

Interim report for the period 1 January – 30 June 2017

All amounts in the report relate to the Group and are stated in SEK thousands unless otherwise indicated. Figures in brackets refer to the corresponding period in the previous year.

Strong momentum drives vigorous growth

Second quarter

- Revenue amounted to SEK 42,675 (4,812) thousand, an increase of 787%.
- Operating profit before depreciation (EBITDA) was SEK 25,943 (-498) thousand.
- Operating profit (EBIT) was SEK 25,688 (-639) thousand.

First six months

- Revenue amounted to SEK 83,639 (8,860) thousand, an increase of 826%.
- Operating profit before depreciation (EBITDA) was SEK 50,985 (-1,082) thousand.
- Operating profit (EBIT) was SEK 50,485 (-1,360) thousand.

Outlook

For the full year 2017, the Board has prepared a forecast for Net Gaming, with EBITDA amounting to circa SEK 110 million. The forecast does not include any additional acquisitions.

CEO's comments



If the first quarter started the year in the best possible way, the second quarter continued in the same way, with continuing strong growth. The second quarter is normally the weakest in the year due to seasonal variations in the gaming industry. Net Gaming's revenue increased by SEK 37.9 million, corresponding to growth of 787%, while EBITDA increased by SEK 26.4 million compared with the same period the previous year.

The development within our business segment lead generation in 2017 has been stronger than expected, with revenue for the second quarter showing organic growth of 25% and adjusted EBITDA increasing by as much as 45% compared with the same period the previous year. Revenue for the first six months of 2017 increased by 17%, while EBITDA increased by 29% compared with the same period the previous year. This

should be seen in relation to the fact that Highlight Media showed revenue growth of about 12% for the full year 2016 compared with 2015 and adjusted EBITDA growth of about 28% compared with the previous year. It is of course pleasing to be able to say that Highlight Media also continues to perform well under Net Gaming's control and I see good opportunities for continuing growth.

I have received a number of questions about our reported tax expense. Normally Net Gaming is most likely to meet the basic requirements for tax reduction in Malta, which means that the effective tax rate in the Group will be around 5%. Because we also have unutilized tax loss carry-forwards, our effective tax will be 0% right now. In line with accounting principles, the loss carry-forwards are recognized as an expense directly in the income statement. This, despite the fact that no current tax expense arises and no tax has to be paid.

The growth strategy we have developed also includes acquisitions, which we review continuously. There are a few interesting acquisition candidates, but this is also dependent on the required funding being in place, and Net Gaming's Board is therefore looking at different options for optimising the capital structure.

Marcus Teilman, President and CEO

Significant events in the second quarter

- SEK 8,999,995.50 of the convertible debenture has been converted into 1,999,999 new shares.
- Board members Jonas Bertilsson, Tobias Fagerlund, Henrik Kwick, Jonas Söderqvist and Marcus Teilman were re-elected at the annual general meeting on 30 May 2017.
- The meeting on 30 May 2017 also adopted the introduction of a new incentive programme consisting of 1,200,000 employee share options. The share options give entitlement to subscribe for 1,200,000 new shares in Net Gaming and can be exercised in the period 1 July 2020 – 30 August 2020.
- Net Gaming has paid an additional consideration related to the acquisition of HLM Malta Ltd. Approx. EUR 5.5 million was settled in cash and the remaining approx. EUR 1.7 million in shares. Approx. EUR 2.4 million of the EUR 5.5 million payment was made after the end of the quarter.

Significant events after the end of the quarter

- The new share issue for payment of the additional purchase consideration associated with the acquisition of HLM Malta Ltd has been registered by the Swedish Companies Registration Office, corresponding to 1,544,772 new shares.
- SEK 7,499,997.50 of the convertible debenture has been converted into 1,666,666 new shares.

Description of Net Gaming

Net Gaming currently operates two different business areas: affiliation/lead generation and iGaming operations. Affiliate operations are conducted through Highlight Media and account for about 93% of Net Gaming's total revenue. iGaming operations are conducted under two brands: PokerLoco and CasinoLoco.

Affiliate operations

Highlight Media was founded in 2003 and is a pioneer in lead generation in iGaming, in other words an Affiliate. PokerListings, one of the world's most prominent and well-known brands in the poker segment, was launched in 2003. CasinoTop10 was launched in 2004 and a number of additional brands have also been launched since then. HLM currently operates over 130 sites in 30 countries.

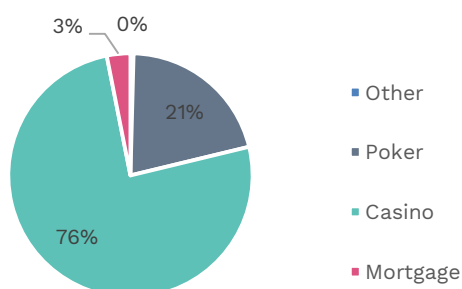
Highlight has over 80 employees, 10 of whom work through consulting agreements. Content writers, developers, project managers, SEO specialists, designers and other staff are based at the office in Malta. The focus is on systematically and methodically working every day to provide a

high-quality product for the end users, namely the online players. This is done by developing websites with a large amount of quality content, such as poker and casino guides, rules and strategies on how to play poker, reviews of iGaming operators, leader boards for iGaming operators, and bonuses, banners and targeted offers for players. When a player clicks on one of these links on Highlight's websites, they are taken to the iGaming operator in question. This process is called a lead. Once the player has created an account with the iGaming operator and made their first deposit, this triggers a payment to Highlight (Qualified Referral).

The focus is on quality and well-written content, which gives online players a sense of security and quality, and is a direct success factor for Highlight.

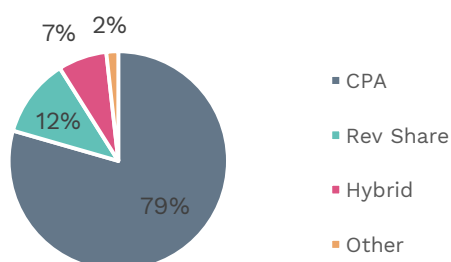
Highlight has a proprietary Business Intelligence system that has collected a large amount of data over several years, which means that Highlight's traffic is constantly and progressively optimised to increase the quality of referrals to iGaming operators, thereby increasing competitiveness and allowing higher payment for the services provided.

Revenue distribution by segment



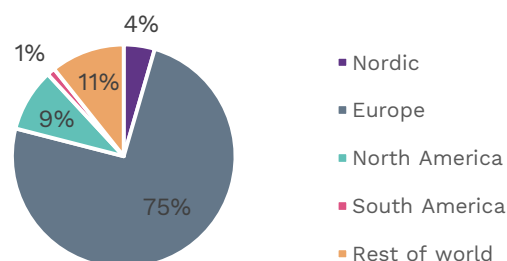
The majority of HLM's revenue comes from casino and poker. About 3% of the revenue comes from finance, while other revenue comes from areas such as bingo, e-sport, lotto and fantasy sports.

Revenue models for Casino and Poker



HLM's payments come through different revenue models. The most common model is CPA (cost per acquisition). This is non-recurring revenue that HLM receives when it has referred a paying player to one of its customers (operators). HLM considers CPA to be one of the most attractive models for receiving payment, as Highlight constantly optimises its traffic to increase conversion rates and the quality of its leads. Another way to receive payments is through revenue sharing. Under this model, HLM is paid over time as players registered with the operators continue to play. HLM also receives payments through a combination of these two (hybrid) or any other methods, such as permanent advertising space.

Geographic distribution of Casino and Poker



HLM's revenue comes mainly from different European markets, such as France, the Netherlands, Italy, Spain, the UK and Germany. Essentially all markets developed positively in the second quarter of 2017, and in particular Nordic, South America and Rest of world are expected to account for an increasing share of total revenue in the long term.

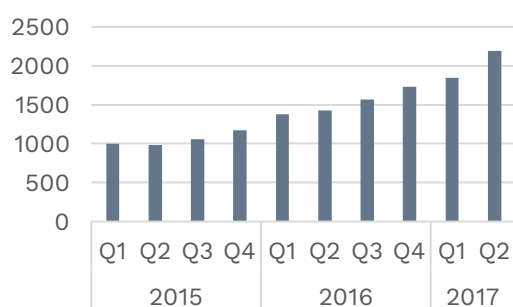
About 54% of the traffic to HLM's sites comes from mobile devices.

FTD development for Casino and Poker



The chart above shows a type of index for FTD development over time for casino and poker aggregated. FTD stands for first time depositor, i.e. a newly depositing customer that HML has referred to one of its customers (operators).

FTD development for Casino



Growth for casino has been clearly stronger, as shown in the chart above. It is particularly pleasing to see the positive trend since Net Gaming completed the acquisition of Highlight, with a number of new initiatives subsequently launched that have had a direct positive effect on growth in the number of depositing customers and the Group's revenue.

Additional purchase consideration for Highlight

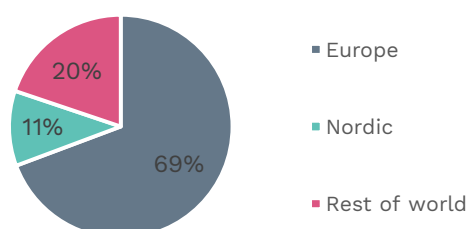
Net Gaming has paid the seller of HLM approx. EUR 7.2 million of the total additional consideration of approx. EUR 12.9 million. Net Gaming considers it highly likely that the additional consideration, which means 5.5 MEUR, will be paid in full, given the strong earnings growth HLM has shown.

iGaming operations

PokerLoco is an iGaming operator that was founded in 2005, with a strong focus on Latin America. CasinoLoco was launched in 2013 and in the same year, both sites were launched on a proprietary technical platform. This allows customisation of the game software suppliers and payment methods that are offered to players, rather than being dependent on a third-party system that often has long lead times for

making changes. The iGaming operations currently have a total database of over 1 million registered players, as well as extensive data on the gaming behaviour of different customer groups, both in terms of the type of game and behaviour in local markets. This information is significant from a customer loyalty perspective, as it is important to retain customers in order to increase their total player value, but it also provides synergies for our business segment lead generation, which can then continue to optimise its content by making it more relevant for visitors, particularly in local markets, but also through various niche brands.

Geographic distribution of PokerLoco



The pie chart above shows the distribution of the number of active players per geographic market. "Rest of world" is virtually exclusively Latin America. The value per player from Latin America is much lower than for a player from Europe. It is Net Gaming's assessment that Latin America has great potential in the long term and it is therefore part of the long-term strategy to focus on Latin America. The proportion of active players and the share of revenue from Latin America has increased in recent years and this is a trend we hope will persist.

Tax expense and deferred tax

Tax expense consists of both current tax, i.e. tax on taxable income for the year, and changes in deferred tax assets and tax liabilities.

Current tax is based on taxable profit for the year.

The tax rate in Malta is 35%, but we believe that we reach the conditions to obtain a tax reduction in connection with dividends, which means that the effective tax rate for the Group can be about 5%.

For the Group, Net Gaming reports current tax on taxable income for the year for the companies that have tax surpluses and reduces tax expense by the tax reduction received only when all criteria for obtaining a tax reduction are met.

Deferred tax is the tax that the Company expects to pay or receive due to differences between the carrying amounts of assets and liabilities and their corresponding tax bases used in the calculation of taxable profit.

Deferred tax assets arising from the carryforward of unused tax losses are recognised to the extent that it is probable that they can be utilised and will result in lower tax payments in the future. There are unutilised tax loss carryforwards from previous years in the acquired company HLM Malta Limited and its underlying group.

When tax loss carryforwards are utilised, the effect in the financial statements is that deferred tax assets are reduced and the change in deferred tax assets is recognised as a tax expense. This is despite the fact that no current tax expense arises and no tax has to be paid.

The distribution of current tax and change in deferred tax is shown in the table below.

	01/04/2017	01/04/2016	01/01/2017	01/01/2016
Amounts in SEK thousands	30/06/2017	30/06/2016	30/06/2016	30/06/2017
Group				
Current tax	-7,855	-	-14,318	-
Deferred tax	1,370	-	2,689	-
Total tax	-6,485	0	-11,629	0
Parent Company				
Current tax	-	-	-	-
Deferred tax	234	-	380	-
Total tax	234	0	380	0

Consolidated Statement of Comprehensive Income

	01/04/2017 30/06/2017	01/04/2016 30/06/2016	01/01/2017 30/06/2017	01/01/2016 30/06/2016
<i>Amounts in SEK thousands</i>				
Revenue, affiliate operations	40,251	-	77,720	-
Revenue, gaming operations	2,424	4,812	5,919	8,860
Total revenue	42,675	4,812	83,639	8,860
Operating expenses, gaming operations	-766	-1,626	-1,719	-3,046
Capitalised work for own account	77	67	152	173
Marketing expenses	-4,088	-2,702	-7,647	-5,095
Other external expenses	-4,396	-885	-8,702	-1,360
Personnel expenses	-7,765	-466	-15,243	-1,007
Other operating income	268	302	567	393
Other operating expenses	-62	-	-62	-
EBITDA	25,943	-498	50,985	-1,082
Depreciation and amortisation	-255	-141	-500	-278
Operating profit/loss (EBIT)	25,688	-639	50,485	-1,360
Interest and similar income	-	-	-	-
Interest and similar expenses	-11,916	-112	-23,454	-152
Other financial items	695	-	535	-
Net financial items	-11,221	-112	-22,919	-152
Profit/loss before tax	14,467	-751	27,566	-1,512
Tax	-6,485	-	-11,629	-
Profit/loss for the year	7,982	-751	15,937	-1,512
Earnings per share (SEK)	0.13	-0.01	0.27	-0.03
Earnings per share after dilution (SEK)	0.09		0.18	
Other comprehensive income, income and expenses recognised directly in equity Exchange differences on translation of foreign operations	-839	-214	-591	-362
Other comprehensive income for the year	-839	-214	-591	-362
Total comprehensive income for the period	7,143	-965	15,346	-1,874
Comprehensive income per share (SEK)	0.12	-0.02	0.26	-0.03
Comprehensive income per share after dilution (SEK)	0.08		0.17	

Consolidated Statement of Financial Position

Amounts in SEK thousands	30/06/2017	31/12/2016	30/06/2016
ASSETS			
Non-current assets			
Property, plant and equipment	710	761	45
Goodwill	370,254	370,254	-
Other intangible assets	5,628	5,707	5,761
Other non-current receivables	5,016	6,911	-
Deferred tax assets	36,804	36,338	-
Total non-current assets	418,412	419,971	5,806
Current assets			
Trade receivables	14,221	14,390	96
Other current assets	11,306	10,808	734
Cash and bank balances	44,659	58,999	39,621
Total current assets	70,186	84,197	40,451
TOTAL ASSETS	488,598	504,168	46,257
EQUITY AND LIABILITIES			
Equity	45,226	4,456	-2,826
Provisions			
Other provisions	53,311	52,725	-
Non-current liabilities			
Liabilities to parent company	-	-	34,000
Other non-current liabilities	295,136	332,409	-
Deferred tax liabilities	8,533	10,998	-
Total non-current liabilities	303,669	343,407	34,000
Current liabilities			
Trade payables	2,063	3,249	718
Liabilities to Parent Company	3,324	3,243	2,383
Tax liabilities	15,790	1,337	-
Other current non-interest-bearing liabilities	65,215	95,751	11,982
	86,392	103,580	15,083
TOTAL EQUITY AND LIABILITIES	488,598	504,168	46,257

Consolidated Statement of Changes in Equity

	Share capital	Not registered capital	Other paid-in capital	Translation reserve	Retained earnings incl. year's	Total equity
Opening equity, 1 Jan 2016	14,957	–	28,559	-1,921	-42,547	-952
Equity component of convertible debenture	–	–	8,169	–	–	8,169
Deferred tax on equity component	–	–	-1,797	–	–	-1,797
Comprehensive income for the year	–	–	–	-976	12	-964
Closing equity, 31 Dec 2016	14,957	–	34,931	-2,897	-42,535	4,456
Opening equity, 1 Jan 2017	14,957	–	34,931	-2,897	-42,535	4,456
Comprehensive income for the period	–	–	–	248	7,955	8,203
Closing equity, 31 Mar 2017	14,957	–	34,931	-2,649	-34,580	12,659
Opening equity, 1 Apr 2017	14,957	–	34,931	-2,649	-34,580	12,659
Conversion into shares, Apr 2017	519	–	8,036	–	–	8,555
Settlement issue decided 30 Jun 2017	–	402	16,467	–	–	16,869
Comprehensive income for the period	–	–	–	-839	7,982	7,143
Closing equity, 30 Jun 2017	15,476	402	59,434	-3,488	-26,598	45,226

Consolidated Cash Flow Statement

	01/04/2017 30/06/2017	01/04/2016 30/06/2016	01/01/2017 30/06/2017	01/01/2016 30/06/2016
<i>Amounts in SEK thousands</i>				
Cash flow from operating activities	26,499	2,743	49,797	3,507
Cash flow from investing activities	-54,173	-86	-54,260	-196
Cash flow from financing activities	-10,667	34,000	-10,760	34,000
Cash flow for the period	-38,341	36,657	-15,223	37,311
Cash & cash equivalents at beginning of period	82,144	2,987	58,999	2,453
Exchange rate differences in cash	569	90	467	111
Translation differences on consolidation of subsidiaries	287	-113	416	-254
Cash & cash equivalents at end of period	44,659	39,621	44,659	39,621

Key figures, Group

	01/04/2017 30/06/2017	01/04/2016 30/06/2016	01/01/2017 30/06/2017	01/01/2016 30/06/2016
Operating margin	60%	neg	60%	neg
Equity/assets ratio	9%	-6%	9%	-6%
Return on equity	28%	neg	64%	neg
Equity per share, SEK	0.76	-0.05	0.76	-0.05
Number of shares at beginning of period	57,525,000	57,525,000	57,525,000	57,525,000
Number of shares at end of period	59,524,999	57,525,000	59,524,999	57,525,000
Average number of shares during period	59,191,666	57,525,000	58,309,530	57,525,000
Number of shares on maximum dilution	89,836,111		89,836,111	
Market price per share at end of period	8.60	3.13	8.60	3.13

Definitions of key figures

Operating margin	Operating profit/loss as a percentage of sales.
Equity/assets ratio	Equity as a percentage of total assets.
Return on equity	Profit/loss after tax divided by average equity.
Earnings per share, SEK	Profit/loss after tax divided by the average number of shares.
Equity per share, SEK	Equity divided by the number of shares outstanding.

Income Statement – Parent Company

	01/04/2017	01/04/2016	01/01/2017	01/01/2016
<i>Amounts in SEK thousands</i>	<i>30/06/2017</i>	<i>30/06/2016</i>	<i>30/06/2017</i>	<i>30/06/2016</i>
Revenue	131	383	233	727
Total revenue	131	383	233	727
OPERATING EXPENSES				
Other external expenses	-1,020	-342	-1,586	-542
Personnel expenses	-34	-170	-46	-375
Other operating income	-165	-	-62	-
Operating profit/loss	-1,088	-129	-1 461	-190
<i>Profit/loss from financial items</i>				
Profit/loss from investments in Group companies	9,741	-5	9,684	-61
Other interest and similar income	3,933	108	7,612	215
Interest and similar expenses	-11,806	-112	-23,453	-152
Profit/loss after financial items	780	-138	-7,618	-188
Tax on profit/loss for the year	234	-	380	-
Profit/loss for the year	1,014	-138	-7,238	-188

Balance Sheet – Parent Company

Amounts in SEK thousands

30/06/2017

31/12/2016

30/06/2016

ASSETS

Non-current assets

Financial assets

Investments in Group companies	324,562	324,562	11
Non-current receivables from Group companies	86,195	116,286	12,574
Other non-current receivables	5,016	6,911	–
Total financial assets	415,773	447,759	12,585
Total non-current assets	415,773	447,759	12,585

Current assets

Current receivables

Receivables from Group companies	5,812	24,653	710
Other current assets	5,520	5,724	167
Cash and bank balances	25,010	20,011	34,064
Total current assets	36,342	50,388	34,941

TOTAL ASSETS	452,115	498,147	47,526
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EQUITY AND LIABILITIES

Equity	45,138	26,952	10,018
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Provisions

Other provisions	53,311	52,725	–
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Non-current liabilities

Liabilities to Parent Company	–	–	34,000
Other non-current liabilities	295,136	332,409	–
Deferred tax liabilities	1,290	1,670	–
Total non-current liabilities	296,426	334,079	34,000

Current liabilities

Trade payables	240	441	420
Liabilities to Parent Company	3,324	3,243	2,383
Liabilities to Group companies	1,054	1,043	–
Other current non-interest-bearing liabilities	52,622	79,664	705
	57,240	84,391	3,508

TOTAL EQUITY AND LIABILITIES	452,115	498,147	47,526
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Statement of Changes in Equity – Parent Company

	Share capital	Not registered capital	Translation reserve	Retained earnings incl. year's	Total equity
<i>Parent Company</i>					
Opening equity, 1 Jan 2016	14,957	–	–	-4,751	10,206
Equity component of convertible debenture	–	–	8,169	–	8,169
Deferred tax on equity component	–	–	-1,797	–	-1,797
Comprehensive income for the year	–	–	–	10,375	10,375
Closing equity, 31 Dec 2016	14,957	–	6,372	5,624	26,952
Opening equity, 1 Jan 2017	14,957	–	6,372	5,624	26,952
Comprehensive income for the period	–	–	–	-8,252	-8,252
Closing equity, 31 Mar 2017	14,957	–	6,372	-2,628	18,700
Opening equity, 1 Apr 2017	14,957	–	6,372	-2,628	18,700
Conversion into shares, Apr 2017	519	–	8,036	–	8,555
Result of the AGM	–	–	-6,372	6,372	–
Settlement issue decided 30 Jun 2017	–	402	16,467	–	16,869
Comprehensive income for the period	–	–	–	1,014	1,014
Closing equity, 30 Jun 2017	15,476	402	24,503	4,758	45,138

Condensed Cash Flow Statement – Parent Company

	01/04/2017 30/06/2017	01/04/2016 30/06/2016	01/01/2017 30/06/2017	01/01/2016 30/06/2016
<i>Amounts in SEK thousands</i>				
Cash flow from operating activities	28,852	-18	28,378	-42
Cash flow from investing activities	-53,959	–	-53,959	–
Cash flow from financing activities	30,544	34,000	30,451	34,000
Cash flow for the period	5,437	33,982	4,870	33,958
Cash & cash equivalents at beginning of period	19,444	82	20,011	106
Exchange rate differences in cash	129	–	129	–
Cash & cash equivalents at end of period	25,010	34,064	25,010	34,064

Segment reporting

Management has determined the operating segments based on the reports reviewed by the Parent Company's CEO and submitted to the Board. These are used to make strategic decisions.

The key yardstick for the Parent Company's CEO and Board of Directors in evaluating the operating segments' operations is EBITDA.

The Group reports in two main operating segments – gaming operations and affiliate operations.

Gaming operations consist of PokerLoco Malta Limited and its subsidiary Loco Online Entertainment N.V. Affiliate operations consist of HLM Malta Limited and its subsidiaries Rock Intention Malta Limited, Chance Publications Malta Limited, Match Publications Malta Limited and Mortgage Loan Directory and Information LLC, Delaware, USA.

The Parent Company Net Gaming Europe obtains its revenue from consulting services in IT, marketing, financial services, control and management. The 'Other' segment, shown in the table below, includes the dormant Group companies Valdemo Trading Limited, Eurobet Operation Limited and Loco Marketing Sociedad Anonima, and eliminations of intragroup transactions.

Amounts in SEK thousands

<i>1 Jan 2017 – 30 Jun 2017</i>	<i>Net Gaming</i>	<i>iGaming operations</i>	<i>Affiliate operation</i>	<i>Other</i>	<i>Total</i>
Revenue	233	5,919	77,720	-233	83,639
Operating expenses, iGaming operations	–	-1,719	–	–	-1,719
Capitalised work for own account	–	152	–	–	152
EBITDA	-1,461	-911	53,410	-53	50,985
Profit/loss before tax	-7,618	-1,291	46,185	-9,710	27,566
Profit/loss after tax	-7,238	-1,291	34,176	-9,710	15,937
<i>Assets</i>					
Property, plant and equipment	–	36	674	–	710
Goodwill	–	–	370,254	–	370,254
Other intangible assets	–	5,628	–	–	5,628
Financial assets	415,773	–	–	-410,757	5,016
Deferred tax assets	–	–	36,804	–	36,804
Current assets	36,342	2,554	38,348	-7,058	70,186
<i>Total assets</i>	<i>452,115</i>	<i>8,218</i>	<i>446,080</i>	<i>-417,815</i>	<i>488,598</i>
<i>Liabilities and provisions</i>					
Provisions	53,311	–	–	–	53,311
Other non-current liabilities	295,136	15,916	–	-15,916	295,136
Deferred tax liabilities	1,290	–	7,243	–	8,533
Current liabilities	57,240	9,097	97,441	-77,386	86,392
<i>Total liabilities and provisions</i>	<i>406,977</i>	<i>25,013</i>	<i>104,684</i>	<i>-93,302</i>	<i>443,372</i>

<i>1 Jan 2016 – 30 Jun 2016</i>	<i>Net Gaming</i>	<i>iGaming operations</i>	<i>Other</i>	<i>Total</i>
Revenue	727	8,860	-727	8,860
Operating expenses, iGaming operations	–	-3,046	–	-3,046
Capitalised work for own account	–	173	–	173
EBITDA	-190	-842	-50	-1,082
Profit/loss before tax	-188	-1,352	28	-1,512
Profit/loss after tax	-188	-1,352	28	-1,512
Assets	47,526	12,038	-13,307	46,257
Liabilities	37,508	24,859	-13,284	49,083

Related party transactions

	<i>01/04/2017 30/06/2017</i>	<i>01/04/2016 30/06/2016</i>	<i>01/01/2017 30/06/2017</i>	<i>01/01/2016 30/06/2016</i>
Parent Company				
Sales of services to subsidiaries	131	383	233	727
Interest income from subsidiaries	3,540	108	7,219	215
Interest expenses to other related parties	-40	-109	-80	-149
Receivables from subsidiaries			94,472	15,749
Accumulated impairment of receivables from subsidiaries			-2,465	-2,465
Carrying amount of receivables from subsidiaries			92,007	13,284
Liabilities to other related parties			3,324	36,383

Upcoming financial reports

Interim report 3 2017: 23 November 2017
Year-end report 2017: 22 February 2018
Annual Report: published 27 April 2018
Interim report 1 2018: 24 May 2018

The Annual General Meeting will be held on 24 May 2018

Accounting policies

This interim report has been prepared in accordance with IAS 34. The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards, IFRS.

This interim report has not been reviewed by the Company's auditors.

Stockholm, 22 August 2017

Board of Directors

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