RAKETECH

Q4| Report

2024

Focused on Overcoming Challenges: A Clear Strategy for Growth

EUR thousands	Oct-Dec 2024	Oct-Dec 2023	Change	Jan-Dec 2024	Jan-Dec 2023	Change
Revenue	12,341	22,791	(45.9%)	61,176	77,688	(21.3%)
Reported EBITDA	3,019	6,003	(49.7%)	14,671	23,605	(37.8%)
Adjusted EBITDA	3,228	6,003	(46.2%)	15,717	23,200	(32.3%)
Operating (loss)/profit	(47,782)	2,753	(1835.6%)	(55,026)	11,663	(571.8%)
Adjusted operating profit	827	2,753	(70.0%)	4,899	11,258	(56.5%)
Free cash flow before earnouts	1,670	5,203	(67.9%)	14,735	18,942	(22.2%)

FINANCIAL HIGHLIGHTS

- Q4 2024 revenues reached EUR 12.3 million, compared to a strong Q4 2023 of EUR 22.8 million (including EUR 1.3 million from the divested advisory business). Adjusted EBITDA for Q4 2024 amounted to EUR 3.2 million (EUR 6.0 million), while EBITDA was EUR 3.0 million (EUR 6.0 million), consistent with the trading update issued on 4 February 2025.
- Free cash flow before earnouts for the full year 2024 totalled EUR 14.7 million, aligning with EBITDA. This ensures we can fulfil our upcoming earnout commitment of EUR 8.0 million, due by the first half of 2025, with EUR 3 million already paid in January 2025. The remaining earnout liability of EUR 20.6 million, payable after H1 2025, can be settled at our discretion anytime until September 2026.
- On February 4, 2025, Raketech announced that a non-cash impairment charge of EUR 48.5 million had been recognised in the fourth quarter of 2024, relating primarily to a reduction in the intangible book value of non-core assets acquired pre-IPO.

OPERATIONAL HIGHLIGHTS

- As part of our previously announced review of our operating model, we achieved cost savings of 29% in Q4 2024 (excluding publisher costs) compared to the first quarter of the same year.
- We have assessed our Affiliation Marketing portfolio to identify key opportunities for profitability and growth, forming four strategic partnerships with proven entrepreneurs. Approximately 50% of our affiliation marketing revenue is now already in strategic partnerships. Our partnership model leverages each party's strengths. Raketech provides commercial agreements, sales, finance, reporting, data management and tech, while partners focus on entrepreneurialism, product development, content creation, SEO and execution.

SUBSEQUENT EVENTS AFTER THE END OF THE PERIOD

- As from this year going forward, we will report earlier and will as such adapt our trading update accordingly. This change aims to enhance the timeliness of our reporting. So far, performance for our Affiliation Marketing assets in Q1 2025 are in line with Q4 2024, but with somewhat overall lower revenues, as expected due to seasonality. SubAffiliation had a slower start in January compared to the end of the fourth quarter but is gradually picking up in February.

CEO Comment

Q4 2024 revenues reached EUR 12.3 million, compared to a strong Q4 2023 of EUR 22.8 million (including EUR 1.3 million from the divested advisory business). Adjusted EBITDA for Q4 2024 amounted to EUR 3.2 million (EUR 6.0 million), while EBITDA was EUR 3.0 million (EUR 6.0 million), consistent with the trading update issued on 4 February 2025.

Affiliation marketing revenues declined slightly from Q3 this year, primarily due to the performance of the Casumba assets. Excluding these assets, the remaining portfolio grew by 3% compared to the third quarter, driven by improved performance and favourable seasonality.

SubAffiliation showed steady improvement throughout Q4, recovering from the low point seen at the end of the previous quarter. While short-term visibility within Network (paid) remains somewhat uncertain, our relationships with operators and publishers remain strong.

Following a challenging year, we have thoroughly evaluated our Affiliation Marketing assets and their alignment with Raketech's established commercial and operational strengths. This will enable the company to concentrate more on strategic partnerships, exclusive commercial agreements with operators and the development of AffiliationCloud.

Affiliation Marketing

Evaluation & Optimization: We have conducted a comprehensive review of our Affiliation Marketing portfolio to identify the most promising opportunities for profitability and long-term organic growth. This initiative has led to the establishment of four strategic partnerships with experienced entrepreneurs with a strong track record in managing affiliation assets and proven SEO capabilities.

Raketech's Role, Leveraging Core Strengths: Our partnership structure, whilst retaining ownership, seeks to leverage each party's core strengths. Raketech brings its commercial and operational expertise, enabling centrally managed commercial agreements, sales, finance, reporting, data management and tech. By focusing on what we do best, we are building an ecosystem that fosters efficiency, scalability, and long-term success.

Partnership Structure & Synergies: We have partnered both with founders from previous acquisitions and other entrepreneurs who has a successful track record of running affiliation marketing assets. These partners bring expertise in product development, content creation, and SEO strategy execution while minimising operational complexities.

Impact & Future Focus: These partnerships have and will continue to streamline our in-house operations. Additionally, centralising more resources at our headquarters in Malta has created a more efficient organisational structure. Looking ahead, these strategic partnerships will ensure a sharper focus and stronger performance whilst benefiting from retaining ownership. This should result in improved growth and sustained margin performance.

Since 2015, the Company has successfully maintained operating strategic partnerships in the Nordic markets, with the slot's portfolio added last year with a presence in Southern Europe and Latin America.

We currently have almost 50% of our affiliation marketing revenue in partnerships. We continue to explore other partnership opportunities and improve the performance of the assets managed in-house. In particular, we are focused on the performance of the Casumba assets, where performance remains challenging in Q4 compared to the previous quarter, with somewhat lower revenues. The leadership team, including the founders, remains focused on returning these assets to growth.

SubAffiliation

Network (paid): The Network business area experienced positive momentum despite slightly lower overall revenues compared to the previous quarter. Performance steadily improved each month throughout the quarter, however still not on par with levels seen in the first half of 2024.

AffiliationCloud: AffiliationCloud continued to deliver 74% organic growth compared to last year, building on the success of our exclusive commercial agreements with operators established in 2024. These agreements, where we manage operators' affiliation marketing, remain an important strategic focus for 2025.

Platform Investments & Migration: We continue investing in our platform, with plans to start migrating the Raketech Network business to AffiliationCloud in Q1. This transition will significantly enhance operational efficiency and broaden our ecosystem. We see a significant opportunity to expand our SubAffiliation business by securing exclusive agreements with operators and by providing a diverse group of publishers access to the deals Raketech negotiates with its extensive network of operators. We expect to be able to share our more detailed ambitions for AffiliationCloud in connection with the Q1 Report.

US Tipster & Subscription

Post-Sale Strategy: Following the sale of our land-based tipster business in the US, we have been focused on improving conversion rates and monetisation for our digital tipster platforms. While traffic volumes remain strong, we have not yet fully realised our expected outcomes.

Strategic Review: Given the relatively small scale and non-core nature of the US Tipster & Subscription business, we began a strategic review in January. A final decision on the future of this business area will be made by the end of Q1.

Cost Savings & Streamlined Operations

Centralised Operations and Streamlined Asset Management: Consolidating resources at our new Malta headquarters has resulted in cost savings and improved operational efficiency. Managing fewer assets in-house will reduce our operational overhead, further improve our focus, and drive overall performance.

Conclusion & Next Steps

This update emphasises our ongoing efforts to optimise operations, strengthen strategic partnerships, and capitalise on the growth opportunities in Affiliation Marketing and SubAffiliation.

Our strategic partnership-driven model in Affiliation Marketing continues to unlock scalability and efficiency, allowing us to team up with experienced entrepreneurs. Meanwhile, AffiliationCloud is evolving into a key driver of growth in SubAffiliation, with our continued investment in the platform expanding both operational efficiency and market reach.

We recognise the challenges in the current environment but remain fully committed to strategic clarity as we execute our objective of delivering sustainable long-term growth and value creation. Our priority is delivering results, and we look forward to providing a strategic update in connection with the Q1 Report, which will include insights into our growth strategy, financial outlook, and key milestones. Additionally, we will finalise our decision on the US Tipster & Subscription business by the end of Q1.

Johan Svensson, CEO

Consolidated Key Data and Ratios

Some financial metrics presented in this report, including key data and ratios are not defined by International Financial Reporting Standards (IFRS). These metrics will not necessarily be comparable to similarly titled metrics in the reports of other companies. Further definitions can be found on page 24 of this report. These non-IFRS metrics may provide valuable additional information to investors and management although they should not be considered as substitutes for financial reporting metrics prepared in accordance with IFRS.

EUR thousands	Oct-Dec 2024	Oct-Dec 2023	Change	Jan-Dec 2024	Jan-Dec 2023	Change
Financial Data						
Revenue (IFRS)	**12,341**	**22,791**	**(45.9%)**	**61,176**	**77,688**	**(21.3%)**
Organic growth	(42.6%)	45.3%	(87.9)	(19.5%)	47.6%	(67.1)
Revenue share	36.0%	26.7%	9.3	34.5%	30.7%	3.8
Upfront payment	40.6%	54.6%	(14.0)	43.4%	50.1%	(6.7)
Flat fee	18.6%	11.3%	7.3	16.2%	12.7%	3.5
Betting tips and subscription income	4.8%	7.4%	(2.6)	5.9%	6.5%	(0.6)
Affiliation marketing	**6,543**	**9,657**	**(32.2%)**	**29,741**	**40,198**	**(26.0%)**
% of total revenue	53.0%	42.4%	10.6	48.6%	51.7%	(3.1)
Sub-affiliation	**5,212**	**11,448**	**(54.5%)**	**27,818**	**32,443**	**(14.3%)**
% of total revenue	42.2%	50.2%	(8.0)	45.5%	41.8%	3.7
Betting tips and subscription income	**586**	**1,686**	**(65.2%)**	**3,617**	**5,047**	**(28.3%)**
% of total revenue	4.8%	7.4%	(2.6)	5.9%	6.5%	(0.6)
Casino	**9,890**	**18,445**	**(46.4%)**	**49,395**	**63,090**	**(21.7%)**
% of total revenue	80.1%	80.9%	(0.8)	80.7%	81.2%	(0.5)
Sport	**2,451**	**4,346**	**(43.6%)**	**11,781**	**14,598**	**(19.3%)**
% of total revenue	19.9%	19.1%	0.8	19.3%	18.8%	0.5
Sub-affiliation						
Revenues	5,211	11,488	(54.6%)	27,817	32,443	(14.3%)
Publisher costs	(4,159)	(9,966)	(58.3%)	(21,463)	(27,715)	(22.6%)
Gross profit	**1,052**	**1,522**	**(30.8%)**	**6,354**	**4,728**	**34.4%**
Revenue from the Nordics	**6,439**	**10,575**	**(39.1%)**	**27,578**	**33,561**	**(17.8%)**
% of total revenue	52.2%	46.4%	5.8	45.1%	43.2%	1.8
Revenue from Rest of Europe	**388**	**801**	**(51.6%)**	**2,852**	**3,237**	**(11.9%)**
% of total revenue	3.1%	3.5%	(0.4)	4.7%	4.2%	0.5
Revenue from US	**846**	**2,087**	**(59.5%)**	**4,986**	**6,370**	**(21.7%)**
% of total revenue	6.9%	9.2%	(2.3)	8.2%	8.2%	(0.0)
Revenue from Rest of World	**4,668**	**9,328**	**(50.0%)**	**25,760**	**34,520**	**(25.4%)**
% of total revenue	37.8%	40.9%	(3.1)	42.1%	44.4%	(2.3)
EBITDA	**3,019**	**6,003**	**(49.7%)**	**14,671**	**23,605**	**(37.8%)**
EBITDA margin	24.5%	26.3%	(1.9)	24.0%	30.4%	(6.4)
Adjusted EBITDA[1,2]	**3,228**	**6,003**	**(46.2%)**	**15,717**	**23,200**	**(32.3%)**
Adjusted EBITDA margin[1,2]	26.2%	26.3%	(0.1)	25.7%	29.9%	(4.2)
Operating (loss)/profit	**(47,782)**	**2,753**	**(1835.6%)**	**(55,026)**	**11,663**	**(571.8%)**
Operating margin	(387.2%)	12.1%	(399.3)	(89.9%)	15.0%	(104.9)
Adjusted operating profit[1,2,3,4]	**827**	**2,753**	**(70.0%)**	**4,899**	**11,258**	**(56.5%)**
Adjusted operating margin[1,2,3,4]	6.7%	12.1%	(5.4)	8.0%	14.5%	(6.5)
(Loss)/profit for the period/year	**(46,775)**	**1,172**	**(4091.1%)**	**(56,549)**	**6,607**	**(955.9%)**
(Loss)/profit margin	(379.0%)	5.1%	(384.2)	(92.4%)	8.5%	(100.9)
Adjusted profit for the period/year[1,2,3,4,5,6]	**54**	**1,404**	**(96.2%)**	**1,596**	**6,202**	**(74.3%)**
Adjusted profit margin[1,2,3,4,5,6]	0.4%	6.2%	(5.7)	2.6%	8.0%	(5.4)

[1] The Revaluation of financial liabilities at fair value through profit or loss of EUR 0.4 million in Q2 2023 is considered as non-recurring income.
[2] In Q1, Q3 and Q4 2024, redundancy costs of EUR 0.8 million, EUR 0.1 million and EUR 0.2 million respectively were incurred due to the organisational restructuring and recognised as non-recurring costs.
[3] In Q2 2024, impairment on US assets amounted to EUR 10.4 million and in Q4 2024 impairment on various assets amounted to EUR 48.5 million.
[4] In Q3 2023, the Casumba earn-out revision to reflect interest expense resulted in additional amortisation costs of EUR 0.1 million.
[5] In Q3 2023, the Casumba earn-out revision to reflect interest expense resulted in additional finance costs of EUR 34,000.
[6] In Q4 2024, impairment on assets led to a decrease in deferred tax liability of EUR 1.8 million.

EUR thousands	Oct-Dec 2024	Oct-Dec 2023	Change	Jan-Dec 2024	Jan-Dec 2023	Change
Other Performance Measures						
New depositing customers (NDC)	28,014	75,568	(62.9%)	175,608	263,871	(33.4%)
Full time employees	106	137	(22.6%)	106	137	(22.6%)
Contractors	52	92	(43.5%)	52	92	(43.5%)
Free cash flow before earnouts	1,670	5,203	(67.9%)	14,735	18,942	(22.2%)
Free cash flow after earnouts	(372)	4,763	(107.8%)	(1,046)	14,076	(107.4%)
Net interest-bearing debt	(2,864)	(3,626)	(21.0%)	(2,864)	(3,625)	(21.0%)
Net debt-to-adjusted EBITDA LTM	(0.18)	(0.16)	16.3%	(0.18)	(0.16)	16.3%
Earnings per share before dilution (EUR) (IFRS)	(1.05)	0.02	(5340.5%)	(1.31)	0.16	(938.3%)
Earnings per share after dilution (EUR) (IFRS)[1]	(0.82)	0.02	(5033.1%)	(1.05)	0.13	(895.2%)
Adjusted earnings per share before dilution (EUR) (IFRS)[2,3,4,5,6,7]	0.001	0.02	(94.9%)	0.04	0.15	(74.8%)
Adjusted earnings per share after dilution (EUR) (IFRS)[1,2,3,4,5,6,7]	0.001	0.02	(95.4%)	0.03	0.13	(76.2%)
Weighted average number of shares, before dilution	44,630,520	42,662,705	4.6%	43,298,879	42,407,163	2.1%
Weighted average number of shares, after dilution[1]	57,117,778	51,035,779	11.9%	53,795,855	50,003,034	7.6%

[1]The option to partially settle Casumba Media's earnout with shares of Raketech Group Holding P.L.C. has been reflected in diluted earnings per share and weighted average number of shares. For further details, refer to note 7.

[2] The Revaluation of financial liabilities at fair value through profit or loss of EUR 0.4 million in Q2 2023 is considered as non-recurring income.

[3] In Q1, Q3 and Q4 2024, redundancy costs of EUR 0.8 million, EUR 0.1 million and EUR 0.2 million respectively were incurred due to the organisational restructuring and recognised as non-recurring costs.

[4] In Q2 2024, impairment on US assets amounted to EUR 10.4 million and in Q4 2024 impairment on various assets amounted to EUR 48.5 million.

[5] In Q3 2023, the Casumba earn-out revision to reflect interest expense resulted in additional amortisation costs of EUR 0.1 million.

[6] In Q3 2023, the Casumba earn-out revision to reflect interest expense resulted in additional finance costs of EUR 34,000.

[7] In Q4 2024, impairment on assets led to a decrease in deferred tax liability of EUR 1.8 million.

Financial Performance during the Fourth Quarter of 2024

REVENUES

Revenues totalled EUR 12.3 million (EUR 22.8 million) representing a decrease of 45.9%, as NDCs decreased by 62.9%. The decrease in NDCs reflects a softer performance largely driven by SubAffiliation.

EXPENSES

Publisher costs decreased to EUR 4.2 million (EUR 10.0 million) driven by the decreased activity for SubAffiliation.

Other direct expenses were EUR 1.3 million (EUR 1.3 million).

Employee benefit expenses amounted to EUR 1.9 million (EUR 2.6 million). Full-time employees totalled 106 (137) at the end of the period. Other expenses decreased to EUR 1.9 million (EUR 3.1 million). Contractors totalled 52 (92) at the end of the period. The overall decrease represents primarily positive effects from organisational restructuring.

Depreciation and amortisation amounted to EUR 2.3 million (EUR 3.3 million).

PROFITABILITY

Reported EBITDA decreased to EUR 3.0 million (EUR 6.0 million), with softer development for affiliation marketing and SubAffiliation, somewhat offset by implemented cost efficiencies.

The EBITDA margin amounted to 24.5% (26.3%) reflecting the current product mix of low versus high margin business areas.

The loss for the period amounted to EUR 46.8 million, (profit EUR 1.2 million), impacted by non-cash affecting amortisation and impairment adjustments. Adjusted for costs related to re-structuring, impairment and movement in the deferred tax liability, the profit for the period amounted to EUR 0.1 million (EUR 1.4 million).

CASH AND CASH EQUIVALENTS, FINANCING AND FINANCIAL POSITION

Cash flow from operating activities was EUR 2.1 million (EUR 5.8 million).

Cash flow used in investing activities amounted to EUR -2.1 million (EUR -0.6 million) primarily due to earnout payments for Casumba Media.

Cash flow used in financing activities amounted to EUR -1.0 million (EUR -7.0 million), as a result of the Avida loan repayment, partially offset by proceeds from the BOV credit facility withdrawn during the quarter.

Cash and cash equivalents at the end of the quarter amounted to EUR 4.5 million (EUR 13.5 million).

THE PARENT COMPANY

Raketech Group Holding P.L.C is the Parent Company. Total operating costs amounted to EUR 8.5 million (EUR 0.6 million). Loss for the period was EUR 8.4 million (profit EUR 6.0 million).

Financial Performance during the Full Year of 2024

REVENUES

Revenues totaled EUR 61.2 million (EUR 77.7 million) representing a decrease of 21.3%. NDCs decreased by 33.4% as an effect of softer performance, largely driven by lower activity within SubAffiliation.

EXPENSES

Publisher costs decreased to EUR 21.5 million (EUR 27.7 million) driven by a more moderate SubAffiliation activity when compared to previous period.

Other direct expenses were EUR 4.9 million (EUR 5.0 million) largely in line with last year.

Employee benefit expenses amounted to EUR 9.7 million (EUR 10.0 million). Adjusted for costs related to restructuring, employee benefit expenses amounted to EUR 8.9 million (EUR 10.0 million). Full-time employees totalled 106 (137) at the end of the period.

Other expenses decreased to EUR 10.1 million (EUR 11.6 million), representing primarily a decrease in contractor compensation. Adjusted for costs related to restructuring, other expenses amounted to EUR 9.9 million (EUR 11.6 million). Contractors totalled 52 (92) at the end of the year.

Depreciation and amortisation amounted to EUR 10.8 million (EUR 11.9 million). During the second and fourth quarter, an impairment review on goodwill, websites and domains led to impairment costs of EUR 58.9 million (nil).

PROFITABILITY

Reported EBITDA decreased to EUR 14.7 million (EUR 23.6 million), with softer development for affiliation marketing and SubAffiliation, somewhat offset by implemented cost efficiencies. Adjusted for costs related to re-structuring, EBITDA amounted to EUR 15.7 million (EUR 23.2 million).

The EBITDA margin amounted to 24.0% (30.4%) reflecting the current product mix of low versus high margin business areas. Adjusted for costs related to re-structuring the EBITDA margin was 25.7% (29.9%).

The loss for the period amounted to EUR 56.5 million, (profit EUR 6.6 million), impacted by non-cash affecting amortisation, impairment and finance cost. Adjusted for costs related to re-structuring, impairment and movement in the deferred tax liability, the profit for the period amounted to EUR 1.6 million (EUR 6.2 million).

CASH AND CASH EQUIVALENTS, FINANCING AND FINANCIAL POSITION

Cash flow from operating activities amounted to EUR 16.5 million (EUR 21.0 million), due to lower profits, compensated by timing for settlement of trade receivables.

Cash flow used in investing activities amounted to EUR -16.4 million (EUR -5.6 million) primarily due to earn-out settlements made during the year.

Cash flow used in financing activities amounted to EUR -9.1 million (EUR -10.0 million), as a result of the Avida loan repayment made during the year.

Cash and cash equivalents at the end of the year amounted to EUR 4.5 million (EUR 13.5 million).

THE PARENT COMPANY

Raketech Group Holding P.L.C is the Parent Company. Total operating costs amounted to EUR 9.7 million (EUR 1.7 million). Loss for the year was EUR 9.2 million (profit EUR 4.8 million).

Other

RAKETECH IN BRIEF

Raketech is a marketing tech company combining performance marketing and traditional performance-based affiliation by offering a wide portfolio of advertising space as well as data analysis tools to allow advertisers to maximise the value of their media spend. Our customers span from sports streaming providers and game studios to the largest segment, international betting and casino operators. Raketech's goal is to generate high quality leads and targeted advertisement space by providing relevant and engaging content to users interested in sports, casino and betting. Raketech also offers its services through sub-affiliation and provides tailored sports data insights, analytics and predictions directly to consumers.

STOCK MARKET

Raketech Group Holding P.L.C is listed on Nasdaq First North Premier Growth Market. Raketech's shares commenced trading on 29 June 2018 and the outstanding number of shares is 45,224,227. The Raketech shares are traded under the ticker (RAKE) and ISIN code (MT0001390104).

SIGNIFICANT RISKS AND UNCERTAINTIES

The gaming industry, where the Group has its main customers, continues to undergo regulation. Raketech operates in the emerging online gaming industry in both regulated and unregulated markets and is therefore subject to political and regulatory risk. Although Raketech is a performance marketing company and not an online gaming operator, the legislation concerning online gambling could indirectly affect Raketech's operations. Changes to existing regulations in various jurisdictions might impact the ability for online gaming operators to operate and accordingly, revenue streams from these customers may be adversely impacted. The Group may also be exposed to measures brought against customers by public authorities or others, which could be extended to any third-party having abetted the business of such online gaming operators.

The Group actively monitors regulatory changes and emerging topics within the European market, and also changes in the North American, South American and the Asian markets. If any new regulatory regimes come into force, the Group will conform with such marketing requirements. As the Group continues to embark on its growth strategy with the ambition to enhance the global footprint, the exposure to different regulatory frameworks continue to increase.

In addition to the above, the Board of Directors also considers the following risks to be relevant to the Group:

• Operational risk which can arise in the SEO environment if search engines, such as Google, change their structure. Raketech monitors algorithm changes on an ongoing basis, controls content quality and ensures its websites are well-built, fast and up to date.

• Risk related to information security such as cyberattack or fraud as an effect of Raketech operating in the digital space. The Group conducts constant monitoring to detect any security issues. The Group has a dedicated IT security team tasked with protecting against data breaches and similar weaknesses, based on defined security management processes.

For the principal financial risks and exposures, refer to note 4 'Financial Risk Management' in the Annual Report that details the key risk factors including market risk, credit risk, liquidity risk and the Group's approach towards managing these risks.

SUPPLEMENTAL INFORMATION

This report has not been subject to an audit by the Group auditors and is therefore considered to be unaudited.

Carnegie Investment Bank AB acts as the Group's certified advisor.

Condensed Consolidated Interim Income Statement

EUR thousands	Note	Oct-Dec 2024	Oct-Dec 2023	Jan-Dec 2024	Jan-Dec 2023
Total revenue	3	**12,341**	22,791	**61,176**	77,688
Publisher costs		**(4,159)**	(9,966)	**(21,463)**	(27,715)
Other direct costs relating to fixed fees and commission revenue		**(1,300)**	(1,290)	**(4,934)**	(5,045)
Employee benefit expense		**(1,864)**	(2,598)	**(9,673)**	(9,968)
Depreciation and amortisation		**(2,340)**	(3,250)	**(10,819)**	(11,942)
Impairment on intangible assets		**(48,461)**	-	**(58,878)**	-
Movement in loss allowance on trade receivables		**34**	204	**(32)**	(89)
Bad debts written-off		**(131)**	(36)	**(279)**	(75)
Other operating expenses		**(1,902)**	(3,102)	**(10,124)**	(11,596)
Total operating expenses		**(60,123)**	(20,038)	**(116,202)**	(66,430)
Revaluation of financial liabilities at fair value through profit or loss		**-**	-	**-**	405
Operating (loss)/profit		**(47,782)**	2,753	**(55,026)**	11,663
Loan finance costs		**(111)**	(402)	**(848)**	(1,449)
Other finance costs		**(450)**	(926)	**(1,687)**	(2,739)
(Loss)/profit before tax		**(48,343)**	1,425	**(57,561)**	7,475
Current tax expense		**(207)**	(201)	**(890)**	(681)
Deferred tax credit/(expense)		**1,775**	(52)	**1,902**	(187)
(Loss)/profit for the period/ year		**(46,775)**	1,172	**(56,549)**	6,607
(Loss)/profit for the period/ year attributable to owners of the parent		**(46,775)**	1,172	**(56,549)**	6,607
Earnings per share attributable to the equity holders of the Parent during the period/year					
Earnings per share before dilution (in EUR)		**(1.05)**	0.02	**(1.31)**	0.16
Earnings per share after dilution (in EUR)[1]		**(0.82)**	0.02	**(1.05)**	0.13
Adjusted earnings per share before dilution (in EUR)[2,3,4,5,6,7]		**0.001**	0.02	**0.04**	0.15
Adjusted earnings per share after dilution (in EUR)[1,2,3,4,5,6,7]		**0.001**	0.02	**0.03**	0.13

[1] The option to partially settle Casumba Media's earnout with shares of Raketech Group Holding P.L.C. has been reflected in diluted earnings per share and weighted average number of shares. For further details, refer to note 7.
[2] The Revaluation of financial liabilities at fair value through profit or loss of EUR 0.4 million in Q2 2023 is considered as non-recurring income.
[3] In Q1, Q3 and Q4 2024, redundancy costs of EUR 0.8 million, EUR 0.1 million and EUR 0.2 million respectively were incurred due to the organisational restructuring and recognised as non-recurring costs.
[4] In Q2 2024, impairment on US assets amounted to EUR 10.4 million and in Q4 2024 impairment on various assets amounted to EUR 48.5 million.
[5] In Q3 2023, the Casumba earn-out revision to reflect interest expense resulted in additional amortisation costs of EUR 0.1 million.
[6] In Q3 2023, the Casumba earn-out revision to reflect interest expense resulted in additional finance costs of EUR 34,000.
[7] In Q4 2024, impairment on assets led to a decrease in deferred tax liability of EUR 1.8 million.

The notes on pages 15 to 20 are an integral part of these condensed consolidated interim financial statements.

Condensed Consolidated Interim Statement of Comprehensive Income

EUR thousands	Oct-Dec 2024	Oct-Dec 2023	Jan-Dec 2024	Jan-Dec 2023
(Loss)/profit for the period/ year	**(46,775)**	1,172	**(56,549)**	6,607
Other comprehensive income				
Items that may be reclassified to profit or loss				
Currency translation adjustments taken to equity	**467**	(679)	**411**	(604)
Total other comprehensive income for the period/year	**467**	(679)	**411**	(604)
Total comprehensive income for the period/year	**(46,308)**	493	**(56,138)**	6,003
Comprehensive income for the period/year attributable to owners of the parent	**(46,308)**	493	**(56,138)**	6,003

The notes on pages 15 to 20 are an integral part of these condensed consolidated interim financial statements.

Condensed Consolidated Interim Statement of Financial Position

EUR thousands	Notes	Dec 2024	Dec 2023
Assets			
Non-current assets			
Goodwill	5	**-**	1,206
Intangible assets	5	**69,013**	139,294
Right-of-use assets		**629**	102
Property, plant and equipment		**299**	101
Deferred tax asset		**431**	291
Total non-current assets		**70,372**	140,994
Current assets			
Trade and other receivables		**8,665**	11,835
Cash and cash equivalents		**4,530**	13,459
Total current assets		**13,195**	25,294
TOTAL ASSETS		**83,567**	166,288
Equity & Liabilities			
Equity			
Share capital		**91**	86
Share premium		**51,446**	48,951
Currency translation reserve		**646**	235
Other reserves		**1,205**	1,160
(Accumulated losses)/retained earnings		**(7,684)**	48,865
TOTAL EQUITY		**45,704**	99,297
Liabilities			
Non-current liabilities			
Borrowings	6	**1,268**	-
Deferred tax liabilities		**1,787**	3,571
Amounts committed on acquisition	7	**21,058**	28,170
Lease liability		**483**	-
Total non-current liabilities		**24,596**	31,741
Current liabilities			
Borrowings	6	**398**	9,834
Amounts committed on acquisition	7	**7,949**	18,291
Trade and other payables		**3,897**	6,568
Current tax liabilities		**865**	449
Lease liability		**158**	108
Total current liabilities		**13,267**	35,250
TOTAL LIABILITIES		**37,863**	66,991
TOTAL EQUITY AND LIABILITIES		**83,567**	166,288

The notes on pages 15 to 20 are an integral part of these condensed consolidated interim financial

The condensed consolidated interim financial statements on pages 10 to 20 were approved for publication by the Board of Directors on 19 February 2025 and were signed on the Board of Directors' behalf by:

***Erik Skarp**, Board member*

***Clare Boynton**, Board member*

Condensed Consolidated Interim Statement of Changes in Equity

EUR thousands	Note	Share capital	Share premium	Currency translation reserve	Other reserves	(Accumulated losses) / retained earnings	Total equity attributable to owners of the company
Balance at 1 January 2024		86	48,951	235	1,160	48,865	99,297
Comprehensive income							
Loss for the year		-	-	-	-	(56,549)	(56,549)
Other comprehensive income							
Currency translation adjustments taken to equity		-	-	411	-	-	411
		-	**-**	**411**	**-**	**(56,549)**	**(56,138)**
Transactions with owners							
Issue of share capital	7	5	2,495	-	-	-	2,500
Equity-settled share-based payments		-	-	-	45	-	45
Total transactions with owners		**5**	**2,495**	**-**	**45**	**-**	**2,545**
Balance at 31 December 2024		**91**	**51,446**	**646**	**1,205**	**(7,684)**	**45,704**
Balance at 1 January 2023		85	48,587	839	921	46,236	96,668
Comprehensive income							
Profit for the year		-	-	-	-	6,607	6,607
Other comprehensive income							
Currency translation adjustments taken to equity		-	-	(604)	-	-	(604)
		-	**-**	**(604)**	**-**	**6,607**	**6,003**
Transactions with owners							
Issue of share capital		1	364	-	-	-	365
Equity-settled share-based payments		-	-	-	239	-	239
Dividends paid		-	-	-	-	(3,978)	(3,978)
Total transactions with owners		**1**	**364**	**-**	**239**	**(3,978)**	**(3,374)**
Balance at 31 December 2023		**86**	**48,951**	**235**	**1,160**	**48,865**	**99,297**

The notes on pages 15 to 20 are an integral part of these condensed consolidated interim financial statements.

Condensed Consolidated Interim Statement of Cash Flows

EUR thousands	Notes	Oct-Dec 2024	Oct-Dec 2023	Jan-Dec 2024	Jan-Dec 2023
Cash flows from operating activities					
(Loss)/profit before tax		**(48,343)**	1,425	**(57,561)**	7,475
Adjustments for:					
Depreciation and amortisation		**2,340**	3,250	**10,819**	11,942
Impairment on intangible assets		**48,461**	-	**58,878**	-
Loss allowance		**(34)**	(204)	**32**	89
Bad debts written-off		**131**	36	**279**	75
Net finance cost		**561**	1,328	**2,535**	4,188
Equity-settled share-based payment transactions		**(165)**	69	**45**	239
Revaluation of financial liabilities at fair value through profit or loss	7	**-**	-	**-**	(405)
Loss on disposal of property, plant and equipment		**1**	1	**3**	3
Net exchange differences		**(200)**	26	**(146)**	(7)
		2,752	**5,931**	**14,884**	**23,599**
Net income taxes paid		**(159)**	(178)	**(468)**	(591)
Changes in:					
Trade and other receivables		**(1,209)**	391	**3,967**	(4,246)
Trade and other payables		**712**	(378)	**(1,908)**	2,260
Net cash generated from operating activities		**2,096**	**5,766**	**16,475**	**21,022**
Cash flows from investing activities					
Acquisition of property, plant and equipment		**(38)**	(1)	**(324)**	(43)
Acquisition of intangible assets		**(2,042)**	(440)	**(15,781)**	(4,866)
Payment of software development costs		**(115)**	(202)	**(575)**	(656)
Proceeds from sale of property, plant and equipment		**1**	1	**9**	6
Proceeds from sale of intangible assets		**69**	-	**300**	-
Net cash used in investing activities		**(2,125)**	**(642)**	**(16,371)**	**(5,559)**
Cash flows from financing activities					
Proceeds from issue of shares		**-**	365	**-**	365
Repayments of borrowings		**(2,561)**	(5,000)	**(10,061)**	(5,000)
Proceeds from drawdowns on borrowing		**1,822**	-	**1,822**	-
Dividends paid to shareholders		**-**	(1,989)	**-**	(3,978)
Lease payments	4	**(48)**	(34)	**(174)**	(135)
Interest paid		**(226)**	(327)	**(676)**	(1,252)
Net cash used in financing activities		**(1,013)**	**(6,985)**	**(9,089)**	**(10,000)**
Net movements in cash and cash equivalents		**(1,042)**	(1,861)	**(8,985)**	5,463
Cash and cash equivalents at the beginning of the period/year		**5,520**	15,361	**13,459**	8,061
Effects of exchange rate changes on cash and cash equivalents		**52**	(41)	**56**	(65)
Cash and cash equivalents at the end of the period/year		**4,530**	**13,459**	**4,530**	**13,459**

The notes on pages 15 to 20 are an integral part of these condensed consolidated interim financial statements.

Notes to the Condensed Consolidated Interim Financial Statements

1 REPORTING ENTITY

Raketech Group Holding P.L.C is a public limited company incorporated in Malta, having company registration number C77421. The condensed consolidated interim financial statements include the financial statements of Raketech Group Holding P.L.C and its subsidiaries, (together, the "Group").

Raketech Group Holding Limited was incorporated on 29 September 2016 under the terms of the Maltese Companies Act (Cap. 386). Subsequently, on 13 February 2018, the Company changed its legal status from a private limited company to a public limited company, and as a result, changed its name to Raketech Group Holding P.L.C.

2 ACCOUNTING POLICIES AND BASIS OF PREPARATION

Raketech prepares its financial statements in accordance with the International Financial Reporting Standards (IFRS) as approved by the European Union. These condensed consolidated interim financial statements are prepared in accordance with IAS 34, Interim Financial Reporting, and under the historical expense convention, as modified by the fair valuation of financial liabilities measured at fair value through profit and loss. The principal accounting policies applied in the preparation of the Group's condensed consolidated interim financial statements are consistent with those presented in the Annual Report for the year ended 31 December 2023.

Other than the earnings per share before and after dilution which are expressed in Euro (EUR), all other amounts are expressed in thousand Euro (EUR) or as otherwise indicated. Amounts or figures in parenthesis indicate comparative figures for the corresponding period last year. The 2023 Annual Report is available on Raketech' s website.

2.1 New and amended standards adopted by the Group and changes in IFRS

The new and amended standards issued by IASB effective from 2024, were not deemed to have a significant impact on Raketech's financial statements. The Group has not early adopted the new accounting standard IFRS 18 'Presentation and Disclosure in Financial Statements' issued by the IASB in April 2024. IFRS 18 is effective from 1st January 2027 and applied retrospectively.

2.2 Critical accounting estimates – impairment assessment

IFRS requires management to undertake an annual test for impairment of intangible assets with an indefinite useful life. Impairment testing is an area involving management judgement. It requires assessments as to whether the carrying value of assets can be supported by the net present value of future cash flows derived from such assets using cash flow projections that have been discounted at an appropriate rate. In calculating the net present value of the future cash flows, certain estimates are required to be made in respect of highly uncertain matters, including management's expectation of growth in revenues.

During the second quarter of 2024, an impairment test indicated that the recoverable amount for the US assets was lower than the carrying amount. An impairment loss of EUR 10.4 million (nil) was recognised in the condensed consolidated interim income statement. The Group continued to optimise is portfolio with a dedicated focus on core products, ensuring resources are allocated to its most strategic areas. As a result, during the last quarter of 2024, an impairment loss of EUR 48.5 million (nil) was recognised in the condensed consolidated interim income statement. The impairment loss related primarily to non-core assets acquired pre-IPO. The Group will continue to monitor these assets and carry out regular impairment testing. Refer to note 5 for additional details.

As at 31 December 2024, the concentration of Casumba assets in unregulated markets amounting to 33% and the US assets amounting to 2% of the Group's total intangible assets, give rise to vulnerability to adverse developments that may occur in relation to these markets.

Further, IFRS 9 also requires impairment considerations to be performed for trade receivables on an ongoing basis. Judgement in relation to this assessment is subjective. Continued assessments are being made by management on the adequacy of the loss allowance provision relating to the carrying amount of trade receivables.

More information on where critical judgements are generally applied and where estimation uncertainty exists can be found in the Annual Report 2023, note 3.

2.3 Critical accounting estimates – amounts committed on acquisition

Amounts committed on acquisition consist of contractual obligations resulting from the purchase of intangible assets from third parties. Some of the obligations have a predetermined value, while others include future payments of performance-based amounts. The latter are further referred to as contingent consideration. As at 31 December 2024, amounts committed on acquisition included contingent consideration amounted to nil (EUR 5.3 million) and EUR 29.0 million (EUR 41.2 million) as fixed consideration. The fair value is calculated on the expected cash outflow for each purchase agreement. Estimates of future cash flow relating to these contingent considerations are inherently uncertain and are made by management for each asset acquisition based on their knowledge of the industry historical performance and taking into account the economic environment at the time. Refer to changes during the year (note 7).

2.4 Critical accounting estimates – taxation

As the Group operates in different jurisdictions, tax compliance becomes more complex, and applicable tax regulations may be interpreted differently by the respective authorities. Management reviews its intra-group charging mechanisms on a regular basis, and the need for updated transfer pricing assessments is considered as the Group's cross-border activity continues to evolve. The deferred tax assets include an amount of EUR 0.4 million (EUR 0.7 million) which relates to carried-forward tax losses of the US subsidiaries. These subsidiaries have incurred the losses over the last three financial years. The group has concluded that the deferred tax assets will be recoverable using the estimated future taxable income based on the approved business plans and budgets for the subsidiaries. The subsidiaries are expected to generate taxable income from 2025 onwards and will be utilised by 2026. The losses can be carried forward indefinitely and have no expiry date.

2.5 Working capital deficiency

During the quarter, Raketech has operated with a positive operating cash inflow. As at 31 December 2024, the Group's net current liability position significantly decreased to EUR 0.1 million (EUR 10.0 million). During 2024, the Group continued to honour all of its existing obligations (including the settlement of earn-outs) and no amounts were deferred beyond the payment terms. Further, the Group expects to remedy this position by way of its projected quarterly positive cash generation, in combination with existing financing options.

During 2024, Raketech signed a EUR 5.0 million revolving credit facility with Bank of Valletta and each drawdown is repayable within 4 years. In the last quarter of 2024, the Group draw down EUR 1.8 million. Refer to note 6 for further information.

3 REVENUES

The Group targets end-users and generates revenue by driving traffic through various channels to generate customer leads for its business partners. All revenue generated via acquisitions and through the different marketing methodologies is categorised as one revenue segment in line with internal management reporting.

The revenue for Raketech in the respective periods in 2024 and 2023 is further analysed as follows:

EUR thousands	***Oct-Dec 2024***	***Oct-Dec 2023***	***Change***	***Jan-Dec 2024***	***Jan-Dec 2023***	***Change***
Revenue	**12,341**	**22,791**	(45.9%)	**61,176**	**77,688**	(21.3%)
Commissions	**9,458**	18,534	(49.0%)	**47,737**	62,797	(24.0%)
Flat fees	**2,386**	2,571	(7.2%)	**9,985**	9,844	1.4%
Betting tips and subscription income	**497**	1,686	(70.5%)	**3,454**	5,047	(31.6%)

4 LEASING

During the third quarter of 2024, the Group entered into a new office lease agreement for the Malta based operations. Raketech has applied IFRS 16, Leasing, using the simplified approach. Accordingly, on 1 July a lease liability and a right-of-use asset were recognised.

The liability is initially measured at present value of the remaining lease payments discounted using the Group's incremental borrowing rate. The applied rate of 6.65%, is the rate at which similar borrowing could be obtained from an independent financer under comparable terms and conditions.

From 1 July 2024, the payments related to leasing have been allocated between the lease liability in the statement of financial position and finance cost in the statement of comprehensive income. The finance cost is allocated to each period during the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability.

The lease for the US operations was terminated during the third quarter of 2024 and the lease liability and right-of-use assets were written off.

EUR thousands	Oct-Dec 2024	Oct-Dec 2023	Jan-Dec 2024	Jan-Dec 2023
Leasing liability				
Opening balance	**676**	145	**108**	237
New lease liability	**-**	-	**718**	-
Lease liability write-off	**-**	-	**(33)**	-
Notional interest charge	**13**	2	**19**	10
Payments[1]	**(48)**	(34)	**(174)**	(135)
Changes in the value of the lease liability due to changes in foreign exchange rates	**-**	(5)	**3**	(4)
Leasing liability as at the end of the period/year[2]	**641**	108	**641**	108

[1] Payments relate to rental costs replaced by notional interest and amortisation.

[2] Of the total leasing liability of EUR 641 thousand, EUR 483 thousand is long term and EUR 158 thousand is short term lease liabilities.

EUR thousands	Oct-Dec 2024	Oct-Dec 2023	Jan-Dec 2024	Jan-Dec 2023
Right-of-use asset				
Opening balance	**672**	137	**102**	229
New right-of-use asset	**-**	-	**718**	-
Right-of-use asset write-off	**-**	-	**(33)**	-
Amortisation charge	**(44)**	(30)	**(160)**	(121)
Changes in the value of the right-of-use asset due to changes in foreign exchange rates	**1**	(5)	**2**	(6)
Right-of-use asset as at the end of the period/year	**629**	102	**629**	102

5 INTANGIBLE ASSETS

Assets that have been identified as having a definite lifetime value are amortised between 3-5 years. For impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or cash-generating units ('CGUs'). The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU. Management has concluded that the acquired assets are a single cash-generating unit for the purposes of IAS 36. This conclusion is based on the fact that there is interdependence of cash inflows and that the Group monitors and manages its operations as one business unit. For further detail, please refer to the Annual Report note 14.

EUR thousands	Websites and domains	Player databases	Other intellectual property	Technical platform	Software	Goodwill	Total
Cost at 1 January 2024	118,688	18,610	36,059	2,617	562	1,550	178,086
Adjustments arising as a result of a change in estimates - Note 7)	(64)	(232)	(552)	-	-	-	(848)
Capitalised expenditure	-	-	-	575	-	-	575
Disposal	(2,087)	(183)	-	-	-	-	(2,270)
Exchange differences	729	62	-	-	-	7	798
Cost as at 31 December 2024	**117,266**	**18,257**	**35,507**	**3,192**	**562**	**1,557**	**176,341**
Accumulated amortisation and impairment 1 January 2024	(40)	(12,504)	(22,991)	(1,145)	(562)	(344)	(37,586)
Reversal of accumulated amortisation upon disposal of assets	-	161	-	-	-	-	161
Amortisation charge	-	(3,368)	(6,595)	(594)	-	-	(10,557)
Impairment charge	(57,665)	-	-	-	-	(1,213)	(58,878)
Exchange differences	(414)	(54)	-	-	-	-	(468)
Amortisation and impairment as at 31 December 2024	**(58,119)**	**(15,765)**	**(29,586)**	**(1,739)**	**(562)**	**(1,557)**	**(107,328)**
Carrying amount as at 31 December 2024	**59,147**	**2,492**	**5,921**	**1,453**	**-**	**-**	**69,013**
Carrying amount as at 31 December 2023	118,648	6,106	13,068	1,472	-	1,206	140,500

As already disclosed in note 2.2, following the disposal of certain US assets and lower performance than expected, an impairment test held during the second and fourth quarter of 2024 indicated that the recoverable amount for the US assets and other various assets were lower than their value in use. An impairment loss of EUR 57.7 million for websites and domains and EUR 1.2 million for goodwill was recognised in the condensed consolidated interim income statement. The assessment included cash flows projections reflecting actual income over current period, expected cash flows going forward, growth rate and a pre-tax discount rate, which is based on the Group's pre-tax weighted average cost of capital.

Following the impairment review, the directors are satisfied that the judgements made are appropriate to the circumstances relevant to these assets and that the recoverable amount of the remaining intangible assets exceeds the carrying amount.

On 5th July 2024, the Group announced that an agreement to divest its non-core US advisory business was reached. The total sale amounted to USD 2.25 million, partially settled upon signing of agreement with the remaining amount to be settled through an ongoing revenue share agreement.

The Group's conclusion is that the recoverable amount of the single cash generating unit is highly sensitive to changes in key assumptions. The principal assumptions used in the impairment assessment relate to projected revenue growth, pre-tax discount rate and terminal growth rate. If the EBITDA CAGR over the next five years had to decline with more than 7%, impairment would most likely arise. This analysis does not incorporate any other potential changes in other assumptions used in the impairment assessment.

As at 31 December 2024, the concentration of Casumba assets in unregulated markets amounting to 33% of the Group's total intangible assets, give rise to vulnerability to adverse developments that may occur in relation to these markets.

6 BORROWINGS

In July 2021, Raketech entered into an agreement with Avida Finans AB for a one-year revolving credit facility of EUR 15.0 million. During September 2023, discussions with Avida Finans AB were concluded and the Group's revolving credit facility of EUR 15.0 million was extended up until December 2024. The facility was fully settled in December 2024 (EUR 15.0 million) and the pledged shares in favour of Avida Finans AB were released.

As of 4 June 2024, Raketech signed a EUR 5.0 million revolving credit facility with Bank of Valletta and in October 2024 EUR 1.8 million (nil) were withdrawn. Each drawdown is repayable in 4 years and carries an interest rate at 4.5% over the variable internal bank rate. The contractual terms of the revolving credit facility with Bank of Valletta required Raketech Holding P.L.C to pledge its entire shareholding in Raketech Group Limited to the lender as collateral.

7 AMOUNTS COMMITTED ON ACQUISITION

Amounts committed on acquisitions consist of contractual obligations resulting from acquisitions of intangible assets from third parties. Some of the obligations have a predetermined value, while others include future payments of performance-based amounts. The latter are further referred to as contingent consideration. As at 31 December 2024, amounts committed on acquisition included contingent consideration amounted to nil (EUR 5.3 million) and EUR 29.0 million (EUR 41.2 million) as fixed consideration.

EUR thousands	***Oct-Dec 2024***	***Oct-Dec 2023***	***Jan-Dec 2024***	***Jan-Dec 2023***
Opening balance	**31,370**	46,305	**46,461**	28,981
Acquisitions during the period/year	**40**	-	**40**	-
Settlements/setoffs	**(2,656)**	(440)	**(18,061)**	(4,866)
Notional interest charge	**441**	926	**1,674**	2,734
Adjustments arising as a result of a change in fair value	**(188)**	(330)	**(1,107)**	19,612
Closing balance	**29,007**	46,461	**29,007**	46,461

The earn-out condition related to Infinileads S.L. of EUR 0.4 million was fully settled in October 2023.

The earn-out related to A.T.S. Consultants Inc's assets, which was denominated in USD, was capped up to a maximum of USD 15.0 million and was based on performance up until 31 December 2024. The total contingent consideration for these assets amounted to nil (nil) net of payments amounting to nil (EUR 0.7 million) as of 31 December 2024.

The contingent earn-out condition relating to Casumba was based on performance up until 31 July 2024. As at 31 December 2024, the contingent consideration amounted to nil (EUR 5.3 million). The fixed consideration as at 31 December 2024, amounted to EUR 29.0 million (EUR 41.2 million), net of payments amounting to EUR 15.6 million (EUR 2.8 million) in cash and EUR 2.5 million (nil) in Raketech Group Holding P.L.C. shares. EUR 7.9 million of the consideration is payable in instalments during the first half of 2025, part of which amounting to EUR 3.0 million were settled in January 2025. Raketech has the option to settle any remaining amounts up until 16 September 2026 at an interest cost. Management's best estimate of the interest expense amounted to EUR 1.4 million as at 31 December 2024. Raketech also has the option to partially settle the amount with shares in Raketech Group Holding P.L.C, estimated at 16,732,467 shares as at 31 December 2024.

The decrease in the A.T.S. Consultants earn-out in 2023 amounting to EUR 0.4 million was recognised in the condensed consolidated interim statement of comprehensive income as 'Revaluation of financial liabilities at fair value through profit or loss'. The remaining adjustments to contingent consideration have been recognised in the condensed consolidated interim statement of financial position according to management's best estimate. The adjustments arising as a result of a change in fair value in 2024, according to the table above, relate to Casumba.

The adjustment to reflect the total impact of discounting in the condensed consolidated interim statement of financial position, amounted to EUR 1.7 million (EUR 2.7 million) by the end of the year. Of the amounts recognised in the condensed consolidated interim statement of financial position at 31 December 2024, EUR 7.9 million (EUR 18.3 million) is considered to fall due for payment within less than 12 months from the end of the reporting period. The current debt will be mainly settled through expected cash generation, in combination with existing financing options.

8 RELATED PARTY TRANSACTIONS

In view of its shareholding structure, the Group has no ultimate controlling party. All companies forming part of the Group and other entities under common control are considered by the directors to be related parties.

The following transactions were carried out with related parties during the respective periods:

EUR thousands	Oct-Dec 2024	Oct-Dec 2023	Jan-Dec 2024	Jan-Dec 2023
Revenue	**228**	45	**569**	178
Expenses				
Compensation (including salaries, redundancy costs, consultancy fees and recharges by a related entity) including fees to executive management and directors	**611**	488	**3,190**	1,973
Equity-settled share-based payments	**(165)**	69	**45**	239
Amounts owed to related parties (including accruals)	**49**	12	**49**	12
Amounts owed by related parties	**77**	40	**77**	40

In April 2023 Raketech terminated its agreement with Together Gaming Solutions P.L.C and stopped operating its online casino product Rapidi.com. The termination had no material financial impact for the Group.

Condensed Interim Statement of Comprehensive Income – Parent Company

EUR thousands	Oct-Dec 2024	Oct-Dec 2023	Jan-Dec 2024	Jan-Dec 2023
Dividend income	**-**	6,650	**-**	6,650
Other income	**131**	156	**743**	551
Total revenue	**131**	6,806	**743**	7,201
Employee benefit expense	**(139)**	(298)	**(738)**	(909)
Impairment on investment in subsidiaries	**(8,248)**	-	**(8,248)**	-
Other operating expenses	**(157)**	(265)	**(753)**	(818)
Total operating expenses	**(8,544)**	(563)	**(9,739)**	(1,727)
Operating (loss)/income	**(8,413)**	6,243	**(8,996)**	5,474
Finance income	**161**	161	**639**	638
Finance costs	**(109)**	(400)	**(846)**	(1,447)
(Loss)/profit before tax	**(8,361)**	6,004	**(9,203)**	4,665
Tax credit/(expense)	**3**	(11)	**28**	99
(Loss)/profit for the period/year - total comprehensive income	**(8,358)**	5,993	**(9,175)**	4,764

Condensed Interim Statement of Financial Position – Parent Company

EUR thousands	Dec 2024	Dec 2023
Assets		
Non - current assets		
Investment in subsidiaries	**4,115**	12,363
Trade and other receivables	**33,800**	35,774
Loan receivable from a subsidiary	**15,000**	15,000
Deferred tax asset	**235**	203
Total non-current assets	**53,150**	63,340
Current assets		
Trade and other receivables	**35**	4,529
Cash and cash equivalents	**68**	64
Total current assets	**103**	4,593
TOTAL ASSETS	**53,253**	67,933
Equity & Liabilities		
Equity		
Share capital	**91**	86
Share premium	**53,662**	51,168
Other reserves	**267**	222
(Accumulated losses)/retained earnings	**(3,374)**	5,802
TOTAL EQUITY	**50,646**	57,278
Liabilities		
Non-current liabilities		
Borrowings	**1,268**	-
Total non-current liabilities	**1,268**	-
Current liabilities		
Borrowings	**398**	9,834
Trade and other payables	**47**	590
Current tax liabilities	**894**	231
Total current liabilities	**1,339**	10,655
TOTAL LIABILITIES	**2,607**	10,655
TOTAL EQUITY AND LIABILITIES	**53,253**	67,933

Assurance

The Board of Directors and the CEO affirm that this report provides an accurate overview of the operations, financial position and performance of the Group and the Parent Company, and describes the significant risks and uncertainties faced by the Group.

Malta, 19 February 2025

JOHAN SVENSSON
CEO

ULRIK BENGTSSON
Chairman of the Board

ERIK SKARP
Board member

CLARE BOYNTON
Board member

MARINA ANDERSSON
Board member

PATRICK JONKER
Board member

JONATHAN MOSS
Board member

Presentation for investors, analysts and the media

CEO Johan Svensson and CFO Måns Svalborn will present the report and answer questions at 09.00 a.m. CET on 19 February 2025. The presentation will be held in English.

In order to participate via webcast please use the link below. Via the webcast you are able to ask written questions.
https://raketech.events.inderes.com/q4-report-2024

In order to participate via teleconference please register via the link below. After registration you will be provided phone numbers and a conference ID to access the conference. You can ask questions verbally via the teleconference.
https://conference.inderes.com/teleconference/?id=5001584

This information is such that Raketech Group Holding P.L.C is required to publish under the EU Market Abuse Regulation. The information was submitted under the auspices of the above contact person for publication at 8.00 a.m. CET on 19 February 2025.

Definitions of Alternative Performance Metrics

Unless defined otherwise in this report, the terms below have the following definitions:

ADJUSTED EBITDA	EBITDA adjusted for non-recurring costs
ADJUSTED EBITDA MARGIN	Adjusted EBITDA as a percentage of total revenue for the period/year
ADJUSTED OPERATING MARGIN	Operating margin adjusted for non-recurring costs
ADJUSTED OPERATING PROFIT	Operating profit adjusted for non-recurring costs
EBITDA	Operating profit before depreciation, amortisation and impairment
EBITDA MARGIN	EBITDA as a percentage of revenue for the period/year
FREE CASH FLOW	Net movements in cash and cash equivalents excluding proceeds from issue of shares and intangible assets, dividend payments, new acquisitions and proceeds and repayments for borrowings.
LTM	Last twelve months
NDC (NEW DEPOSITING CUSTOMER)	A new customer placing a first deposit on a partners' website
NET DEBT-TO-ADJUSTED EBITDA	Net interest-bearing debt at the end of the period/year in relation to adjusted LTM EBITDA
NET INTEREST-BEARING DEBT	Interest-bearing debt at the end of the period/year, excluding earn-outs from acquisitions, minus cash and cash equivalents at the end of the period/year
OPERATING MARGIN	Operating profit as a percentage of revenue for the period/year
OPERATING PROFIT	Profit before financial items and taxes
ORGANIC GROWTH	Revenue growth rate excluding portfolios and products that have been acquired or disposed of in the past 12 months. Organic growth includes the growth in existing portfolios and products.
REVENUE GROWTH	Increase in revenue compared to the previous accounting period/year as a percentage of revenue in the previous accounting period/year
TRAFFIC	Relates to the number of visitors/users of Raketech's assets

raketech.com