

Gaming Realms plc

Section 172 Statement for the year ended 31 December 2023

The Board of Directors, in line with their duties under section 172 (“s172”) of the Companies Act 2016, act in a way they consider, in good faith, would be most likely to promote the success of the Company for the benefit of its members as a whole, and in doing so have regard to a range of matters when making decisions for the long term. Key decisions and matters that are of strategic importance to the Company are appropriately informed by s172 factors.

Section 172 of the Companies Act 2006 requires Directors to take into consideration the interests of stakeholders and other matters in their decision making. The Directors continue to have regard to the interests of the Company’s employees and other stakeholders, the impact of its activities on the community, the environment and the Company’s reputation for good business conduct, when making decisions. In this context, acting in good faith and fairly, the Directors consider what is most likely to promote the success of the Company for its members in the long term. We explain in this Annual Report, and below, how the Board engages with stakeholders.

The Board regularly reviews the Company’s principal stakeholders and how it engages with them. This is achieved through information provided by management and also by direct engagement with stakeholders themselves.

Shareholders

The Board is committed to maintaining constructive dialogue with shareholders and ensuring that it has a deep understanding of their views. It also recognises that shareholders consider a range of environmental, social and governance matters. The Chair, Chief Executive Officer and Chief Financial Officer, on behalf of the Board, meet shareholders regularly and report to the Board on these discussions. All Directors are also available to meet institutional investors on request.

Some of the activities undertaken during 2023 are summarised below:

- The Company has engaged with an Investor Relations consultant.
- The Chair engaged with key shareholders on corporate governance matters.
- The Non-Executive Directors have engaged with stakeholders during the year.
- Private individual shareholders were communicated with via the Company Secretary.
- The Chairman, Chief Executive Officer and Chief Financial Officer have conducted a number of “online” presentations and interviews in order to have greater transparency with shareholders.

AGM

All three of our Executive Directors attended the 2023 AGM and an average of 42% of the total issued share capital was voted across all resolutions. Shareholders were given the opportunity to send in questions in advance to be answered by the directors at the 2023 AGM on the Group’s strategy and future outlook.

The 2024 AGM will be held on 12 June 2024. Separate resolutions are proposed on each item of business.

Website and shareholder communications

Further details on the Group, our business and key financial dates can be found on our corporate website: www.gamingrealms.com

Players

We always ensure that Responsible Gambling is at the heart of our game design process and have recently built a tool for operators to configure stakes within games in order to manage their players responsibly. We only contract with licensed partners, ensuring that the players are given a high level of protection through these operators. As our games are certified in highly regulated markets such as the UK, USA and Sweden, the standards we have to provide for our games and RGS systems in terms of player protection is already set to an incredibly high level.

Customers

We are providing our customers with an increasing portfolio of unique games each year. We are making significant improvements to our platform in order to prepare for large scale growth.

We ensure our games and platform are fully tested before each new launch and adhere to any regulations required for them.

Trust is important to our customers and their end users, and our competitive customer offering is maintained through our unique Slingo IP, together with constant communication and emphasis on accounts management.

We have invested in account managers who work closely with our B2B partners to ensure good relationships and that we get maximum exposure for our content.

Employees

Employee engagement is critical to our future success. In a year of hybrid remote working, our employees have worked hard to support the business and sustain our culture.

Empowerment, career development, health and well-being and social responsibility are all areas our employees have told us they consider important in the workplace.

The Board gains an understanding of the views of our employees and the culture of the organisation through visits to our offices, one-to-one meetings, Board presentations and via assessment of office wide engagement scores and views.

We continue to monitor and develop our approach to performance management, to promote a culture of continuous improvement.

As a method of retaining its Executive Team, senior management and key employees, the Group issues share options linked to future service periods. During the year the Group granted 3.5 million such options (see Note 23) to its Executive Directors and certain employees.

Suppliers

We have established long-term partnerships that complement our in-house expertise and have built a network of specialised partners within the industry and beyond.

We have an open, constructive and effective relationship with all suppliers through regular meetings which provide both parties the ability to feedback on successes, challenges and the future roadmap.

Our procurement policy includes a commitment to sustainable procurement and mitigation against the risk of modern slavery, anti-bribery and corruption, and data protection/privacy breaches across our supply chain. We aim to operate to the highest professional standards, treating our suppliers in a fair and reasonable manner and settling invoices promptly.

We regularly monitor the relationship and engagement approach with our third-party suppliers.

Regulators

We have an open and transparent dialogue with the regulatory and industry bodies that we work with.

The Group has a compliance team to ensure that all regulatory guidelines are met in its gambling operations. The Group also maintains close legal counsel to advise on any changes to the regulatory framework, as well as updates on territories currently outside the Group's activities.

We have spent 2023 working with the Regulators on our successful applications for supplier licenses in West Virginia, Greece and Sweden, as well as our pending application in British Columbia.