

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
Non - current assets		
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	-	-
Total non - current assets	1,309,095	1,152,593
Current assets		
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>
Total current assets	437,641	205,074
Total Assets	1,746,736	1,357,667
Equity		
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>
Equity attributable to owners of the Company	274,051	401,699
Non-controlling interests	-	-
Total equity	274,051	401,699
Non-current liabilities		
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>
Total non-current liabilities	399,374	643,640
Current liabilities		
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>
Total current liabilities	1,073,311	312,328
Total liabilities	1,472,685	955,967
Total Equity & Liabilities	1,746,736	1,357,667