	<b>-9.821</b>
<b>Net Profit / (Loss) after tax from discontinued operations</b>	<b>7.682</b>	<b>55.059</b>	<b>-2.176</b>	<b>47.686</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Net Profit / (Loss) after tax (continuing and discontinued operations) (A)</b>	<b>-82.128</b>	<b>26.961</b>	<b>-69.804</b>	<b>5.028</b>	<b>-9.734</b>	<b>-16.125</b>	<b>18.923</b>	<b>-9.821</b>
Attributable to:								
- Equity holders of parent	-104.198	-25.649	-27.353	-14.657	-9.734	-16.125	18.923	-9.821
- Non-Controlling Interest	22.070	52.610	2.549	19.685	0	0	0	0
<b>Other comprehensive income / (expenses), after tax (B)</b>	<b>-1.286</b>	<b>-14.194</b>	<b>-4.668</b>	<b>-11.993</b>	<b>1.435</b>	<b>55</b>	<b>102</b>	<b>6</b>
<b>Total comprehensive income / (expenses) after tax (A) + (B)</b>	<b>-83.914</b>	<b>12.767</b>	<b>-74.490</b>	<b>17.021</b>	<b>-8.299</b>	<b>-16.070</b>	<b>19.032</b>	<b>-9.815</b>
Attributable to:								
- Equity holders of parent	-102.706	-34.805	-76.118	-5.917	-8.299	-16.070	19.032	-9.815
- Non-Controlling Interest	18.792	47.572	1.628	22.938	0	0	0	0
<b>Earnings / (loss) after tax per share (in euro)</b>								
- Basic	-0.7052	-0.1684	-0.4897	-0.0962	-0.0659	-0.1059	0.1281	-0.0645
- Diluted	-0.7052	-0.1684	-0.4897	-0.0962	-0.0659	-0.1059	0.1281	-0.0645
<b>EBITDA</b>	<b>87.784</b>	<b>117.736</b>	<b>9.012</b>	<b>19.607</b>	<b>-7.162</b>	<b>7.445</b>	<b>2.711</b>	<b>4.498</b>
Proposed dividend per share (in €)	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00

### Supplementary information:

- The same accounting policies have been followed as the year-end consolidated financial statements 31/12/2018 except for the changes resulting from the adoption of new or revised accounting standards and interpretations as mentioned in note 2.1.4 of the annual financial statements.
- The companies included in the consolidation of 31/12/2019 and not in the consolidation of 31/12/2018 due to subsequent acquisition/establishment are the following: Intralot Tech Single Member S.A. (subsidiary) and ThinkAbout S.R.L. (associate) (note 2.31.A of the annual financial statements). On 1/1/2019, the associate company Intralot Italia S.p.A. (20%) absorbed GoldBet S.p.A. (100% subsidiary of Gamnet S.p.A.). On 1/5/2019 the associate company Intralot Italia S.p.A. (20%) was renamed to GoldBet S.p.A. In January 2019 the associate company Gamnet Entertainment S.R.L. (20%) increased the participation percentage in La Chance S.R.L. to 100% through the acquisition of additional percentage of the non-controlling interest. In February 2019 the associate company Gamnet S.p.A. (20%) increased the participation percentage in Jolly Videopoker S.R.L. to 84,9% from 70% through the acquisition of additional percentage of the non-controlling interest. Gamnet Group S.p.A. consolidates for the first time GoldBet S.p.A. on 1/10/2019 after the completion of the acquisition. Intralot Group consolidates for the first time in the financial statement of the first quarter of 2019 pursuant to IAS 28 paragraph 34. In March 2018 the subsidiary Intralot Capital Luxembourg S.A. absorbed its 100% subsidiary Intralot Finance Luxembourg S.A., and on November 2018 the subsidiary company Eurofootball Ltd absorbed its 100% subsidiary Eurofootball Print Ltd. In the third quarter of 2019, the Group increased its stake in Lotom S.A. to 84% from 60% through the acquisition of an additional percentage by minority shareholders. The entities, Loteria Moldovă S.A., Gameway Ltd, Intralot de Mexico Ltd, Intralot Services S.A., Beta Real Sp.Zoo, Polist Sp.Zoo, Umicid Ltd, Dowia Ltd, Intralot OOO, Entertainment Ltd and Gain Advance Group LTD are under liquidation process. The Group completed the liquidation and strike off of its subsidiaries Intralot Guatemala S.A. (January 2019), Gaming Solutions International Ltd (January 2019), Intralot Hong Kong Holdings Ltd (March 2019), Atropos S.A. (March 2019), Lebanese Games S.A.L. (May 2019), Poikis Ltd (May 2019), Loterias y Apostas de Guatemala S.A. (June 2019), Intralot Slovakia S.R.O. (June 2019), Intralot South Korea S.A. (September 2019), Nafrol S.A., Intralot St. Lucia Ltd (October 2019), Intralot Lotteries Ltd (December 2019), Intralot Technologies Ltd (December 2019) and White Eagle Investments Ltd (January 2020). In May 2019 liquidation and strike off of the associate Toplay S.R.L. was completed.
- Regarding capital structure, INTRALOT has retained Evercore Partners and Allen & Overy, as financial and legal advisors respectively, to review and implement strategic alternatives for the business. The strategic review process will include assessing all available financial and strategic options which may be available to optimize the Company's capital structure, with a view to best position the Company to capture growth opportunities in its key markets and maximize stakeholder value. In that regard, the Company and its advisors will seek to engage directly with its stakeholders in due course.
- Since 5/12/2019 the conditions under which Eurofootball Ltd was fully consolidated, according to IFRS 10, in the financial statements of INTRALOT Group ceased, and the company since then is consolidated under the equity method. (note 2.31.A of the annual financial statements)
- In January 2020, the Group announced that through its fully owned subsidiary Intralot Iberia Holdings SAU signed a binding term-sheet to acquire from Turkiye Bilgi Servisleri A.Ş., Global Bilgi Paz. Dan. ve Çarşı Servisi Hizm. A.Ş. and Turckel Satış ve Dijital İş Servisleri A.Ş. their total shareholding of 55% in Intralot Internet Teknoloji Yatırım ve Danışmanlık Ticaret A.Ş. ("Intetek") including all rights and liabilities to Intralot Iberia Holdings SAU. The respective transaction is expected to be completed within the second quarter of 2020 once the final share sale and purchase agreement ("SPA") is signed and necessary legal approvals are obtained. The final value of the transaction will be determined based on IFRS net book value of Intetek and no material impact is expected on our financial statements. (note 2.31.A.V)
- On July 24, 2018, the associate entity Gamnet Group S.p.A. (20%) announced that signed a binding contract for the acquisition of 100% of the share capital of GoldBet S.R.L. ("GoldBet"), an authorized gaming and betting company in Italy, that operates a retail network of 990 betting shops rights and holds the concession to collect online games and bets, including via mobile platforms. On October 9, 2018, announced that completed the acquisition GoldBet, (which, on the same day, was transformed into GoldBet S.p.A.). The purchase price of the acquisition was equal to approximately €273 million. Of this amount, approximately €242 million, net of certain costs incurred by the seller, was paid in cash on the closing date, with the remaining €31 million to be paid subsequently, as a deferred price component over a medium term period, subject to the fulfillment of certain conditions provided for in the acquisition agreement. The closing was subject to the occurrence of the usual conditions precedent for this type of transaction, including the prior approval of the Italian Competition Authority, which was received on September 17, 2018 and the authorization of the Customs and Monopolies Agency, which was received on August 2, 2018. The Group consolidated GoldBet for the first time in its financial statements of the first quarter of 2019 pursuant to IAS 28 paragraph 34, as the preparation and approval deadlines for the financial statements of Gamnet Group S.p.A. are later than those of the Intralot Group. In September 2019, the associate entity Gamnet Group S.p.A. (20%) bought 43,75% of the Italian start up company