

# Strong performance with significant progress in key markets



**Brian Mattingley**  
Chairman

I joined Playtech on the strength of its unrivalled technology offering, its expertise in online gaming and the calibre of its team. Since I joined, it is fair to say that there has been a great deal of activity, not only in terms of its strategic development but also with regards to approaches by parties interested in acquiring the Company or its B2B and B2C businesses separately. This has, of course, all taken place against a backdrop of various levels of lockdowns and restrictions related to COVID-19. Throughout all of this, I have been extremely impressed by the achievements of my colleagues, who have helped drive the continued strong performance of the business, while real strides have been made in terms of Playtech's governance and sustainability.

I would like to thank my Board colleagues, the Executive Management and the wider team, together with our advisers, who have worked tirelessly to deliver these excellent financial, operational and strategic results, against the backdrop of the pandemic and corporate activity.

## Strong performance underlined by progress in key global markets

I am very pleased to report the significant strategic progress Playtech made in its key markets throughout 2021.

- We continued to build our leadership position in Latin America with strong growth from Caliente in Mexico and Wplay in Colombia and signed a new agreement in Brazil.
- In the US, we signed and launched with Parx Casino, launched our Live Casino product in Michigan and New Jersey and secured new licences in additional states.
- We signed further strategic agreements including with Holland Casino in the Netherlands and with NorthStar Gaming in Canada.
- Snaitech had a very strong 2021 driven by continued outperformance from its online business and the reopening of retail locations in the second half of 2021.

## Sustainable Success and Board governance

One of my highest priorities when joining Playtech was to build a more robust corporate governance structure, befitting our status as the world's leading gambling software company. In September we reorganised the Board structure, with Ian Penrose becoming Senior Independent Director, John Krumins appointed as Chair of the Audit Committee and Anna Massion as Chair of the Risk Committee. In October, we welcomed Linda Marston-Weston, currently Head of the Transaction Tax team at accountancy firm Cooper Parry, to the Board as a Non-executive Director. Linda's 30 years' experience of working with UK and global businesses across corporate finance, strategy, tax, culture and leadership is invaluable to the Board, as is her passion for delivering diversity and inclusion initiatives. Linda is therefore ideally suited to act as Chair of our new Sustainability and Public Policy Committee and help to drive forward our "Sustainable Success" strategy.

● [Read more about Sustainable Success on page 14](#)

One of my ongoing priorities as Chairman is to continue to improve the diversity of the Board and also more broadly across the Group. At Non-executive level the Board is now 40% female but when including our CEO and CFO the Board composition falls to 29% female, and I acknowledge that this as an area that needs to be addressed. Playtech has been involved in takeover discussions since October 2021 and as such has not been in a position to further change the composition of the Board. This, of course, remains the case but the Board is committed to addressing Board composition as a priority matter at the appropriate time.

## Corporate transaction updates

### Offer and possible offer for Playtech

The Board remains confident in the positive long-term prospects for the Group and this is supported by the trading performance across both its core B2B and B2C businesses in 2021 and the strategic progress we have made in transitioning the business. The strong performance we have delivered is all the more notable given the intensity of the continuous corporate activity Playtech has been involved in throughout 2021, and which remains ongoing. I am deeply impressed by the dedication of all our employees and our management team in achieving this result, despite the additional workload and the uncertainty they have faced over the last year.

In October 2021 the Board recommended an all-cash offer from Aristocrat at a 58% premium to the prevailing share price. This offer was universally well received by shareholders at the time, but, ultimately, at the Court and General Meetings held on 2 February 2022, Aristocrat's proposal did not achieve the requisite 75% level of shareholder approval needed for its offer to progress.

Shortly after Aristocrat's proposal lapsed, Playtech received an approach by an investor group formed and advised by TTB Partners Limited expressing interest in making an offer for the Company. On 21 February 2022, Playtech announced that it had consented to a request from our CEO, Mor Weizer, to join TTB Partners' investor group in considering an offer for the Company and that an independent Board Committee had therefore been formed at Playtech which excludes our CEO from all matters relating to any possible offer from TTB Partners. Discussions with TTB Partners are ongoing, and there can be no certainty as to whether an offer for the Company will be announced, or the terms on which any offer might be made.

## Caliente/Calipay

As part of the disclosures made in relation to Aristocrat's proposed offer for Playtech, we confirmed that the Company had been exploring a possible transaction in relation to our agreement with Caliente which would allow it to enter selected US states on an accelerated basis. Should the transaction proceed to completion, Calipay would be acquired by a US listed special purpose acquisition company (SPAC) and it is also currently envisaged that the combined business of the SPAC and Calipay would enter into a long-term commercial agreement with a leading media partner. Under the proposed terms of the transaction, Playtech would continue to provide its software and services to Calipay in Mexico and extend this offering into the US and receive software and services fees. In addition, Playtech would become a holder of a material minority equity interest in the SPAC and would no longer receive its existing net adjusted revenues linked services fee (and cease to provide the related services) which it currently receives from Calipay. The gross revenues attached to this services fee for 2021 were approximately €49 million. Discussions between the parties involved remain ongoing, and whilst the opportunity remains an exciting one for Playtech, there can be no certainty that the transaction will proceed.



## Finalto

On 1 December 2021, shareholders approved the proposed disposal of our financials trading business, Finalto, to Gopher Investments. This disposal is now only subject to the required regulatory approvals, and, as far as Playtech is aware, remains on track for completion in Q2 2022. The disposal, once completed, will be a significant step in simplifying the Company.

## Looking ahead

As a global business, we are acutely aware of the impact of geopolitics and other macroeconomic shocks on our Company, and in particular on our colleagues. Just as global restrictions related to COVID-19 begin lifting, and we tentatively began contemplating the idea of living with a virus which has impacted us in so many ways, we are now faced with the prospect of further devastation and harm through the escalating conflict in Ukraine. Playtech has several hundred full time staff based in Ukraine and has been putting in place multi-layered support schemes for our people and their families, including evacuation where needed and providing accommodation and facilities for those who have needed to leave their country. We will continue to do all we can to support our affected colleagues.

As the leading technology company in the gambling industry, with an unrivalled quality and breadth of products, Playtech has a strong track record of growth, and the strategy and expertise to continue that growth for many years to come. That is in no small part down to the strength of our people, and we are extremely grateful to our staff for their commitment and expertise, which ultimately make Playtech the successful business it is.

**Brian Mattingley**  
Chairman  
24 March 2022