

izigroup[®]

Bond Issue

€30 Million Bond Issue



Investor Presentation

€30,000,000 5.5% unsecured bonds 2036 of a nominal value of €100 per bond

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IZIGROUP[®]

at glance

Established in 2004

With headquarters in Malta, and offices in Luxembourg, Austria and Brazil, the Group operates across all gaming verticals including **LOTTERY, CASINO, SPORTS BETTING, ELECTRONIC GAMING MACHINES** and **iGaming**.

Vision

To be an innovative and respected operator in the lottery and gaming entertainment industry and a valued partner in our communities.



Corporate Information



Historical Perspective

2004

IZI Group is founded

2010

Took over the operations of Dragonara Casino

2012

Launched the IZIBET retail network

2015

Johann Schembri acquires 100% ownership of Group

2016

iGaming arm launched via MGA licence

2021

Awarded 2nd Dragonara Casino concession after securing a long-term lease on the property

2022

IZI FINANCE plc established and first bond fully subscribed

2022

Awarded the National Lottery concession

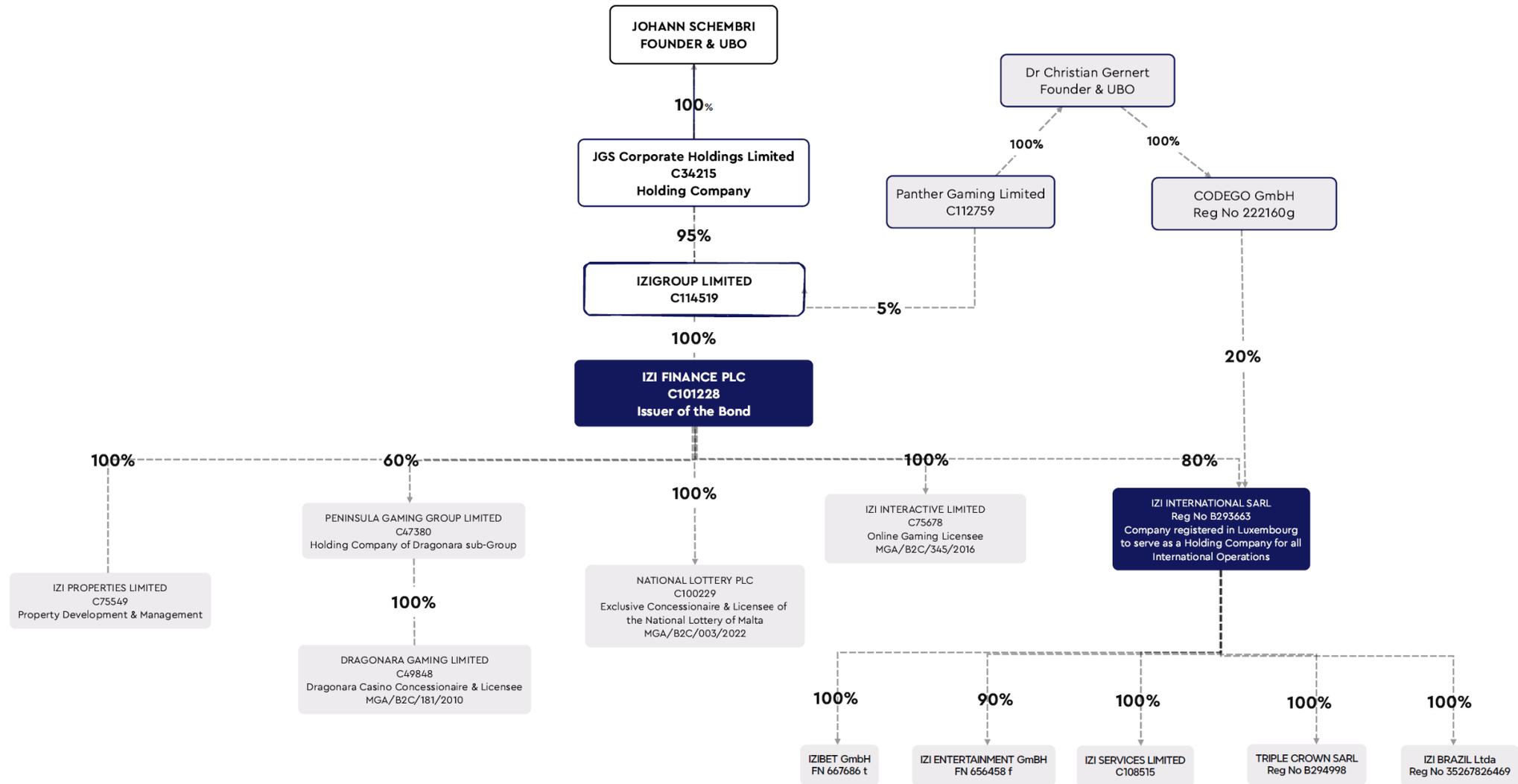
2024

Launch of HHR to serve as an international showcase

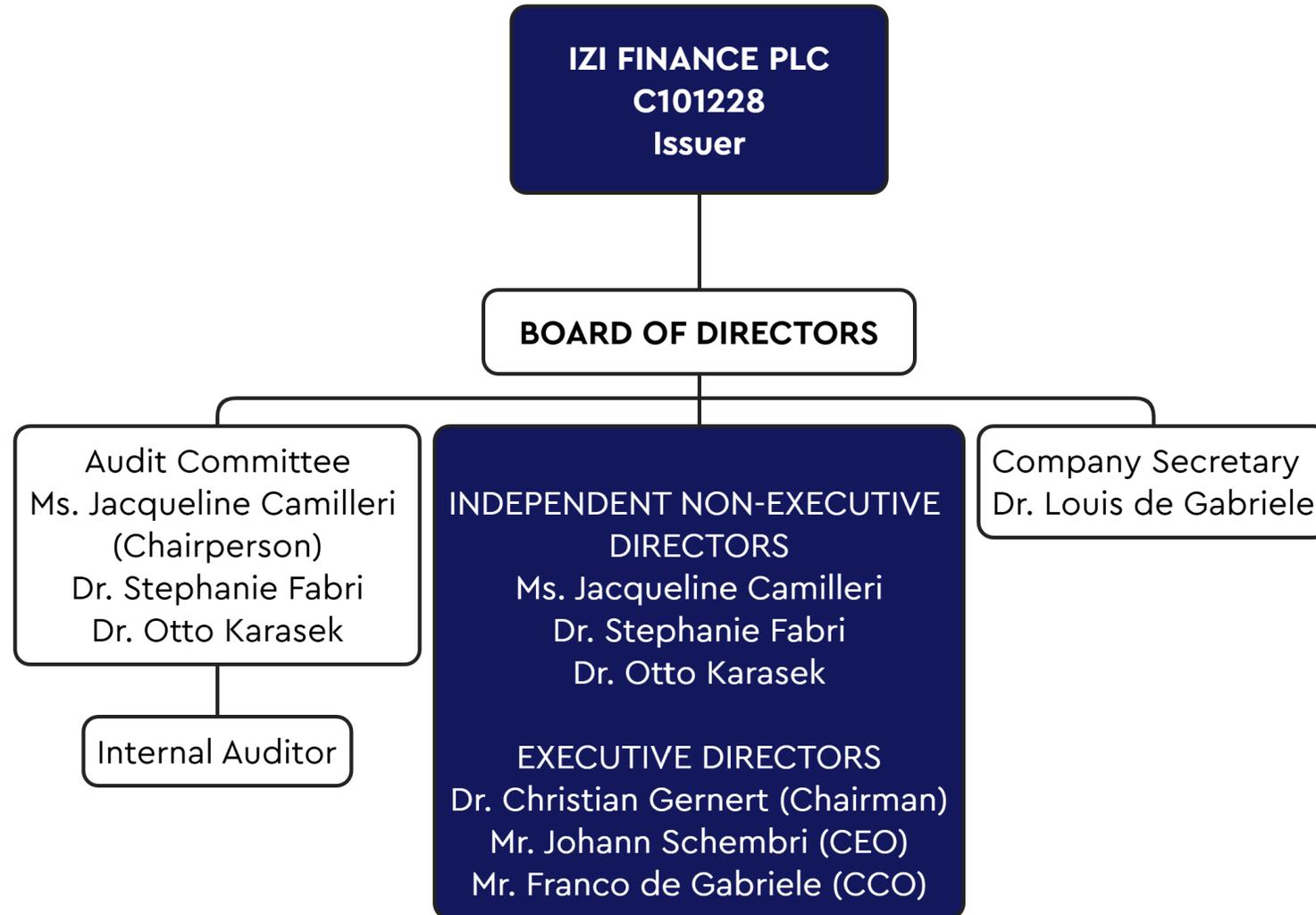
2025

IZI International SARL established

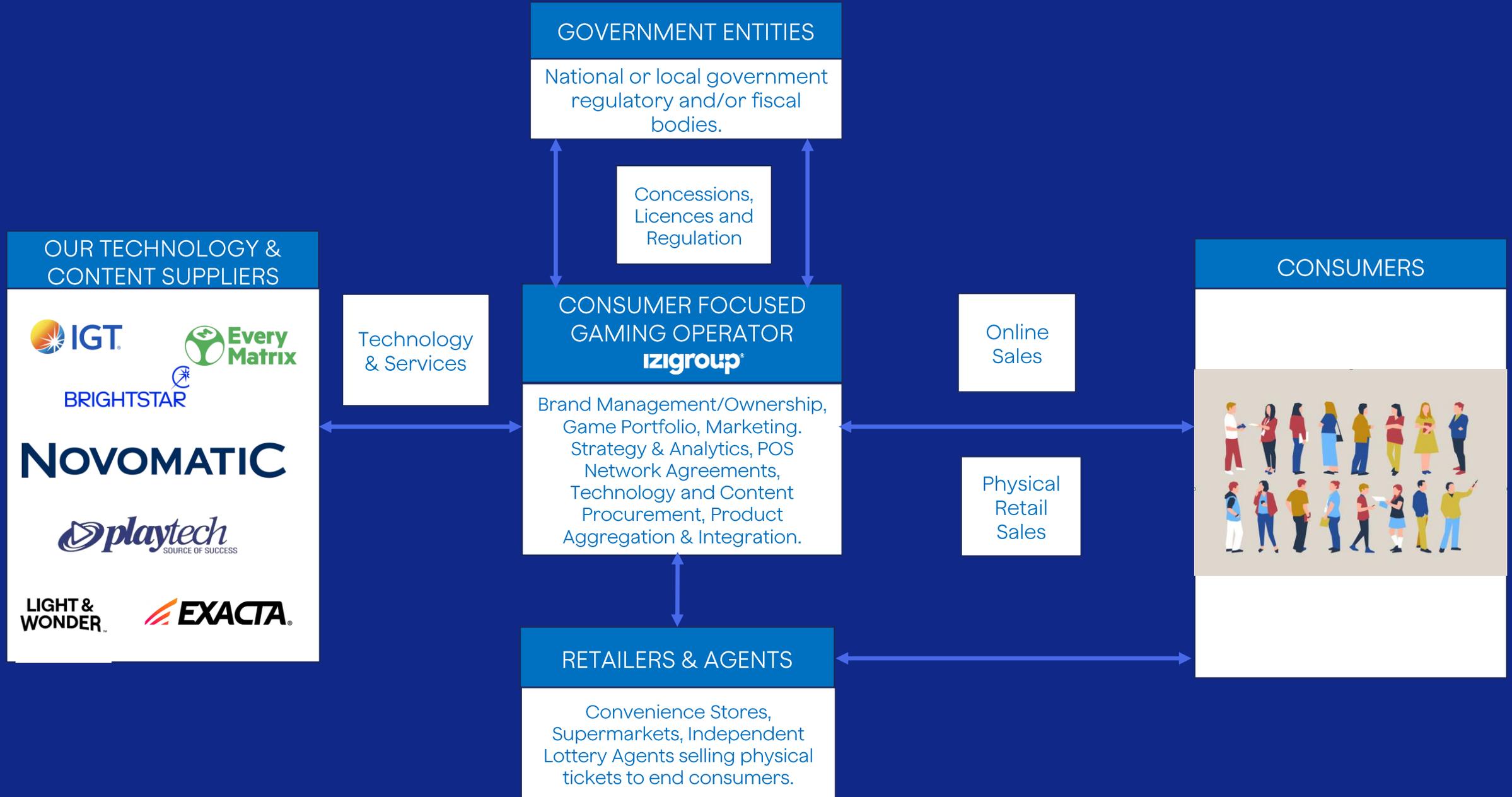
Corporate Structure



Governance Structure



Positioned in the sweet spot of the gaming ecosystem



WLA CERTIFIED LOTTERY OPERATOR



CERTIFICATE OF ACCREDITATION
Responsible Gaming Framework

This is to certify that
National Lottery plc
Malta

has met the criteria for achieving
Level 4 of the WLA Responsible Gaming Framework

and has been granted accreditation by the World Lottery Association in accordance with its agreement with the European State Lottery and Toto Association.

Certification date: January, 2024
This certificate is valid until: January, 2027

Rebecca Paul
Rebecca Paul
WLA President

Lynne Rolter
Lynne Rolter
WLA Secretary General



RG-LM2-2406



CERTIFICATE OF CONFORMANCE
WLA Security Control Standard
Level 2

This is to certify that
National Lottery plc
National Lottery plc, Headquarters:
The Quad Central, 03, Level 11, Triq L-Esportaturi, Zone 1, Central Business District, Birkirkara, CBD 1040, Malta
National Lottery plc, Logistics Centre:
Warehouse 6, San Gwarkin Street, Zone 4, Central Business District, Birkirkara, CBD 4030, Malta
National Lottery plc, Live Draws Studio:
PBS TV House, 9 Triq Bordin, Tal-Pieta', PTA 1235, Malta

has met the criteria established by the
WLA Security Control Standard: 2020
and has been certified by the World Lottery Association*.

This certification stipulates that the requirements of ISO/IEC 27001 are met, together with the additional security requirements set forth by the WLA, including the Lottery and Gaming Specific Security and Integrity controls. These WLA security requirements are subject to the following scope:

All functions related to the Corporate Services, Management, Operations and Support of National Lottery plc and the Lottery/Gaming Systems for all licensed games provided either through land-based and/or interactive channels.
As per the Statement of Applicability of [10/04/2024] (Ver 1.0)

WLA-SCS certificate number: SCS2-LM3-2488
WLA-SCS initial certification: 2024-10-02
WLA-SCS latest revision: 2024-10-02
WLA-SCS expiry date: 2027-10-02
Assessment Service Entity: TÜV HELLAS (TÜV NORD) SA
282, Mesogeion Ave. 15562 Hologargos Athens Greece

Lawrence Lim Swee Lin
Lawrence Lim Swee Lin
WLA SRMC Chair

Luca Esposito Poleo
Luca Esposito Poleo
WLA Executive Director

* The ongoing validity of this certificate is dependent upon the positive outcome of each mandatory annual audit.

CERTIFICATE OF CONFORMANCE
WLA Security Control Standard
Level 2

The WLA-SCS certified organization holds a valid ISO/IEC 27001 certificate.

ISO/IEC 27001 certificate number
048240023
ISO/IEC 27001 latest revision
2024-09-17
ISO/IEC 27001 expiry date
2027-09-16
Assessment Service Entity
TÜV HELLAS (TÜV NORD) SA

Historic Financial Performance

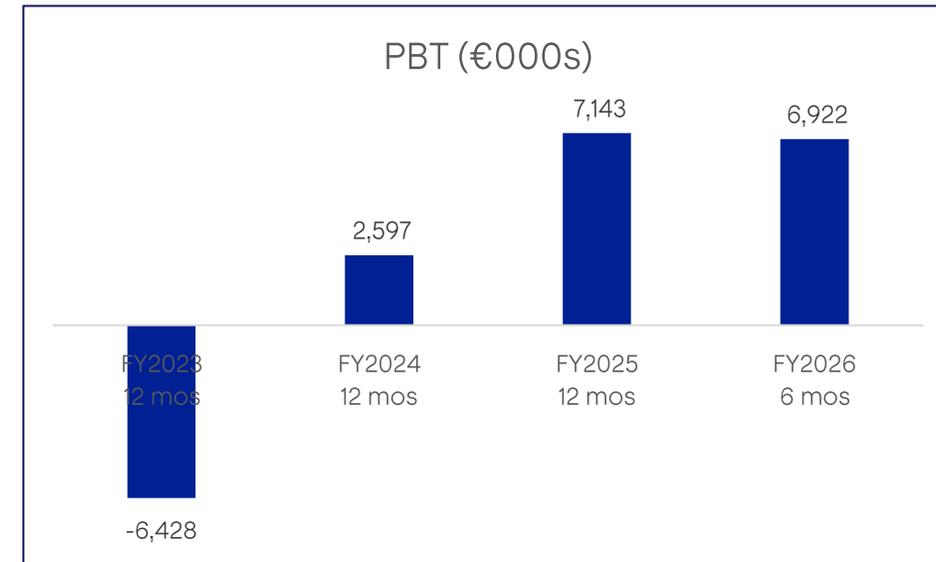
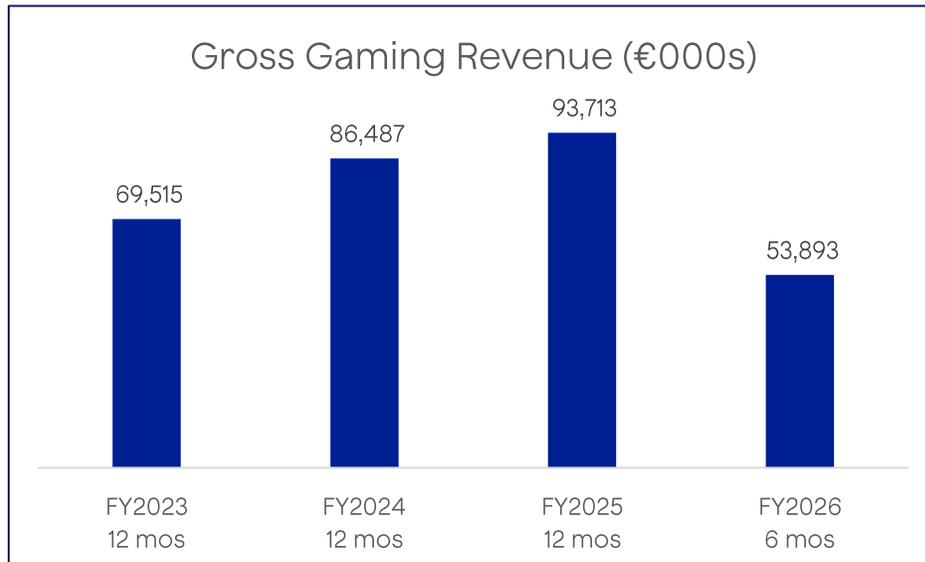


Financial Results and Outlook

Group Financials – FY2023 – FY2026 (6 months)

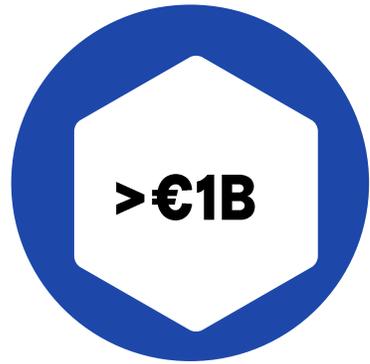
Extract of Consolidated Statement of Comprehensive Income

€000s	FY2023 Audited 12-months	FY2024 Audited 12-months	FY2025 Audited 12-months	FY2026 Interim 6-months
Turnover	660,248	796,149	919,989	560,879
GGR	69,515	86,487	93,713	53,893
Total Revenue	70,087	87,020	94,250	54,252
EBITDA	13,789	23,195	28,907	18,090
PBT	(6,428)	2,597	7,143	6,922



Financial Strength and Momentum

Strong and Consistent Financial Performance since taking over the operation of the National Lottery leading to record performance in FY2026 interim results (6 months). Sustained growth expected, leading to record performance in FY2026.



**FY2026
GROUP
PROJECTED
TURNOVER**



**FY2026
GROUP
PROJECTED
GGR**



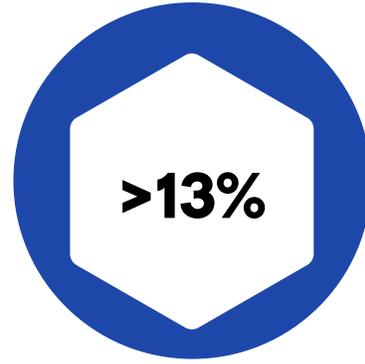
**FY2026
GROUP
PROJECTED
EBITDA**



**FY2026
GROUP
PROJECTED
PBT**



**FY2026
GROUP
PROJECTED CASH
FROM
OPERATIONS**



**GROUP
PROJECTED
GGR
CAGR***

*Group Projected Gross Gaming Revenue CAGR of 13% for the period FY2023-FY2026.

Extract of Consolidated Statement of Financial Position

€000s	FY2023 Audited	FY2024 Audited	FY2025 Audited	FY2026 Interim
ASSETS				
Non-Current Assets	264,065	258,589	248,114	243,408
Current Assets	14,964	10,302	11,210	22,084
Total Assets	279,029	268,890	259,325	265,492
EQUITY				
Share Capital	80,000	80,000	80,000	80,000
Retained Earnings	(5,652)	(4,643)	(2,556)	816
Equity attributable to the parent	74,348	75,357	77,444	80,816
Non-controlling interest	6,996	7,782	8,319	9,692
Total Equity	81,344	83,139	85,764	90,508
LIABILITIES				
Non-current liabilities	163,711	155,669	145,112	141,358
Current Liabilities	33,975	30,082	28,450	33,626
Total Liabilities	197,686	185,751	173,561	174,984
Total Equity & Liabilities	279,029	268,890	259,325	265,492

Group Statement of Cashflow Position

€000s	FY2023 Audited 12-months	FY2024 Audited 12-months	FY 2025 Audited 12-months	FY 2026 Interim 6-months
Net cash from operating activities	17,185	23,450	28,370	19,169
Net cash used in investing activities	(55,704)	(13,617)	(16,292)	(6,954)
Net cash from / (used in) financing activities	31,218	(14,514)	(11,932)	(1,805)
Net change in cash & cash equivalent	(7,300)	(4,681)	146	10,410
Cash & cash equivalent beginning period	18,869	11,569	6,888	7,034
Cash & cash equivalent end of period	11,569	6,888	7,034	17,444

€17.4M

Closing Cash Position as
at 31 Dec 25*

*The cash balance as of 31st December 2025 includes **€4M** injected as share capital into the Group's subsidiary. This amount represents share capital invested but not yet utilised as of 31st December 2025 by the said subsidiary.

Financial Ratio Analysis	FY2023 Audited 12-months	FY2024 Audited 12-months	FY2025 Audited 12-months	FY2026 Interim 6-months*
<u>Profitability & Operating Efficiency</u>				
EBITDA Margin <i>(EBITDA / Total Revenue)</i>	19.7%	26.7%	30.7%	33.3%
Net Profit Margin <i>(Net Profit after Tax / Total Revenue)</i>	N/A	2.1%	4.7%	7.9%
Return on Equity <i>(Net Profit after Tax / Average Equity)</i>	N/A	2.2%	5.3%	4.9%*
Return on Capital Employed <i>(Net Profit after Tax / Average Capital Employed)</i>	N/A	0.7%	1.9%	1.9%*
<u>Debt Servicing & Financial Strength</u>				
Interest Cover Ratio <i>(EBITDA / Net finance costs)</i>	2.8X	4.5X	6.1X	7.6X
Net Gearing Ratio <i>(Net debt / [Net Debt + Total Equity])</i>	44.8%	43.4%	40.8%	35.2%
Net Debt to EBITDA <i>(Net Debt / EBITDA)</i>	4.8X	2.8X	2.0X	2.7X
<u>Liquidity</u>				
Current Ratio <i>(Current Assets / Current Liabilities)</i>	0.4X	0.3X	0.4X	0.7X
Cash Ratio <i>(Cash & cash equivalents / Current Liabilities)</i>	0.3X	0.2X	0.2X	0.5X

Reference Market & Market Trends



IZIGROUP

**Land-based
gaming**

**A robust
business
model
delivering
strong ROI**

**A long-term
business
model with
high
barriers to
entry**

Reference Market

Malta

International

Market Trends

Post Covid-19 market trends in Malta

Key trends in the local land-based gaming industry in Malta since 2019.

€124M

Market Size

€61.4M

Casino Market

€59.8M

National Lottery*



Source: Malta Gaming Authority (MGA)

**National Lottery GGR constitutes all revenue generated from Draw-Based Games, Instant Scratch Cards, Virtual Sports Betting, Sports Betting, and Electronic Gaming Machines. Bingo while operated under the National Lottery is considered as a different revenue segment.*

• Market Size

The land-based gaming industry in Malta grew from €107M in 2019 to €124.6M in 2024, a CAGR of 3%.

• Lottery

The GGR from the operation of the NL grew by 50% from €39.9M in 2019 to €59.8M in 2024, a CAGR of 8.5%.

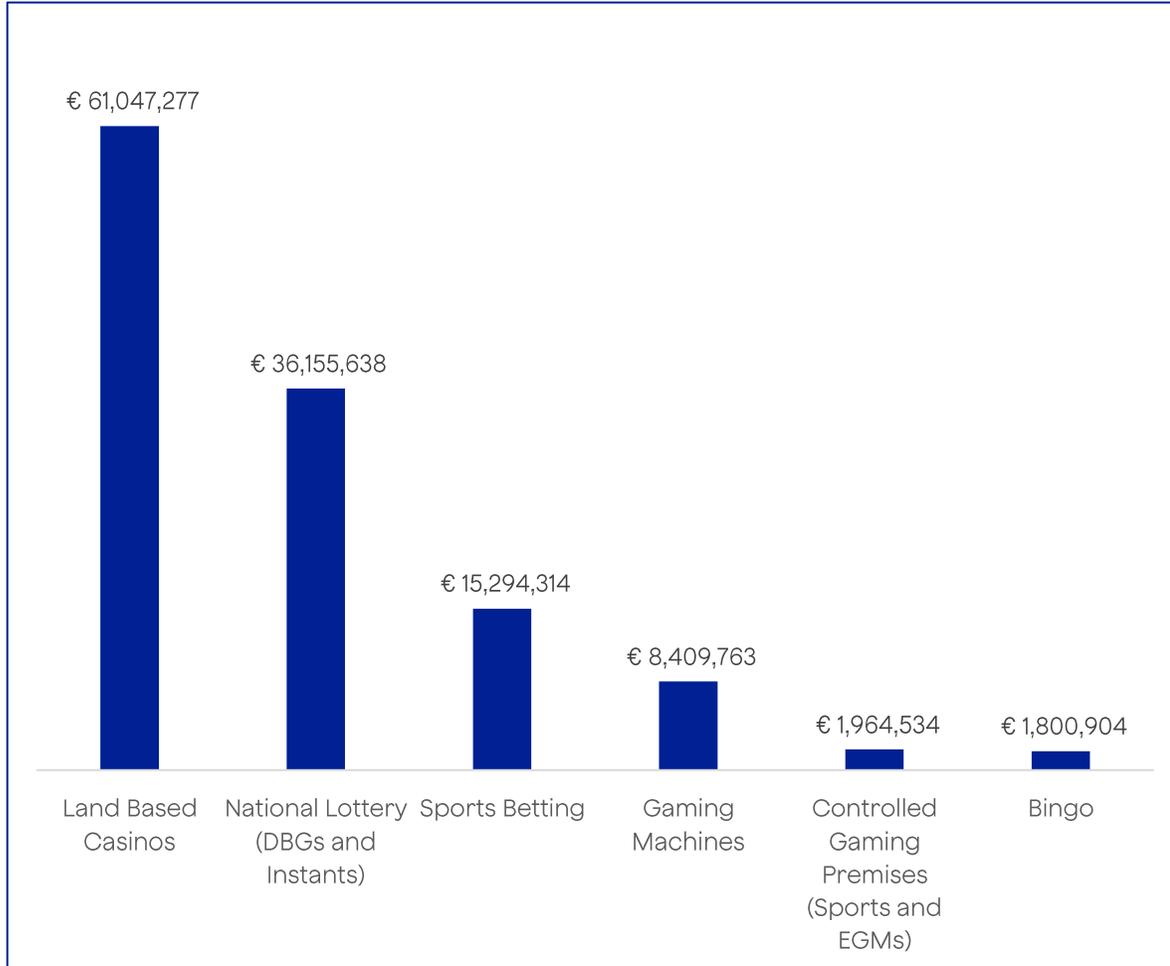
• Casino

The GGR from land-based casinos grew by 15% from €51.8M in 2019 to €61M in 2024, a CAGR of 3.5%.

• Sports Betting

Sports betting is a fast-growing segment, growing from €10.4M in 2019 to €17.1M in 2025, a CAGR of 9%.

Land-based Gaming GGR CY2024:



Source: MGA Annual Report 2024.

Land-based Gaming Market

Market Size and Market Share

€124.6M

The land-based gaming market in Malta grew from €107M in 2019 to €124M in CY2024.

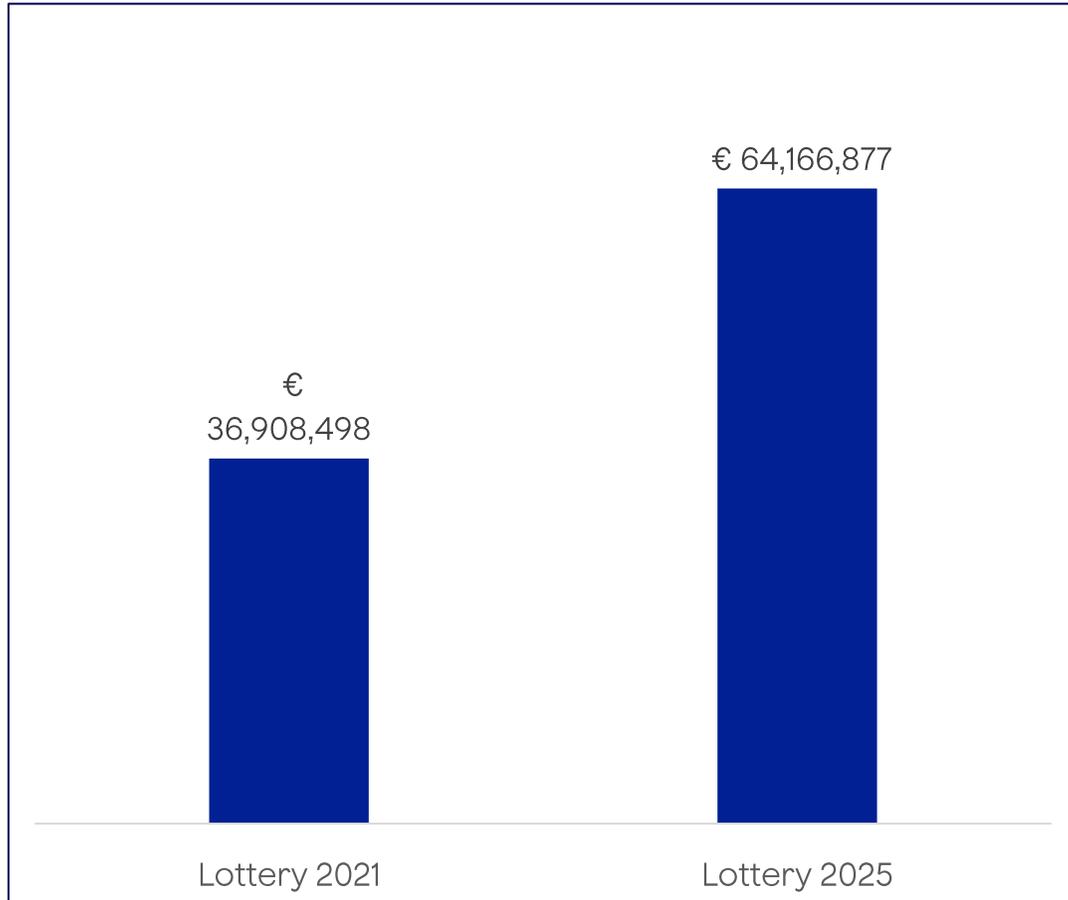


67.5%

IZIGROUP enjoyed a market share equal to 67.5% of the total land-based gaming market in CY2024.



Lottery GGR FY2025:



Source: MGA Annual Report and World Lottery Association (WLA) 2024 Compendium and National Lottery plc Management Accounts.

Lottery

Draw-based Games, Instant Scratch Cards, Sports Betting & Electronic Gaming Machines

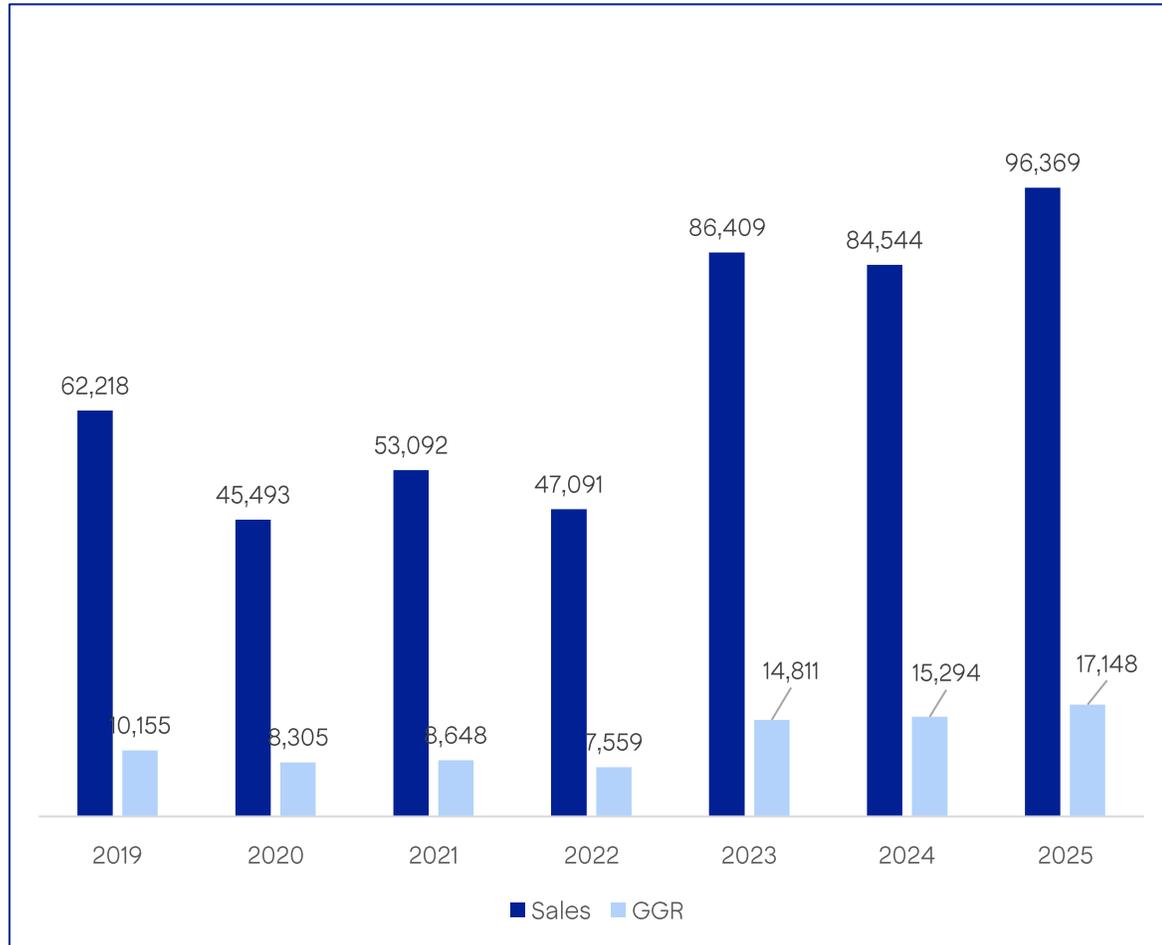
The GGR from the operation of the NL grew by 75.8% from €36.4M in 2019 to €64.1M in 2025, a CAGR of 15.2%. Malta is ranked within the top 10 lotteries worldwide in terms of Draw-based Games GGR per capita.

€64.1M

Lottery GGR in FY2025.



Sports betting Sales & GGR 2019 – 2025 in €000's



Source: National Lottery plc Management Accounts. 2025 Sales and Turnover CY2025

Sports Betting

Pre-Match, In-Play, Tote and Virtual Sports

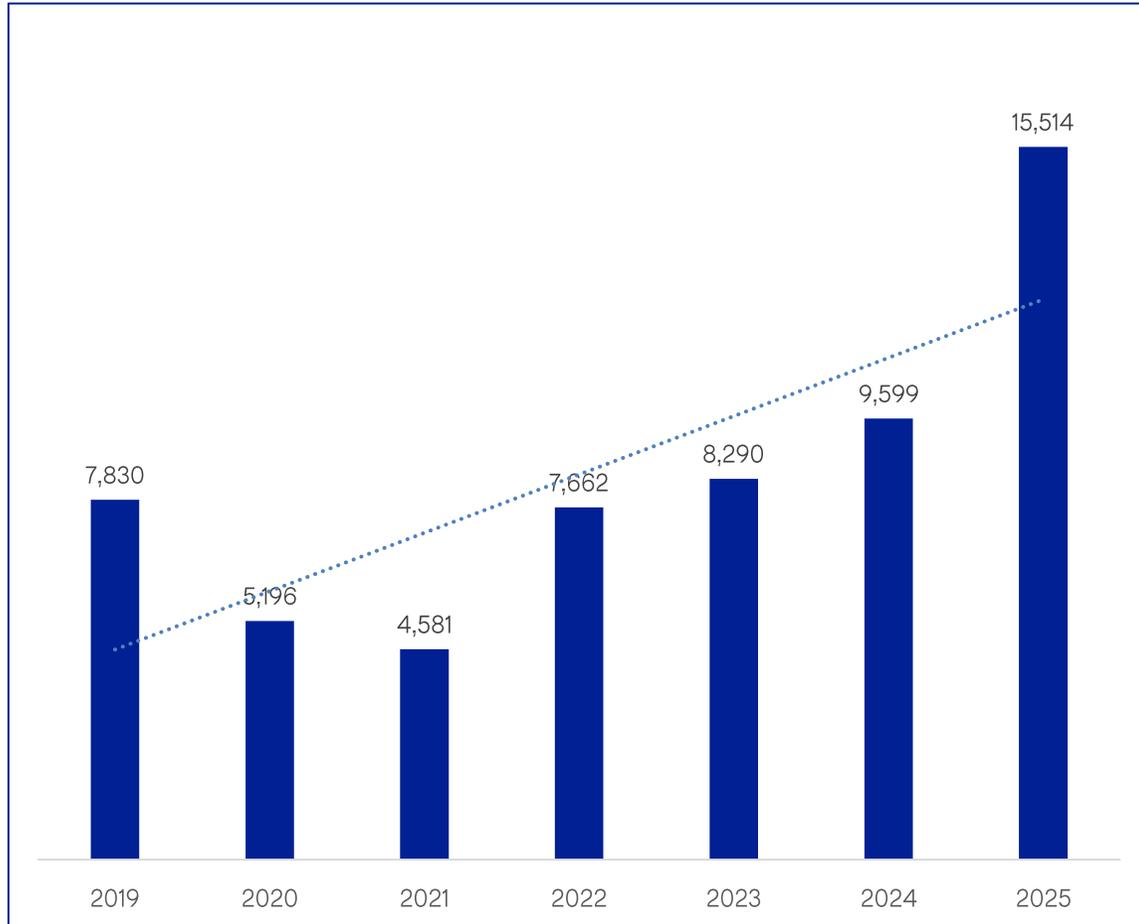
Sports betting registered CAGR of 9% since 2019. The total GGR generated from Sports betting in 2025 was €17.1M compared to €10.1M in 2019. Malta has the highest GGR per capita across all EU27 lottery operators. IZIBET, the National Lottery sports betting brand, market share stood at 97% in CY2025.

€17.1M

Sports betting GGR in CY2025.



Gaming Machines GGR since 2019 in €000s



Source: National Lottery plc Management Accounts. 2025 Sales and Turnover CY2025).

Gaming machines

EGMs / VLTs / HHR

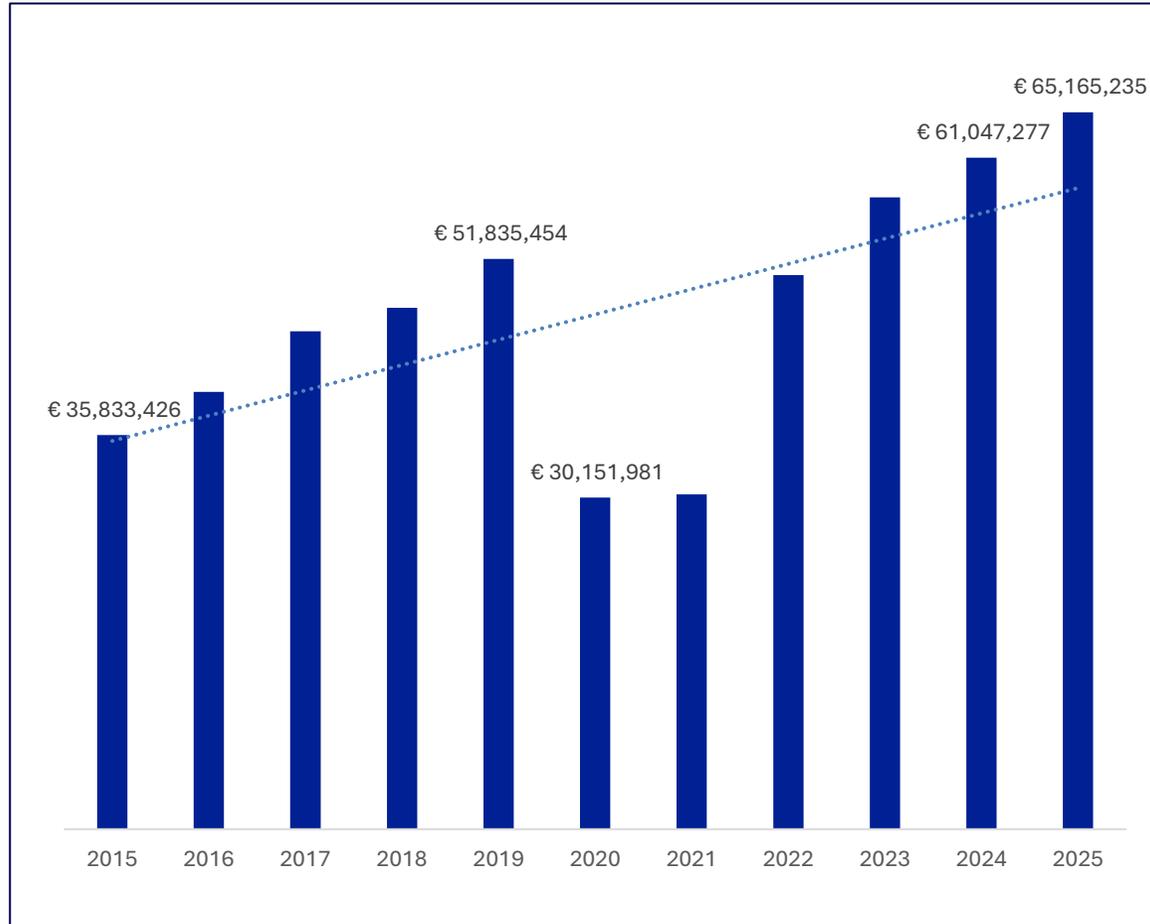
The total GGR from Gaming Machines has grown from €7.8M in 2019 to €15.5M in 2025. Product Innovation, enhanced distribution and the launch of the first ever HHR product outside the USA, are the key contributing factors for market growth. NL has doubled the monthly average GGR since 2023 from €511K per month to €1,292K per month in 2025.

€15.5M

Gaming Machines outside of casinos GGR in CY2025, with NL enjoying an estimated market share of 92%.



Land-based Casino GGR since 2015



Source: MGA Monthly Statistics. 2025 Sales and Turnover issued in February 2026.

Casinos

Land-based Casinos

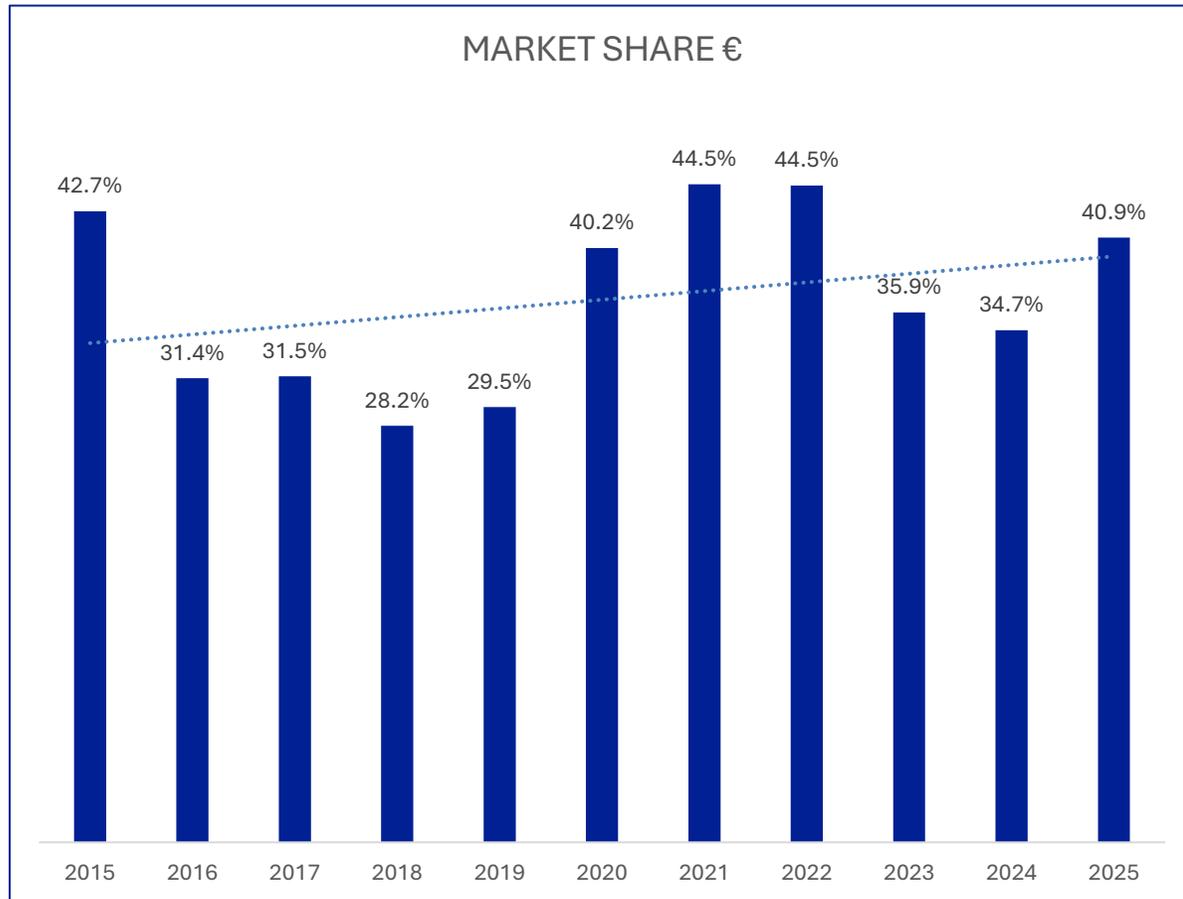
Land-based casinos constitute circa 50% of the total land-based gaming market in Malta, having grown from €51.8M in 2019 to €65M in 2025, a CAGR of 6%.

€65M

Land-based casino GGR in
CY2025.



Dragonara Casino Market Share since 2015



Source: Dragonara Gaming Ltd. Management Accounts. 2025 Sales and Turnover (11 months till November 2025)

Dragonara Casino

Land-based Casinos

Dragonara Casino enjoys a 41% market share in the land-based casino segment.

41%

Dragonara Casino market share in 2025.



International Opportunities



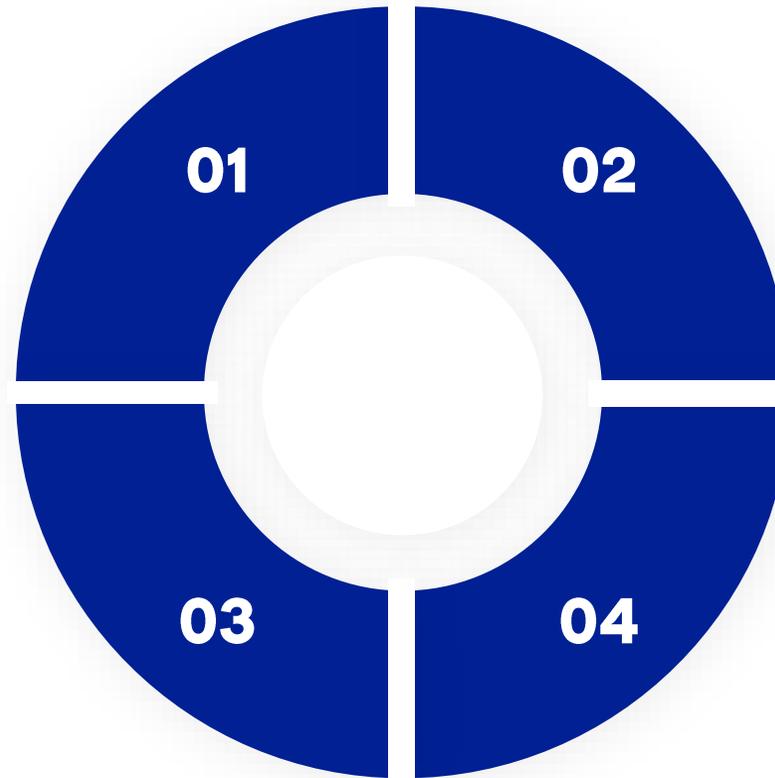
Internationalisation Strategy Rationale

Regulatory & Licensing Frameworks

Opportunities emerging from concession-driven opportunities that offer clear licensing frameworks.

Partnerships & Brand

Ability to establish collaborations with reputable partners and creating strong brand equity in the process.



Market Analysis & Fit

A positive fit in terms of player behaviour, preferences and culture towards gaming, for specific products and market segments.

Financial & Tax Implications

Currency exposure, taxation, profit repatriation and financial compliance as the bedrock for a profitable and sustainable business model.



European Gaming Market

Gambling Market Revenue 2019 - 2029

The European gambling market is expected to continue its growth trajectory reaching €149.2 billion by 2029.

→ Land-based Market Size

The land-based gaming market is expected to grow from €75.5 billion in 2024 to an estimated €82.4 billion in 2029.

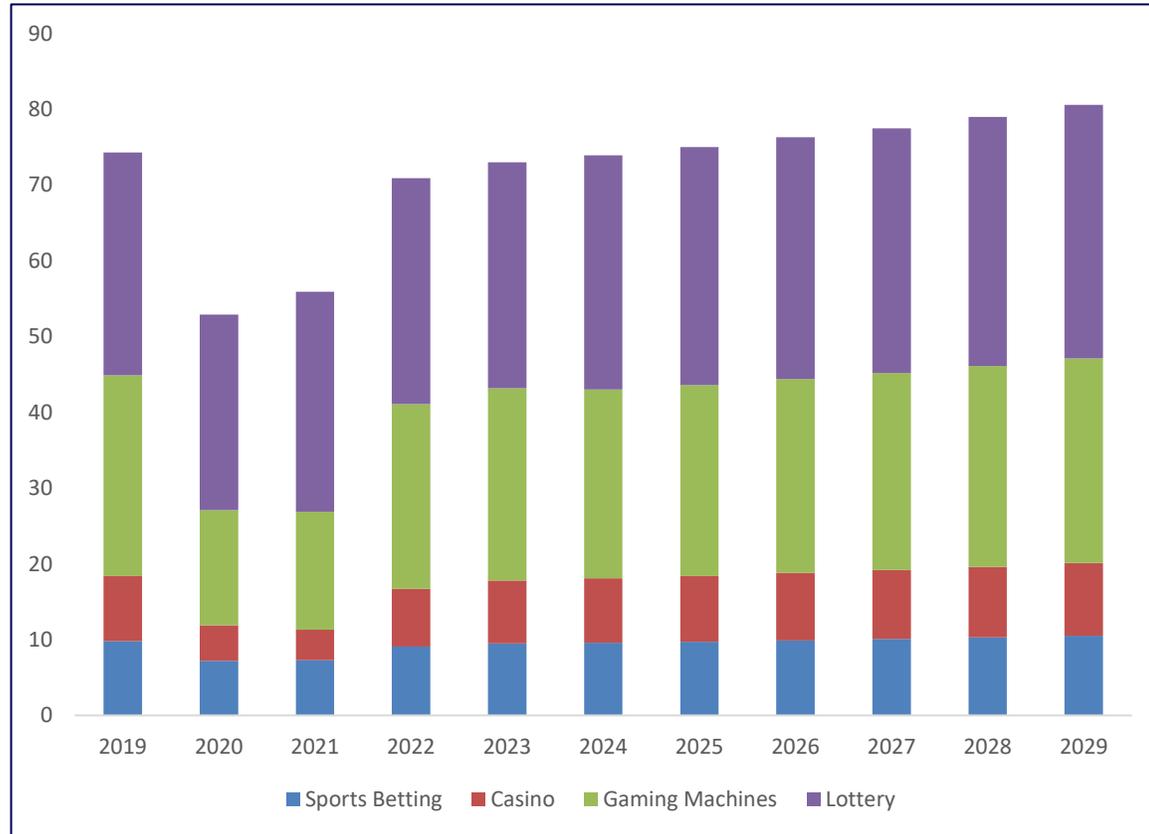
→ Land-based Gaming Growth Outlook

Lottery remains the largest product vertical at €30.9 billion in 2024, expected to grow at 1.7% annually, while Sports betting is showing the strongest growth potential with projected annual growth rates of 2.5%.

→ Land-based Gaming Product Share

Lottery products dominate Europe's land-based gaming market, generating 41% of total GGR. This is followed by EGMs at 33% and Casinos at 11%, respectively.

Land-based Gaming GGR 2019 – 2029 in €B:



Source: European Gaming and Betting Association

Market Size

European Land-based Gaming Market

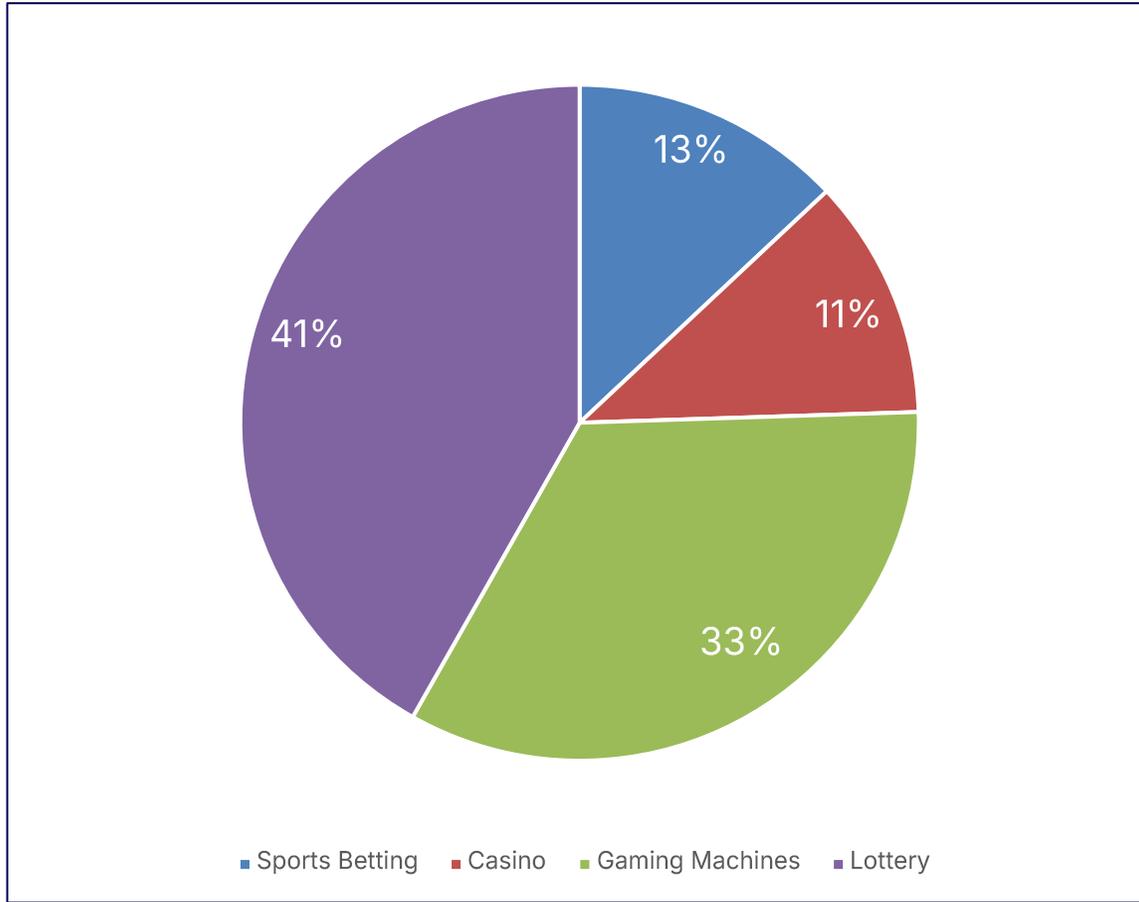
The European land-based gaming industry is expected to grow from €75.5B in 2024 to an estimated €82.4B in 2029.

€82.4B

Projected land-based gaming
GGR in 2029.



Land-based Gaming GGR by Product:



Source: EGBA: European Gaming & Betting Association

Product Share

European Land-based Gaming Market

The European land-based gaming industry is expected to grow from €75.5B in 2024 to an estimated €82.4B in 2029.

44%

Share of Casino and EGMs
outside of casinos.



Bond Issue



€30 Million, 5.5% Unsecured Bonds 2036

At a nominal value of €100 per bond issued at par

Advisory Team

Sponsor and
Co-Manager

Rizzo Farrugia &
Co. (Stockbrokers)
Ltd

Co-Manager &
Registrar

Bank of Valletta
plc

Legal Counsel

Camilleri Preziosi

Financial Advisers

Grant Thornton

Bond Key Terms

Description	Terms
ISSUER	IZI FINANCE PLC
SIZE	€30 MILLION
COUPON	5.5%
TENOR	10 YEARS
OFFER PERIOD	March 3 - 24
REDEMPTION	2036
MIN. APPLICATION AMOUNT	€2,000 (multiples of €100)
INTEREST PAYMENT	Annually
RANKING	UNSECURED Issuer may issue additional debt in the future

Use of Proceeds



CONCESSION

€23M

To strengthen the Group's financial position and provide the capacity to pursue identified international growth initiatives. This includes the evaluation and execution of strategic partnerships, entry into new markets and the development of potential new ventures, in line with the Group's long-term growth strategy.

REFINANCING

€4M

Repayment of a Bank of Valletta loan facility granted to IZI Finance plc in connection with the implementation of the Group's growth and early-stage international expansion initiatives .

CORPORATE FUNDING

€2.5M

Allocated for general corporate funding purposes of the Group, providing flexibility for working capital and international strategic initiatives.

→ Strategic Rationale

To finance the internationalisation pathway of IZIGROUP.

Extending the proven model beyond Malta to tap into larger scale business opportunities.

Leveraging the expertise of the local market to unlock international growth and reinforce the Group's financial strength.

Proven Foundation in Malta

1. Operational excellence and governance
2. Deep regulatory and market expertise
3. Strong and proven business model
4. Strong financial performance

International Markets

1. Replication of the Malta success model
2. Export of technology and operational know-how
3. Partnership-driven market entry
4. Scalable and sustainable revenue growth

Projections



IZIGROUP

Projected Consolidated Revenues - IZIGROUP

→ Total Group Income

- Total Group revenue is projected to ramp up surpassing the **€100M mark in FY2026** and to continue to grow further over time **driven by:**
 1. Conservative Growth across existing revenue streams.
 2. Contribution from international expansion.

→ National Lottery

- GGR projected to grow in line with inflation.
- Projections assume renewal of the NL concession for a further 10-year term post **FY2033**.

→ Dragonara Casino

- GGR projected to grow in line with inflation.
- Projections assume renewal of the Dragonara Casino for a further 10-year term post **FY2034**.

→ iGAMING

- Fastest growing segment between FY2023 & FY2025.
- GGR projected to grow 7% Y-O-Y.

→ International

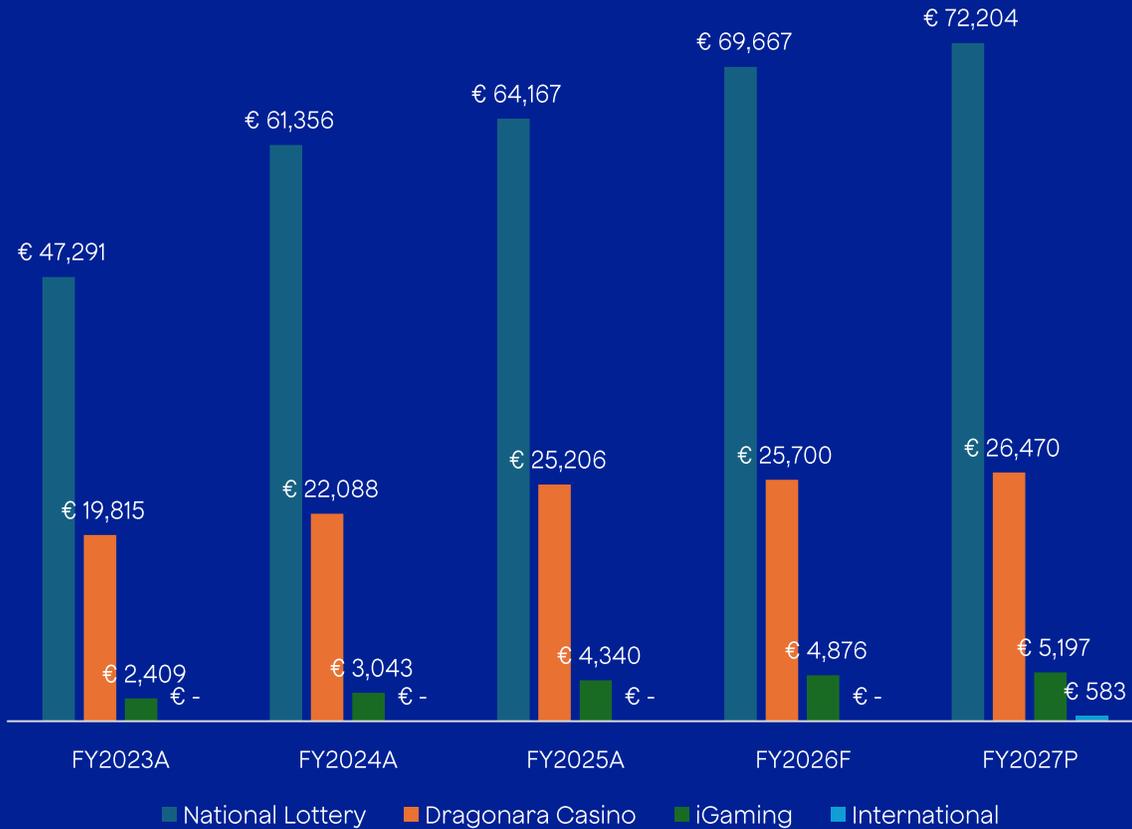
- International revenue projections are based on detailed analysis of market trends and the opportunities identified by the Group.
- The first of these international opportunities is currently expected to launch in FY 2027, with revenues projected to grow progressively as operations are established and the Group's international footprint expands.

Projected Consolidated GGR - IZIGROUP

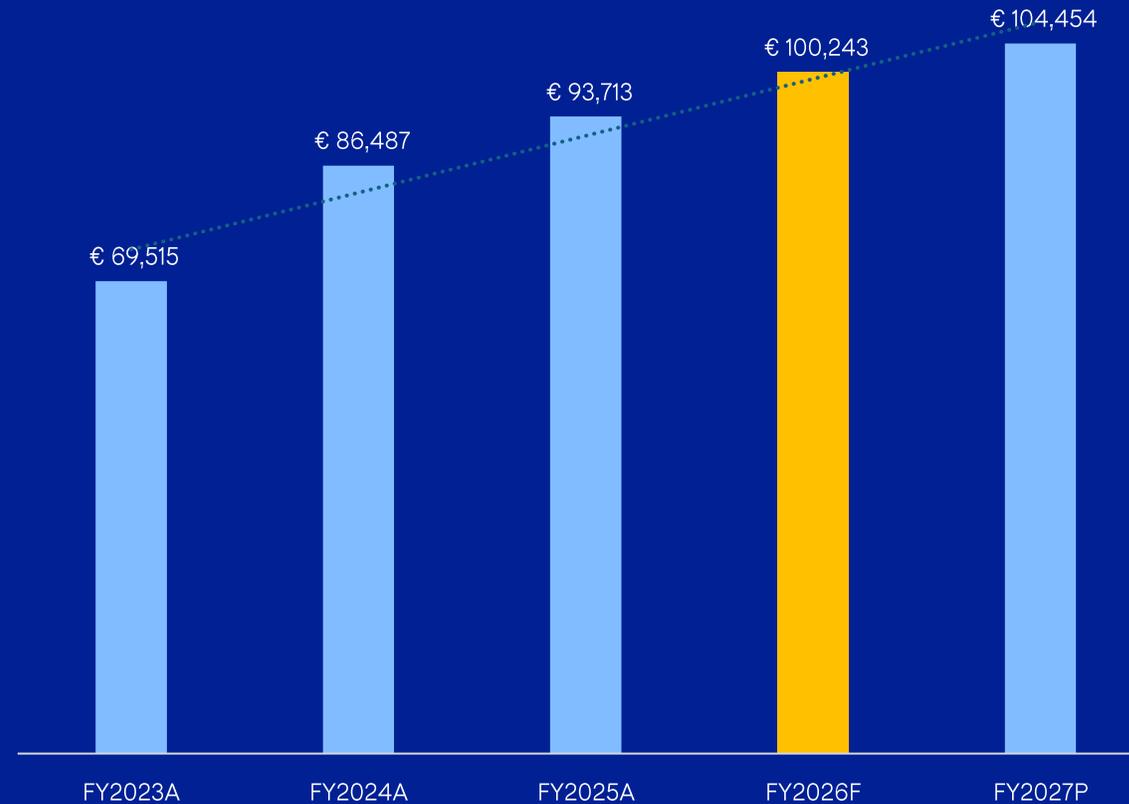
€000	FY2023A	FY2024A	FY2025A	FY2026P	FY2027P
Gross gaming revenue (GGR)					
National Lottery	47,291	61,356	64,167	69,667	72,204
Dragonara Casino	19,815	22,088	25,206	25,700	26,470
iGaming	2,409	3,043	4,340	4,876	5,197
International	-	-	-	-	583
Total GGR	69,515	86,487	93,713	100,243	104,454

Projected Consolidated Revenues - IZIGROUP

Projected GGR - IZIGROUP (€000s)



Projected Total GGR - IZIGROUP (€000s)



Extract of PROJECTED Consolidated Statement of Comprehensive Income

€000s	FY2023 Audited 12-months	FY2024 Audited 12-months	FY2025 Audited 12-months	FY2026 Forecast 12-months	*FY2027 Projected 12-months
Turnover	660,248	796,149	919,989	1,017,125	1,062,789
GGR	69,515	86,487	93,713	100,243	104,454
Total Revenue	70,087	87,020	94,250	100,971	105,354
EBITDA	13,789	23,195	28,907	31,223	30,534
PBT	(6,428)	2,597	7,143	8,478	6,098

FY2027 reflects initial international expansion phase; temporary profitability impact driven by start-up investments, while Maltese operations remain strong and stable

€000s	*FY2027 Projected 12-months Malta	*FY2027 Projected 12-months International	*FY2027 Projected 12-months
Turnover	1,050,789	12,000	1,062,789
GGR	103,871	583	104,454
Total Revenue	104,771	583	105,354
EBITDA	32,874	(2,340)	30,534
PBT	10,059	(3,961)	6,098

Extract of PROJECTED Consolidated Statement of Financial Position

€000s	FY2023 Audited	FY2024 Audited	FY2025 Audited	FY2026 Forecast	FY2027 Projected
ASSETS					
Non-Current Assets	264,065	258,589	248,114	259,840	245,182
Current Assets	14,964	10,302	11,210	22,325	31,387
Total Assets	279,029	268,890	259,325	282,165	276,569
EQUITY					
Share Capital	80,000	80,000	80,000	80,000	80,000
Retained Earnings	(5,652)	(4,643)	(2,556)	1,656	3,791
Equity attributable to the parent	74,348	75,357	77,444	81,656	83,791
Non-controlling interest	6,996	7,782	8,319	9,327	9,700
Total Equity	81,344	83,139	85,764	90,983	93,491
LIABILITIES					
Non-current liabilities	163,711	155,669	145,112	163,737	155,836
Current Liabilities	33,975	30,082	28,450	27,445	27,242
Total Liabilities	197,686	185,751	173,561	191,182	183,078
Total Equity & Liabilities	279,029	268,890	259,325	282,165	276,569

PROJECTED Group Statement of Cashflow Position

€000s	FY 2023 Audited 12-months	FY 2024 Audited 12-months	FY2025 Audited 12-months	FY2026 Forecast 12-months	FY2027 Projected 12-months
Net cash from operating activities	17,185	23,450	28,730	33,663	33,550
Net cash used in investing activities	(55,704)	(13,617)	(16,292)	(38,808)	(10,560)
Net cash from / (used in) financing activities	31,218	(14,514)	(11,932)	16,217	(13,875)
Net change in cash & cash equivalent	(7,300)	(4,681)	146	11,072	9,115
Cash & cash equivalent beginning period	18,869	11,569	6,888	7,034	18,106
Cash & cash equivalent end of period	11,569	6,888	7,034	18,106	27,221

•The Cash balances primarily generated from [Maltese operations](#) and being accumulated to support repayment of the bond maturing 14 April 2029.

•The restricted cash within non-current assets, reflects the allocation for strategic expansion rather than day-to-day operational use.

+ €26M **+ €22M**

Restricted cash
as at 30 June
2026.

Restricted cash
as at 30 June
2026.

Projected Financial Ratio Analysis

	FY2023 Audited 12-months	FY2024 Audited 12-months	FY2025 Audited 12-months	FY2026 Forecast 12-months	FY2027 Projected 12-months
<u>Profitability & Operating Efficiency</u>					
EBITDA Margin <i>(EBITDA / Total Revenue)</i>	19.7%	26.7%	30.7%	30.9%	29.0%
Net Profit Margin <i>(Net Profit after Tax / Total Revenue)</i>	N/A	2.1%	4.7%	5.1%	2.4%
Return on Equity <i>(Net Profit after Tax / Average Equity)</i>	N/A	2.2%	5.3%	5.8%	2.7%
Return on Capital Employed <i>(Net Profit after Tax / Average Capital Employed)</i>	N/A	0.7%	1.9%	2.1%	1.0%
<u>Debt Servicing & Financial Strength</u>					
Interest Cover Ratio <i>(EBITDA / Net finance costs)</i>	2.8X	4.5X	6.1X	6.4X	5.4X
Net Gearing Ratio <i>(Net debt / [Net Debt + Total Equity])</i>	44.8%	43.4%	40.8%	43.4%	36.4%
Net Debt to EBITDA <i>(Net Debt / EBITDA)</i>	4.8X	2.8X	2.0X	2.2X	1.8X
<u>Liquidity</u>					
Current Ratio <i>(Current Assets / Current Liabilities)</i>	0.4X	0.3X	0.4X	0.8X	1.2X
Cash Ratio <i>(Cash & cash equivalents / Current Liabilities)</i>	0.3X	0.2X	0.2X	0.7X	1.0X

Sensitivity Analysis Overview





Sensitivity Analysis Purpose & Score

Grant Thornton assessed the principal risks underlying the proposed Bond Issue based primarily on:

- ➔ Management's Projections
- ➔ The Group's Funding plan

As the Issuer is the Group's holding and financing arm, its cash generation is fully dependent on the Group's cash flows. Sensitivities therefore focus on the Group's projected operations and cash flows.

➔ GT Outcome

| THE GROUP HAS SUFFICIENT CASH GENERATION TO REPAY THE BOND

Grant Thornton Conclusion

→ Underlying Hypothesis

- Grant Thornton's sensitivity analysis indicates that **all downside scenarios result in a positive and sustainable cash position** throughout the term of the Bond.

→ Stress Scenarios

- Even under severe and combined stress scenarios, cash stress arises only under **highly conservative and remote assumptions.**

→ Conclusion

- The projections are robust.
- The proposed Bond Issue is financially sustainable
- The Group retains adequate capacity to service and redeem the Bond in Full.

Management's Overall Conclusion & Board Comfort

→ Proposed Bond

- Strategically aligned with the Group's **international growth ambitions**.
- Supported by **strong and diversified domestic cash generation**.
- Robust business model with projections based on **conservative and identifiable assumptions**.

→ Core Projections

- International expansion limited to **advanced opportunities already in hand**.
- Capital expenditure grounded in **actual quotations and phased deployment**.
- Solid cash flow projections providing the Group with
 - Full **debt servicing and bond redemption capacity**.
 - A **positive cash balance throughout** the bond term.

→ GT Sensitivity Confirms

- Resilience under all individual downside scenarios.
- Cash stress only under **highly severe and remote combined assumptions**
- The Group remains;
 - **Covenant compliant**.
 - **Prudently geared**.
 - **Ideally positioned** to meet all obligations as they fall due.

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Thank You