

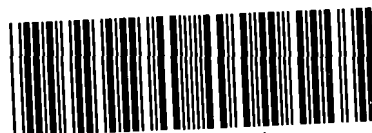
**REGISTERED NUMBER: 10801118 (England and Wales, United Kingdom)**

**SPORTECH GROUP HOLDINGS LIMITED**

**Strategic Report, Report of the Directors and**

**Financial Statements for the Year Ended 31 December 2018**

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**SPORTECH GROUP HOLDINGS LIMITED**

**Contents of the Financial Statements**  
**for the Year Ended 31 December 2018**

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**SPORTECH GROUP HOLDINGS LIMITED**

**Company Information**  
**for the Year Ended 31 December 2018**

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**DIRECTORS:**

T J Hearne  
R A McGuire

**REGISTERED OFFICE:**

Icarus House,  
Hawkfield Close,  
Hawkfield Business Park,  
Bristol,  
BS14 0BN

**REGISTERED NUMBER:**

10801118 (England and Wales, United  
Kingdom)

**INDEPENDENT AUDITORS**

PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
1 Embankment Place  
London  
WC2N 6RH

**SPORTECH GROUP HOLDINGS LIMITED****Strategic Report**  
**for the Year Ended 31 December 2018**

The Directors present their Strategic report of the Company for the financial Year Ended 31 December 2018.

**PRINCIPAL ACTIVITIES**

The principal activity of the Company is to act as an intermediate holding company for Sportech PLC and its trading subsidiaries. Investments are held in three subsidiary holding companies namely, Sportech Holdco 1 Limited, Sportech Holdco 2 Limited and Sportech Gaming Limited.

**REVIEW OF BUSINESS**

The profit for the year amounted to £nil (2017: profit for the period £18,269,000).

A dividend of £150,000,000 was paid during the year (2017: £34,960,000).

The Company has no external loan facilities or other long-term financial instruments as at 31 December 2018. Shareholders' funds amounted to £68,673 at 31 December 2018 (2017: £215,299).

**FUTURE DEVELOPMENTS**


There are no current plans to diversify into any other activity either by the company or its subsidiaries.

**PRINCIPAL RISKS AND UNCERTAINTIES**

The Board regularly reviews the risks associated with its activities and ensures that appropriate systems and controls are in place to mitigate the occurrence and impact of such risks. As an intermediary holding company, the principal risks and uncertainties faced are limited to those which impact its subsidiaries which include declining product popularity, the pace of technological change, industry competition and taxation. Details of those risks, and the Group's approach to risk and mitigating activities, can be found in the Risk Management section of the Group's Annual Report.

**KEY PERFORMANCE INDICATORS**

The Sportech Group's operations are managed on a divisional basis. For this reason, the Company's Directors believe that analysis using key performance indicators for the Company is not necessary or appropriate for an understanding of the development, performance or position of the business of the Company. The development, performance and position of Sportech PLC, which includes the Company, is discussed in the Operational and Financial Review sections of the Group's Annual Report for the year ended 31 December 2018 which does not form part of this report.

**SIGNED ON BEHALF OF THE BOARD:**
  
 .....  
 T. Hearne  
 Director

Date: 14 August 2019

**SPORTECH GROUP HOLDINGS LIMITED**

**Report of the Directors**  
**for the Year Ended 31 December 2018**

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The Directors present their Directors' report and audited financial statements of the Company for the financial Year Ended 31 December 2018.

**DIVIDENDS**

Dividends of £150,000,000 have been paid in 2018 (2017: £34,960,000). The Directors have not recommended the payment of a dividend as at the balance sheet date.

**DIRECTORS**

The Directors who held office during the year and up to the date of signing the financial statements were as follows:

R A McGuire  
T J Hearne (Appointed 4 October 2018)  
R Q M Cooper (Resigned 4 October 2018)

**DIRECTORS' THIRD-PARTY INDEMNITY PROVISIONS**

During the year, qualifying indemnity insurance was provided to the Directors. Such insurance remained in force throughout the year up to the date of signing the financial statements. No claim was made under the provision.

**GOING CONCERN**

The Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus, the Directors continue to adopt the going concern basis of accounting in preparing the annual statements.

Principal risks and uncertainties are disclosed in the Strategic Report on page 1.

**FINANCIAL RISK MANAGEMENT**

The Directors manage risk at a Group level across the whole business. The financial risk management policies and objectives of Sportech PLC, which includes the Company, are discussed in note 25 of the Group's Annual Report for the year ended 31 December 2018 which does not form part of this report.

**STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS**

The Directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law). Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing the financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 101, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006.

The Directors are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

**SPORTECH GROUP HOLDINGS LIMITED****Report of the Directors - continued**  
**for the Year Ended 31 December 2018****STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS**

So far as the Directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

**INDEPENDENT AUDITORS**

The independent auditors, PricewaterhouseCoopers LLP, have been reappointed as auditors for the ensuing year in accordance with section 485 of the Companies Act 2006.

**SIGNED ON BEHALF OF THE BOARD:**  
.....  
T. Hearne  
Director

Date: 14 August 2019

**SPORTECH GROUP HOLDINGS LIMITED****Independent Auditors' Report to the Members of  
Sportech Group Holdings Limited**

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**Report on the audit of the financial statements****Opinion**

In our opinion, Sportech Group Holdings Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2018 and of its result for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Financial Statements (the "Annual Report"), which comprise: the Balance Sheet as at 31 December 2018; the Income Statement and Other Comprehensive Income, the Statement of Changes in Equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

**Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

*Independence*

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

**Conclusions relating to going concern**

ISAs (UK) require us to report to you when:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

We have nothing to report in respect of the above matters.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern. For example, the terms on which the United Kingdom may withdraw from the European Union are not clear, and it is difficult to evaluate all of the potential implications on the company's trade, customers, suppliers and the wider economy.

**Reporting on other information**

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude

**SPORTECH GROUP HOLDINGS LIMITED**

**Independent Auditors' Report to the Members of  
Sportech Group Holdings Limited**

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that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

With respect to the Strategic Report and Report of the Directors, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

**Strategic Report and Report of the Directors**

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic Report and Report of the Directors for the year ended 31 December 2018 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic Report and Report of the Directors.

**Responsibilities for the financial statements and the audit**

*Responsibilities of the directors for the financial statements*

As explained more fully in the Statement of Directors' Responsibilities, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

*Auditors' responsibilities for the audit of the financial statements*

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditors' report.

*Use of this report*

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

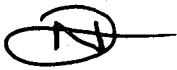


**SPORTECH GROUP HOLDINGS LIMITED****Independent Auditors' Report to the Members of  
Sportech Group Holdings Limited****Other required reporting****Companies Act 2006 exception reporting**

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.



Nigel Reynolds (Senior Statutory Auditor)  
for and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
London

14 August 2019

**SPORTECH GROUP HOLDINGS LIMITED****Income Statement and other comprehensive income  
for the Year Ended 31 December 2018**

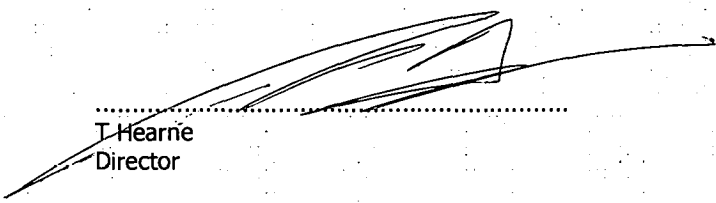
	Note	2018 £000	2017 £000
Administrative expenses	7	-	(166,689)
<b>OPERATING RESULT/(LOSS)</b>		-	(166,689)
Income from investments in subsidiaries		-	184,958
<b>PROFIT BEFORE TAXATION</b>		-	18,269
Tax on profit	6	-	-
<b>PROFIT FOR THE FINANCIAL YEAR</b>		-	18,269
Other comprehensive income		-	-
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>		-	18,269

There is no other comprehensive income for the year (2017: £nil).

**SPORTECH GROUP HOLDINGS LIMITED****Balance Sheet  
as at 31 December 2018**

	Note	2018 £000	2017 £000
<b>FIXED ASSETS</b>			
Investments	7	68,673	65,299
<b>CURRENT ASSETS</b>			
Debtors	8	-	150,000
<b>NET CURRENT ASSETS</b>		-	150,000
<b>NET ASSETS</b>		68,673	215,299
<b>CAPITAL AND RESERVES</b>			
Called up share capital	9	2	2
Capital contribution reserve		17,131	13,757
Retained earnings		51,540	201,540
<b>TOTAL SHAREHOLDERS' FUNDS</b>		68,673	215,299

These financial statements on pages 7 to 15 were approved by the Board of Directors on 14 August 2019 and were signed on its behalf by:



T. Hearne  
Director

Company Registration Number: 10801118

**SPORTECH GROUP HOLDINGS LIMITED****Statement of Changes in Equity**  
**for the Year Ended 31 December 2018**

	Share capital £000	Share premium £000	Retained earnings £000	Capital contribution reserve £000	Total £000
Opening balance at 2 June 2017	-	-	-	-	-
<b>Changes in equity</b>					
Profit for the financial year and total comprehensive income	-	-	18,269	-	18,269
Issue of share capital	2	218,231	-	-	218,233
Share premium cancellation	-	(218,231)	218,231	-	-
Capital contribution	-	-	-	13,757	13,757
Dividend paid	-	-	(34,960)	-	(34,960)
Balance at 31 December 2017	2	-	201,540	13,757	215,299
<b>Changes in equity</b>					
Result for the financial year and total comprehensive income	-	-	-	-	-
Capital contribution	-	-	-	3,374	3,374
Dividend paid	-	-	(150,000)	-	(150,000)
Total changes in equity	-	-	(150,000)	3,374	(146,626)
<b>Balance at 31 December 2018</b>	<b>2</b>	<b>-</b>	<b>51,540</b>	<b>17,131</b>	<b>68,673</b>

## **SPORTECH GROUP HOLDINGS LIMITED**

### **Notes to the Financial Statements** **for the Year Ended 31 December 2018**

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#### **1. GENERAL INFORMATION**

Sportech Group Holdings Limited ("the Company") is an intermediate holding company for Sportech PLC and its trading subsidiaries. Investments are held in three subsidiary holding companies namely, Sportech Holdco 1 Limited, Sportech Holdco 2 Limited and Sportech Gaming Limited.

#### **2. STATUTORY INFORMATION**

Sportech Group Holdings Limited is a private company, limited by shares, incorporated, registered and domiciled in England and Wales, United Kingdom. The Company's registered address is Icarus House, Hawkfield Close, Hawkfield Business Park, Bristol, BS14 0BN.

#### **3. ACCOUNTING POLICIES**

##### **BASIS OF PREPARATION**

The financial statements of Sportech Group Holdings Limited have been prepared in accordance with Financial Reporting Standard 101. 'Reduced Disclosure Framework' (FRS 101). The financial statements have been prepared under the historical cost convention and in accordance with the Companies Act 2006 as applicable to companies using FRS 101. The accounting policies below have been applied consistently, other than where new policies have been adopted.

There are no new standards, amendments or interpretations effective in the year applicable to the Company.

The Company is a wholly-owned subsidiary of Sportech PLC and is included in the consolidated financial statements of Sportech PLC which are publicly available. Consequently, the Company has taken advantage of the exemption from preparing consolidated financial statements under the terms of section 400 or section 401 of the Companies Act 2006.

The company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by FRS 101 "Reduced Disclosure Framework":

- the requirements of IFRS 7 Financial Instruments: Disclosures;
- the requirements of paragraphs 91 to 99 of IFRS 13 Fair Value Measurement;
- the requirement in paragraph 38 of IAS 1 Presentation of Financial Statements to present comparative information in respect of:
  - paragraph 79(a)(iv) of IAS 1;
  - paragraph 73(e) of IAS 16 Property, Plant and Equipment; and
  - paragraph 118(e) of IAS 38 Intangible Assets;
- the requirements of paragraphs 10(d), 16, 38A, 38B, 38C, 38D and 111 of IAS 1 Presentation of Financial Statements;
- the requirements of paragraphs 134 to 136 of IAS 1 Presentation of Financial Statements;
- the requirements of IAS 7 Statement of Cash Flows;
- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors;
- the requirements of paragraph 17 of IAS 24 Related Party Disclosures.

##### **GOING CONCERN**

On the basis of their assessment of the Company's financial position and resources, the Directors believe that preparing the financial statements on the going concern basis as appropriate.

##### **CRITICAL JUDGEMENTS**

Critical judgements are applied by management in the preparation of these financial statements in considering the recoverable value of the Company's investments and intercompany debtors. This is reviewed in conjunction with the Sportech Group's Board approved financial projections to determine the value that can be extracted from future trading and the surplus net assets of the Company's subsidiaries.

**SPORTECH GROUP HOLDINGS LIMITED****Notes to the Financial Statements - continued**  
**for the Year Ended 31 December 2018**

Those judgements are based on management's best view of rates of industry decline, customer attrition and churn, success of newly built venues, industry competition, fair value of surplus assets, and discount rates appropriate for each individual business unit. The actual value derived from these items may ultimately differ from the judgments applied by management.

**DIVIDENDS**

Final dividends to the Company's shareholders are recognised as a liability in the financial statements in the period in which the dividends are approved by the Company's shareholders. Dividend income is recognised when the right to receive payment is established.

**TAXATION**

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the income statement because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the balance sheet date.

**INVESTMENT IN SUBSIDIARY UNDERTAKINGS**

The investment in subsidiary undertakings is valued at cost of shares less amounts written off.

**IMPAIRMENT OF FIXED ASSET INVESTMENTS**

Fixed asset investments are subject to review for impairment in accordance with FRS 11, Impairment of Fixed Assets and Goodwill. Any impairment would be recognised in the profit and loss account in the period in which it occurs.

**4. EMPLOYEES AND DIRECTORS**

The Company has no employees (2017: nil). The Directors' remuneration is borne entirely by another Group company. The emoluments of the Directors are disclosed in the Remuneration Report within the Sportech PLC Annual Report 2018 which is available on the parent company's website at [www.sportechplc.com/investors/results](http://www.sportechplc.com/investors/results).

**5. AUDITORS' REMUNERATION**

Fees payable in respect of the audit of these financial statements have been borne by Sportech PLC Group companies and no recharges have been borne by the Company.

	<b>2018</b>	2017
	<b>£000</b>	£000
<b>6. TAX ON PROFIT</b>		
<b>Analysis of tax expense</b>		
Current tax:		
UK Corporation tax based on the profit for the year/period	-	-
<b>Total tax expense</b>	<u>-</u>	<u>-</u>

**FACTORS AFFECTING THE TAX EXPENSE**

The tax assessed for the year is the same as (2017: lower than) the standard rate of corporation tax in the UK. The difference is explained below:

	<b>2018</b>	2017
	<b>£000</b>	£000
Profit before tax	-	18,269
Profit before tax at the standard rate of corporation tax of 19.00% (2017: 19.00%)	-	3,471
Effects of:		
Permanent differences	-	(3,471)
<b>Total tax expense</b>	<u>-</u>	<u>-</u>

**Factors that may affect future tax charges**

As the Company's year end is after the substantive enactment date (15 September 2016) of the Finance Act 2016, these financial statements account for the change in the UK Corporation Tax rate from 19% to 17% with effect from 1 April 2020.

**SPORTECH GROUP HOLDINGS LIMITED****Notes to the Financial Statements - continued**  
**for the Year Ended 31 December 2018**

	<b>2018</b>	2017
	<b>£000</b>	£000
<b>7. INVESTMENTS</b>		
<b>COST</b>		
Opening balance	<b>231,988</b>	-
Share for share exchange	-	218,232
Additions	<b>3,374</b>	13,756
At 31 December	<b><u>235,362</u></b>	<u>231,988</u>
<b>PROVISIONS FOR IMPAIRMENT</b>		
Opening balance	<b>(166,689)</b>	-
Impairment	-	(166,689)
At 31 December	<b><u>(166,689)</u></b>	<u>(166,689)</u>
<b>NET BOOK VALUE</b>		
At 31 December	<b><u>68,673</u></b>	<u>65,299</u>

Directly owned subsidiary undertakings at the year end are shown below (incorporated in England & Wales):

<b>Name of Company</b>	<b>Nature of Business</b>
Sportech Gaming Limited	Holding company of the Sportech Pools Limited holding company
Sportech Holdco 1 Limited	Holding company of North American subsidiaries
Sportech Holdco 2 Limited	Holding company of European subsidiaries

All directly owned subsidiaries are wholly owned, and the investments comprise ordinary shares.

A full listing of the Company's indirectly owned subsidiaries is included in note 12.

	<b>2018</b>	2017
	<b>£000</b>	£000
<b>8. DEBTORS</b>		
Amounts owed by Group undertakings	<b><u>-</u></b>	<u>150,000</u>

Amounts owed by Group undertakings were owed by other UK companies of the Sportech Group. The balance was non-interest bearing and repayable on demand.

**SPORTECH GROUP HOLDINGS LIMITED****Notes to the Financial Statements - continued**  
**for the Year Ended 31 December 2018****9. CALLED UP SHARE CAPITAL****Allotted, issued and fully paid:  
Number:**

	<b>Class:</b>	<b>Nominal value:</b>	<b>2018 £</b>	<b>2017 £</b>
80,000 (2017: 80,000)	Ordinary	2p	<b>1,600</b>	1,600
10,000 (2017: 10,000)	A Ordinary	5p	<b>500</b>	500
8,315 (2017: 5,000)	B Ordinary	0.01p	<b>1</b>	1
			<b>2,101</b>	<b>2,101</b>

Ordinary shares other than A ordinary and B ordinary shares carry full voting and dividend rights. These were issued to the immediate parent company, Sportech PLC, in exchange for its investments in Sportech Gaming Limited, Sportech Holdco 1 Limited and Sportech Holdco 2 Limited.

A Ordinary shares carry voting rights but no dividend rights. B Ordinary shares carry no voting or dividend rights.

A Ordinary and B Ordinary shares were issued in exchange for cash at their market value of £0.05 per share.

**10. DIVIDENDS**

	<b>2018 £000</b>	<b>2017 £000</b>
<b>Equity - ordinary</b>		
Interim paid: £1,875,000 (2017: £nil) per share	<b>150,000</b>	-

The Directors are not proposing a final dividend in respect of the financial year ending 31 December 2018.

**11. ULTIMATE PARENT COMPANY**

The ultimate and immediate parent undertaking and controlling party is Sportech PLC, which is the parent undertaking of the smallest and largest group to consolidate these financial statements. The Directors regard Sportech PLC as the ultimate controlling party. Copies of Sportech PLC consolidated financial statements can be obtained from the Company's Secretary at Icarus House, Hawkfield Close, Hawkfield Business Park, Bristol, BS14 0BN.

**12. RELATED PARTY DISCLOSURES**

The Company has taken advantage of the exemption under FRS 101 in respect of transactions with related parties, on the basis that it is a wholly owned subsidiary of a group headed by Sportech PLC, whose financial statements are publicly available. Accordingly, no transactions with other Sportech PLC group members are disclosed. There were no other related party transactions in the year ended 31 December 2018 (2017: none).



**SPORTECH GROUP HOLDINGS LIMITED****Notes to the Financial Statements - continued  
for the Year Ended 31 December 2018****13. SUBSIDIARY UNDERTAKINGS**

A full list of the direct and indirect subsidiary undertakings is shown below:

<b>Subsidiaries, excluding dormant companies</b>	<b>Country of incorporation</b>	<b>Registered address</b>	<b>Class of shares held</b>	<b>Shareholding</b>
Sportech Gaming Limited	England & Wales	1	Ordinary	100%
Sportech Pools Limited	England & Wales	1	Ordinary	100%
Sportech Pools Games Limited	England & Wales	1	Ordinary	100%
Sportech Holdco 1 Limited	England & Wales	1	Ordinary	100%
Sportech Holdco 2 Limited	England & Wales	1	Ordinary	100%
Datatote (England) Limited	England & Wales	2	Ordinary	100%
Sportech Mauritius Limited	Mauritius	3	Ordinary	100%
Sportech, Inc.	United States	4	Ordinary	100%
Sportech Venues, Inc.	United States	4	Ordinary	100%
eBet Technologies, Inc.	United States	4	Ordinary	100%
Sportech Venues California, LLC	United States	4	Ordinary	100%
Sportech Venues CA Holdco, LLC	United States	4	Ordinary	100%
Sportech Games Holdco, LLC	United States	4	Ordinary	100%
Sportech Racing, LLC	United States	5	Ordinary	100%
Bump Worldwide, Inc.	Canada	6	Ordinary	100%
Sportech Racing Canada, Inc.	Canada	6	Ordinary	100%
1891323 Ontario, Inc.	Canada	6	Ordinary	100%
Sportech Racing Panama, Inc.	Panama	7	Ordinary	100%
Sportech Racing Limited	British Virgin Islands	8	Ordinary	100%
Racing Technology Ireland Limited	Ireland	9	Ordinary	100%
Autotote Europe GmbH	Germany	10	Ordinary	100%
Sportech Racing GmbH	Germany	11	Ordinary	100%
Sportech Racing Turkey	Turkey	12	Ordinary	100%
Sportech Racing SAS	France	13	Ordinary	100%

<b>Joint ventures and associates of the Sportech Group</b>	<b>Country of incorporation</b>	<b>Registered address</b>	<b>Class of shares held</b>	<b>Shareholding</b>
Sportshub Private Limited	India	14	Ordinary	50%
S&S Venues California, LLC	United States	4	Ordinary	50%
DraftDay Gaming Group, Inc	United States	15	Ordinary	30%

**SPORTECH GROUP HOLDINGS LIMITED****Notes to the Financial Statements - continued  
for the Year Ended 31 December 2018****13. SUBSIDIARY UNDERTAKINGS - continued**

<b>Dormant companies</b>	<b>Country of incorporation</b>	<b>Registered address</b>	<b>Class of shares held</b>	<b>Shareholding</b>
Sportech Trustees Limited	England & Wales	1	Ordinary	100%
Thepools.com Limited	England & Wales	1	Ordinary	100%
C&P Promotions Limited	England & Wales	1	Ordinary	100%
Pools Promotions Limited	England & Wales	1	Ordinary	100%
Sportech Pools Competitions Company Limited	England & Wales	1	Ordinary	100%
Bet 247 Limited	England & Wales	1	Ordinary	100%
Pools Company Limited	England & Wales	1	Ordinary	100%
Sportech Management Limited	Scotland	16	Ordinary	100%
Sportech Pools Trustee Company Limited	Scotland	16	Ordinary	100%

**Registered addresses**

<b>Number</b>	<b>Country</b>	<b>Address</b>
1	England & Wales	Icarus House, Hawkfield Close, Hawkfield Business Park, Bristol, BS14 0BN
2	England & Wales	Icarus House, Hawkfield Close, Hawkfield Business Park, Bristol, BS14 0BN
3	Mauritius	Intercontinental Trust Limited, Level 3, Alexander House, 35 Cybercity, Ebene, Mauritius
4	United States	600 Long Wharf Drive, New Haven, CT 06511
5	United States	1095 Windward Ridge Parkway, Suite 170, Alpharetta, GA 30005
6	Canada	CSC North America Inc., 45 O'Connor Street, Suite 1600, Ottawa, Ontario K1P 1A4
7	Panama	Arias, Fabrega & Fabrega, Plaza 2000 Building, 50th Street, Panama
8	British Virgin Islands	Trident Chambers, POB 146, Road Town, Tortola, British Virgin Islands
9	Ireland	Unit 3, IDA Technology Park, Garrycastle, Athlone, Co. Westmeath, Ireland
10	Germany	Nienhausenstrasse 42, 45883 Gelsenkirchen, Germany
11	Germany	Katernbergerstrasse 107, 45327 Essen, Germany
12	Turkey	AksuKosuyolu Cad. Kalaycioglu Sitesi No: 19/1 Bakirkoy Istanbul
13	France	8 Rue des Freres Caudron, 78140 Velizy, Villacoublay, France
14	India	Tower 2, 4th Floor, International Infotech Park, Vashi Railway Station, New Mumbai
15	United States	Corporation Service Company, 2711 Centreville Road, Suite 400, Wilmington, DE 19808
16	Scotland	Collins House, Rutland Square, Edinburgh, Midlothian, EH1 2AA