

**Declaration of the Board of Directors of the société anonyme “ORGANIZATION OF FOOTBALL PROGNOSTICS S.A.”, pursuant to Article 139ι(4) of Law 4601/2019**

The Board of Directors of the société anonyme under the corporate name “ORGANIZATION OF FOOTBALL PROGNOSTICS S.A” and the distinctive title “OPAP S.A.”, registered with the General Commercial Registry (G.E.MI.) with registration no. 003823201000, with Tax Identification No. 090027346 and having its registered seat at 112 Athinon Avenue, 104 42 Athens, Greece (hereinafter the “**Company**”), following its resolution dated 30.10.2025 on the approval of the Company’s cross-border conversion plan pursuant to Articles 139α–139ιη and 104–117 of Law 4601/2019, Articles 47–51, 54, 56, 58 and 59 of Law 5162/2024, as well as Title X, Chapter VI, Section 2 of the Luxembourg Law of 10 August 1915 on Commercial Companies as amended, and following execution of the cross-border conversion plan dated 30.10.2025, hereby declares that it has examined the current financial position of the Company as at 30.09.2025. Based on this examination and on the information available to the Board of Directors as of today, 30.10.2025, and after having made reasonable enquiries, the Board is not aware of any reason why, upon completion of the cross-border conversion, the converted company would be unable to meet its liabilities, when such liabilities fall due.

Athens, 30.10.2025

For the Company

Jan Karas

BoD Chairman & Chief Executive Officer

ANNEX: BALANCE SHEET OF THE COMPANY 30.09.2025

| Amounts in thousands of euro                        | COMPANY          |                  |
|---|------------------|------------------|
|   | 30.09.2025       | 31.12.2024       |
| <b>Non - current assets</b>                         |                  |                  |
| Intangible assets                                   | 551,209          | 605,288          |
| Property, plant and equipment                       | 29,767           | 34,759           |
| Right-of-use assets                                 | 19,502           | 20,187           |
| Investment properties                               | 2,180            | 2,184            |
| Goodwill  | -                | -                |
| Investments in subsidiaries                         | 661,412          | 446,412          |
| Trade receivables                                   | 601              | 1,446            |
| Other non - current assets                          | 44,423           | 42,318           |
| Deferred tax assets                                 | -                | -                |
| Long – term investments                             | -                | -                |
| <b>Total non - current assets</b>                   | <b>1,309,095</b> | <b>1,152,593</b> |
| <b>Current assets</b>                               |                  |                  |
| Inventories   | 2,195            | 2,773            |
| Trade receivables                                   | 19,636           | 31,325           |
| Current income tax assets                           | -                | -                |
| Other current assets                                | 37,618           | 31,482           |
| Short – term investments                            | -                | -                |
| Cash and cash equivalents                           | <u>378,192</u>   | <u>139,494</u>   |
| <b>Total current assets</b>                         | <b>437,641</b>   | <b>205,074</b>   |
| <b>Total Assets</b>                                 | <b>1,746,736</b> | <b>1,357,667</b> |
| <b>Equity</b>                                       |                  |                  |
| Share capital                                       | 111,019          | 111,019          |
| Share premium                                       | 12,966           | 12,966           |
| Reserves  | 37,211           | 37,006           |
| Treasury shares                                     | (159,842)        | (159,842)        |
| Retained earnings                                   | <u>272,696</u>   | <u>400,549</u>   |
| <b>Equity attributable to owners of the Company</b> | <b>274,051</b>   | <b>401,699</b>   |
| Non-controlling interests                           | -                | -                |
| <b>Total equity</b>                                 | <b>274,051</b>   | <b>401,699</b>   |
| <b>Non-current liabilities</b>                      |                  |                  |
| Borrowings  | 308,425          | 567,611          |
| Lease liabilities                                   | 13,375           | 14,767           |
| Deferred tax liability                              | 42,340           | 44,232           |
| Employee benefit plans                              | 3,854            | 6,179            |
| Other non-current liabilities                       | <u>31,380</u>    | <u>10,851</u>    |
| <b>Total non-current liabilities</b>                | <b>399,374</b>   | <b>643,640</b>   |
| <b>Current liabilities</b>                          |                  |                  |
| Borrowings  | 628,529          | 75,711           |

|                                       |                  |                  |
|---------------------------------------|------------------|------------------|
| Lease liabilities                     | 6,687            | 6,397            |
| Trade payables                        | 83,932           | 94,561           |
| Employee benefit plans                | 4,234            | -                |
| Provisions                            | 3,334            | 3,567            |
| Current income tax liabilities        | 72,538           | 57,462           |
| Other current liabilities             | <u>274,058</u>   | <u>74,629</u>    |
| <b>Total current liabilities</b>      | <b>1,073,311</b> | <b>312,328</b>   |
| <b>Total liabilities</b>              | <b>1,472,685</b> | <b>955,967</b>   |
| <b>Total Equity &amp; Liabilities</b> | <b>1,746,736</b> | <b>1,357,667</b> |