

A man with a beard is shown in profile, looking at a smartphone. The phone screen displays a game interface with a large 'BALLY' logo at the top and various icons below. The background is a blurred office setting with a computer monitor.

*Bally*

Gamesys Acquisition Presentation  
October 2021

BALLY'S CORP

# Disclaimer

## Forward-Looking Statements

This presentation includes forward-looking statements within the meaning of the securities laws. Forward-looking statements are statements as to matters that are not historical facts, and include statements about Bally's Corporation ("Bally's") plans, objectives, expectations, and intentions. Forward-looking statements are not guarantees and are subject to risks and uncertainties. Forward-looking statements are based on Bally's current expectations and assumptions. Although Bally's believes that its expectations and assumptions are reasonable at this time, they should not be regarded as representations that its expectations will be achieved. Actual results may vary materially. Forward-looking statements speak only as of the date of this presentation and Bally's does not undertake to update or revise them as more information becomes available, except as required by law.

Important factors beyond those that apply to most businesses, some of which are beyond the control of Bally's and Gamesys Group plc ("Gamesys"), that could cause actual results to differ materially from their expectations and assumptions include, without limitation: (1) Bally's ability to meet expectations regarding the accounting and tax treatments of the Gamesys acquisition; (2) the possibility that Bally's may be unable to achieve any expected synergies and operating efficiencies in connection with the Gamesys acquisition within the expected time-frames or at all and to successfully integrate the Gamesys' operations into those of Bally's; (3) uncertainties surrounding the COVID-19 pandemic, including limitations on Bally's operations, increased costs, changes in customer attitudes, impact on employees and the ongoing impact of COVID-19 on general economic conditions; (4) changes in the capital markets; (5) unexpected costs, difficulties integrating and other events impacting Bally's recently completed and proposed acquisitions and Bally's ability to realize anticipated benefits; (6) risks associated with Bally's rapid growth, including those affecting customer and employee retention, integration and controls; (7) risks associated with the impact of the digitalization of gaming on Bally's casino operations, Bally's expansion into iGaming and sports betting and the highly competitive and rapidly changing aspects of its new interactive businesses generally; (8) the very substantial regulatory restrictions applicable to Bally's, including costs of compliance; (9) restrictions and limitations in agreements to which Bally's is subject, including its debt, which could significantly affect Bally's liquidity and ability to operate; and (10) other risks identified in Part I. Item 1A. "Risk Factors" of Bally's Annual Report on Form 10-K for the fiscal year ended December 31, 2020 as filed with the Securities and Exchange Commission on March 10, 2021 and Bally's Quarterly Report on Form 10-Q for the fiscal quarter ended March 31, 2021 as filed with the Securities and Exchange Commission on May 10, 2021. The foregoing list of important factors is not exclusive and does not include matters like changes in general economic conditions that affect substantially all gaming businesses. You should not place undue reliance on Bally's forward-looking statements.

## Non-GAAP Financial Measures

To supplement the financial information presented on a U.S. generally accepted accounting principles ("GAAP") basis, Bally's has included in this presentation certain non-GAAP financial measures, including Adjusted EBITDA and Total Further Adjusted EBITDA. The presentation of non-GAAP financial measures in this presentation is not intended to be considered in isolation or as a substitute for any measure prepared in accordance with GAAP. Reconciliations of these non-GAAP financial measures to the most directly comparable financial measure calculated and presented in accordance with GAAP are included in this presentation. Bally's believes that presenting non-GAAP financial measures aids in making period-to-period comparisons and is a meaningful indication of its actual and estimated operating performance. Because not all companies use identical calculations, the Bally's and combined non-GAAP financial measures may not be the same as or comparable to similar non-GAAP measures presented by other companies.

# Bally's evolution into a premier, omni-channel gaming leader



(1) Including pending acquisitions of Tropicana Las Vegas and construction of a land-based casino in Centre County, PA.

(2) Inclusive of Arizona, Iowa, Virginia and Kansas where Bally's has market access.

**B** Completed \$3 billion acquisition of Gamesys on October 1, 2021

*Bally*



*Bally*  
SPORTS

SINCLAIR  
BROADCAST GROUP

SportCaller

TELESCOPE

*Bally's*  
CASINO

MONKEY KNIFE FIGHT

BET.WORKS™

*Internationally Recognized iGaming Brands*

Virginia  
GAMES

Virginia  
CASINO

MONOPOLY  
CASINO

jackpotjoy

Vera & John

heart  
bingo

gamesys  
group

*Experienced  
Management  
Team*

*Proven Proprietary  
Technology Stack*



# Creating a global, vertically integrated omni-channel gaming leader



Accelerates growth strategy to be a premier, global omni-channel gaming company



Creates one of the broadest portfolios in market of omni-channel cross-sell opportunities with land-based gaming, online sports betting, iCasino, poker, bingo, DFS, and free-to-play



Integrates Gamesys' market-leading iGaming tech with Bally's U.S. gaming platform, creating a vertically integrated company that is poised to capitalize on the rapidly growing U.S. market



Strong balance sheet and significant cash flow generation providing capital for the future growth opportunities



Pro-forma company led by a management team with decades of both iGaming and land-based experience and a track record of successfully developing online gaming operations in highly competitive markets



Combined unwavering commitment to responsible gaming and industry leadership in ESG efforts, including targeting carbon neutrality and good corporate governance

# Bally's is a leading gaming operator with content, technology and a significant untapped customer base



Land Base Casinos with 500k+ monthly unique customers



Attractive market access through state casino licenses



International 700k+ monthly customers



National RSNs with 4.7 billion annual impressions



Full OSB + iGaming B2B and B2C tech stacks



National database connecting online, interactive and retail customers providing omnichannel offering

## Land-Based Casino Portfolio Provides Market Access & Presence



One unified brand across 16 regional casinos

## Unique Content & Engagement Drives Awareness & Impressions



SportCaller



OSCAR DE LA HOYA'S ENTERTAINMENT PRESENTS



SINCLAIR BROADCAST GROUP

Acquisition and partnership-built content including daily fantasy (DFS) and free-to-play (F2P)

## Fully Integrated Technology Stack B2B and B2C

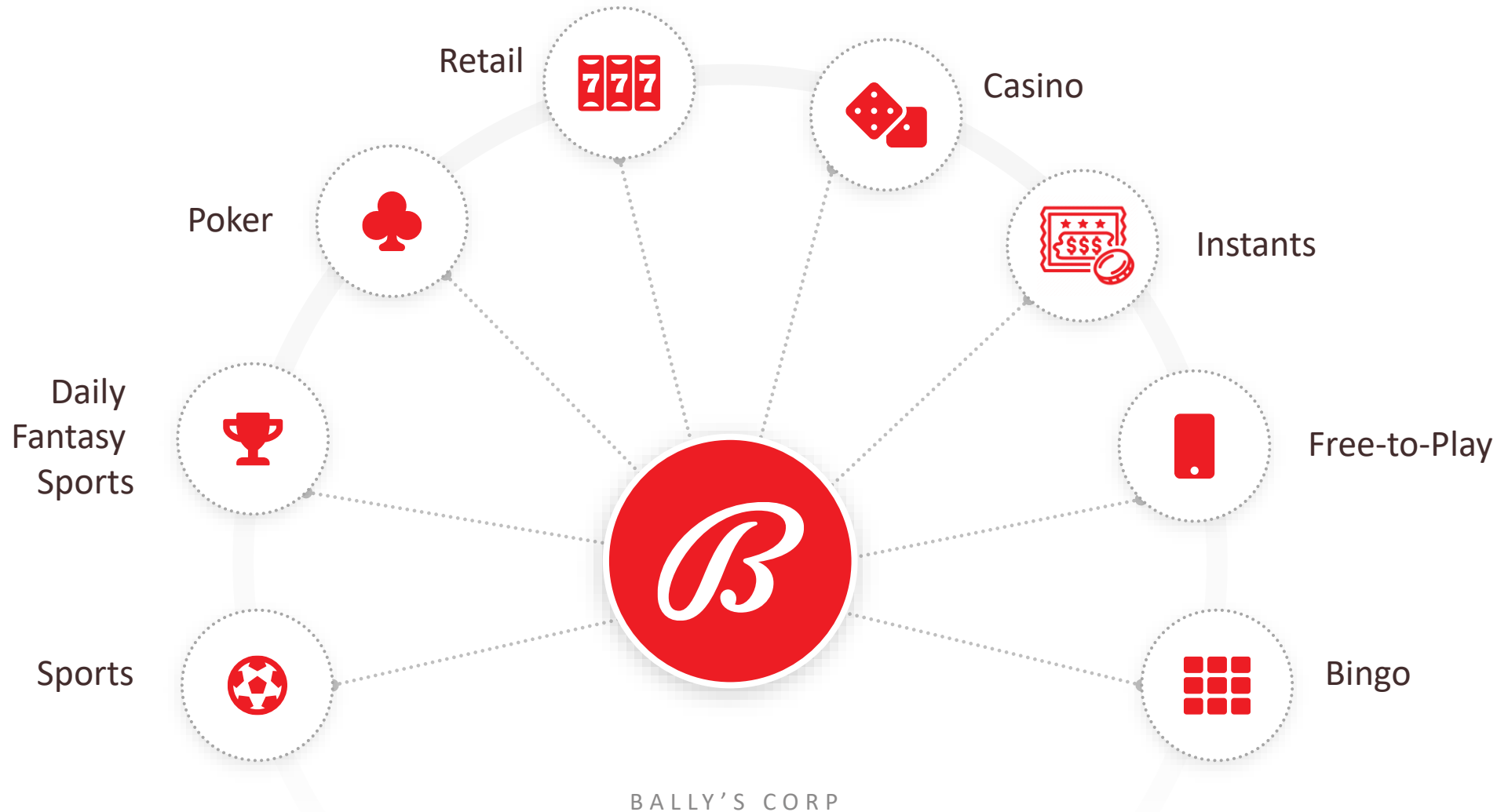


BET.WORKS™



OSB, iGaming, Player Management, MarTech, Risk Management, Engagement

# Diverse gaming offering with omni-channel capabilities



# B Sinclair partnership combines national leaders in U.S. gaming and media

Bally Sports Network Launched March 31, 2021



## INTEGRATED

A truly omni-channel gaming company

21<sup>(3)</sup>

Regional Sports Networks



## REACH

Robust local media coverage with national footprint

45

Professional Sports Teams



## GAMIFIED

National integration opportunities across media and gaming

4.8K

Live Games



## MAGNIFIED

~14mm<sup>(1)</sup> Bally's database with ~70% coverage across U.S. households<sup>(2)</sup>

80mm

Household Reach



## ALIGNED

Sinclair has meaningful minority equity stake in Bally's

13.4Bn

Impressions<sup>(4)</sup>

Source: Sinclair Broadcast Group

(1) Database size based on best estimates by management including pending acquisitions.

(2) Reflects unduplicated % of Total U.S. HHs based on RSN and broadcast station coverage per Nielsen Universe estimates as of 9/30/2020; includes YES Network and Marquee which are not included in the Bally's / Sinclair partnership.

(3) 19 of which are Bally's Sports.

(4) Per Nielsen Local, Gross Impressions (avg. quarter hour ("QH") impressions multiplied by # of QH), P2+, Live+SD, Jan 2019 – Dec. 31 2019. Impression sub-totals represent combined impressions.

BALLY'S CORP



# Bally's national footprint and market access

~\$5Bn Total 2020 U.S. Sports Betting & iGaming market <sup>(1)</sup>

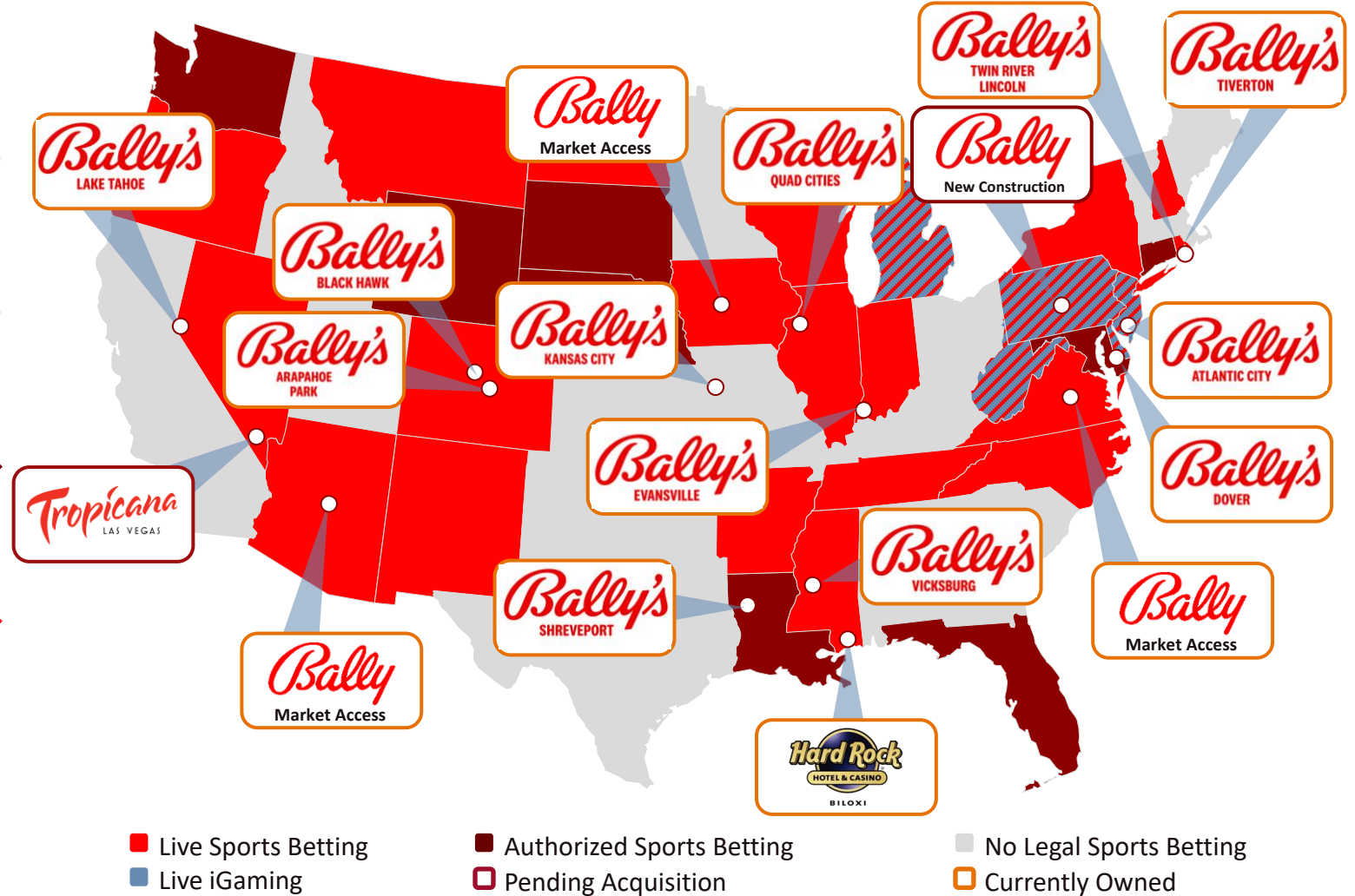
~\$20 – \$50Bn+ Estimated U.S. Sports Betting & iGaming market at maturity <sup>(2)</sup>

Footprint in states that have generated **90%** of U.S. Sports Betting revenues <sup>(3)</sup>

Footprint in states that have generated **93%** of U.S. iGaming revenues <sup>(4)</sup>

**16**  
Casino Properties <sup>(4)</sup>

**15**  
Total States <sup>(4)</sup>



Source: NJ Department of Gaming Enforcement; U.S. Census Bureau; U.S. Bureau of Economic Analysis; Wall Street research; H2GC research

(1) Based on H2GC research as of July 15, 2021 for US OSB and iGaming markets.

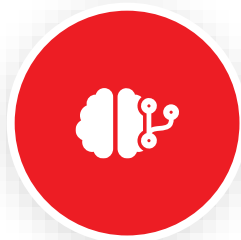
(2) Based on Wall Street research.

(3) Data on sports betting and iGaming revenue from 2018 – March 2021. Footprint includes states with pending acquisitions.

(4) Inclusive of pending acquisitions and construction of a land-based casino in Centre County, PA. and Iowa, Arizona, Virginia, and Kansas where Bally's has market access.

# B Gamesys Group's secret sauce

Gamesys Group has developed a player centric approach with a singular focus on enhancing the player journey across its product lifecycle



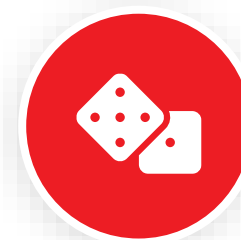
Autonomous Decision Making



Algorithmic Driven Scale and Speed



Reward Infrastructure

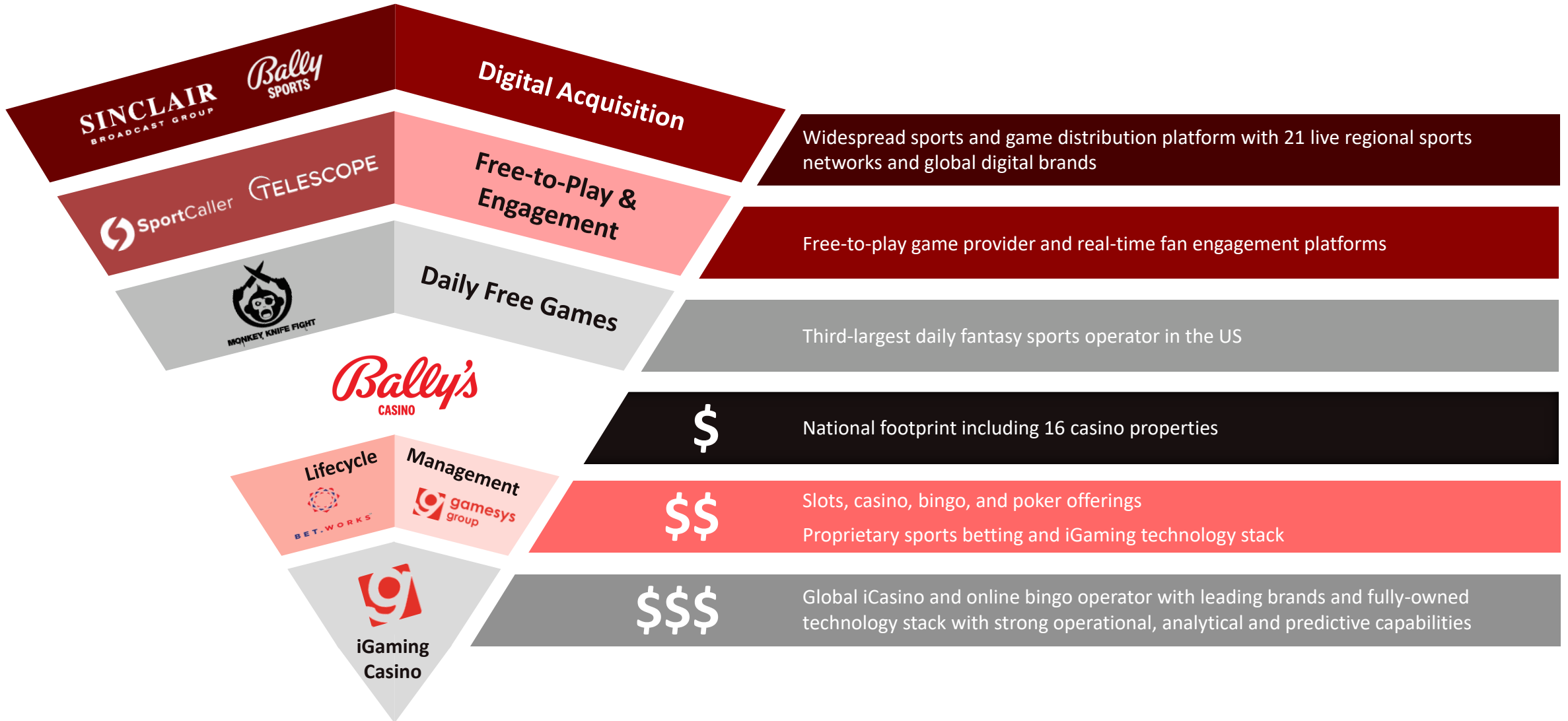


Responsible Gambling

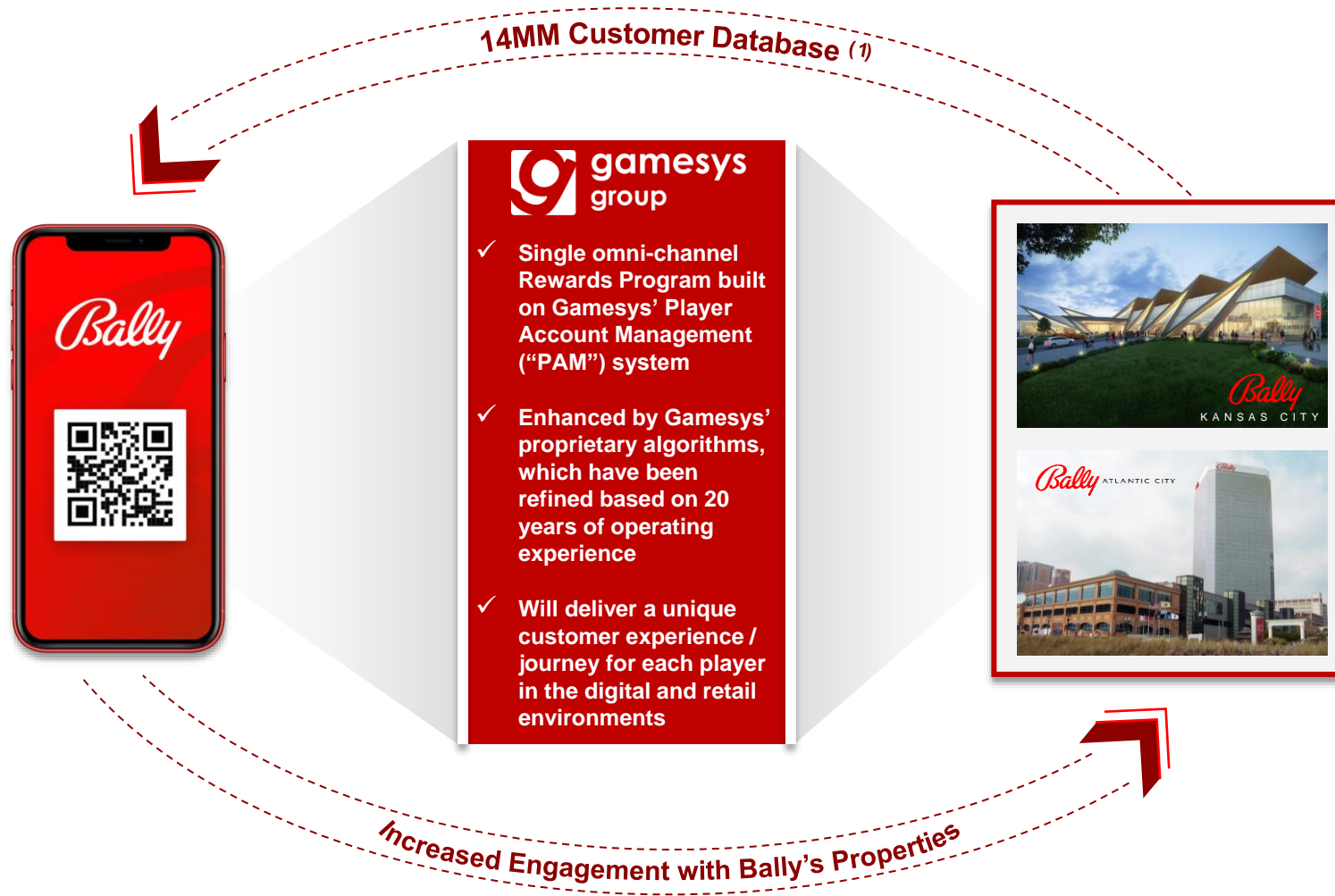
# Gamesys data and decision making



# B The player funnel



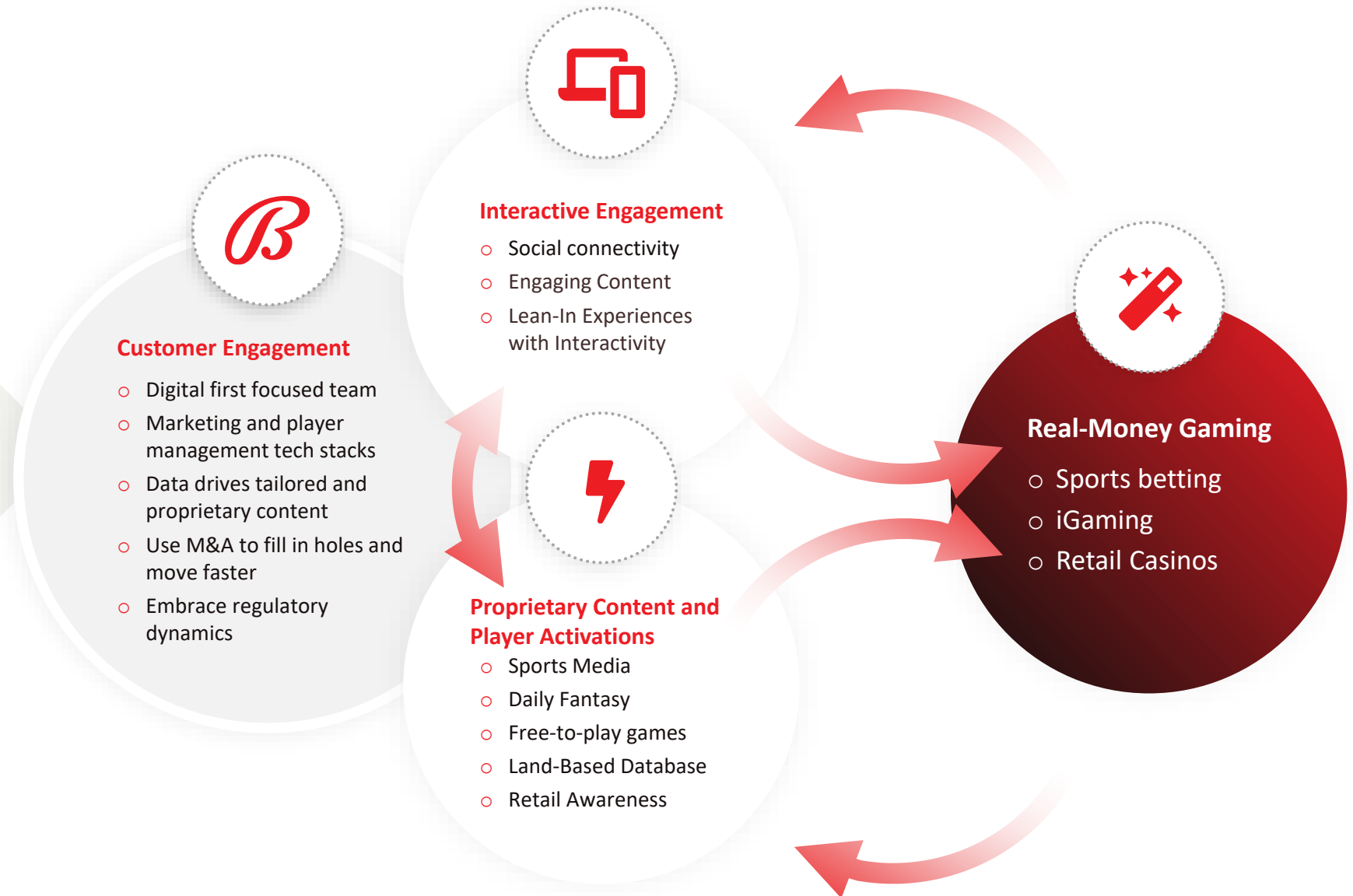
# B A unified US gaming experience through a digital-first approach



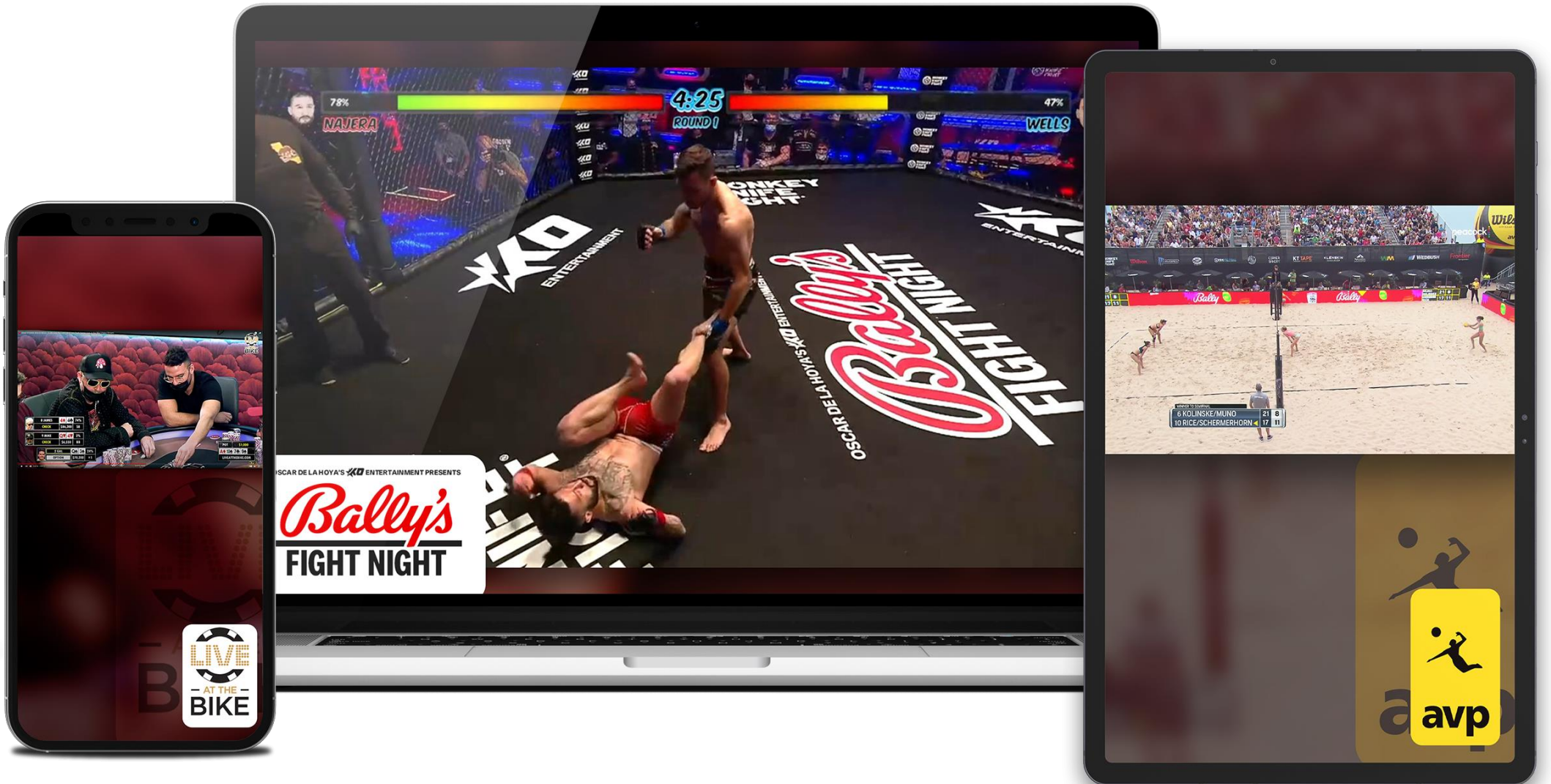
(1) Inclusive of pending acquisitions and construction of a land-based casino in Centre County, PA.

# Diverse asset portfolio creates a dynamic unique customer journey within our ecosystem

We provide our customers unique content in our owned ecosystem enhancing the customer journey driving real-money gaming.



# B Building a portfolio of unique content assets...





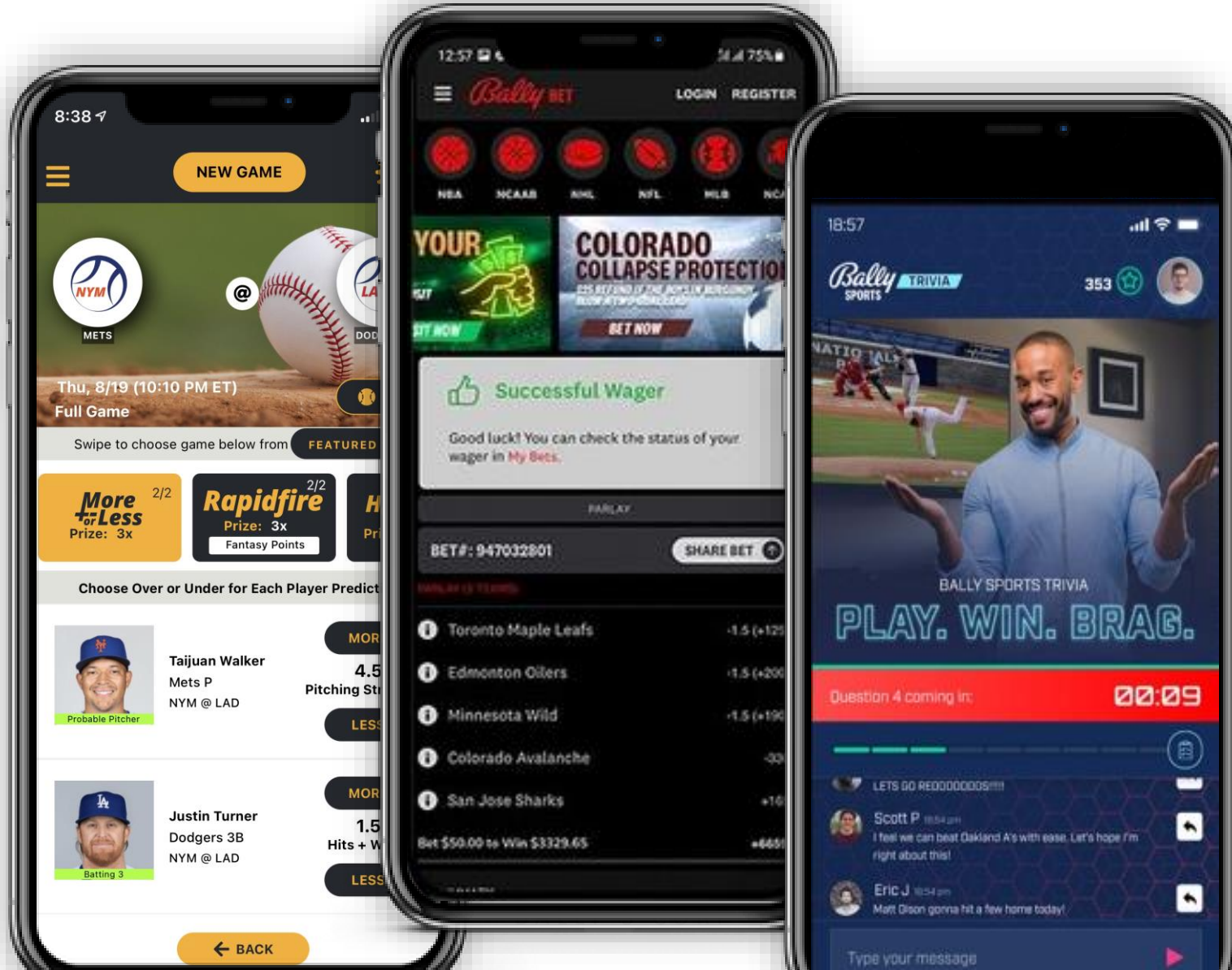
...That will provide our customers unique customer experience

The image displays three devices showcasing the Bally BET app interface:

- Laptop:** Shows a live MMA fight between Navera (78%) and Wells (47%) in Round 1. A chat overlay includes messages from Steve H, John F, Ezekial A, Kareem J, Ashley P, Aaron F, Megan R, and Timothy G. The Bally BET logo and 'FIGHT NIGHT' branding are visible.
- Tablet:** Shows a beach volleyball match between 6 Kolinske/Mung (21) and 10 Rice/Schermerhorn (17). A chat overlay with the same messages as the laptop is present. The Bally BET logo and 'avp' logo are visible.
- Smartphone:** Shows a poker game with a chat overlay and a 'LIVE AT THE BIKE' logo. The Bally BET logo is visible at the top.



# B Different platforms provides more points of engagement





# Gamesys deal brings together best-in-class Digital & Casino Operators



**George Papanier**  
*President, Retail*

- Began with Bally's in 2004
- 35-year career in the gaming industry with extensive experience in managing growth initiatives, and strategic and tactical property planning



**Lee Fenton**  
*Chief Executive Officer*

- Began with Gamesys in 2008
- Deep experience of working with global brands and managing operations across multiple markets



**Robeson Reeves**  
*President, Interactive*

- Began with Gamesys in 2005
- Has built a strong record in cohesively connecting player and product experiences to marketing and business KPIs, ensuring sustainable growth



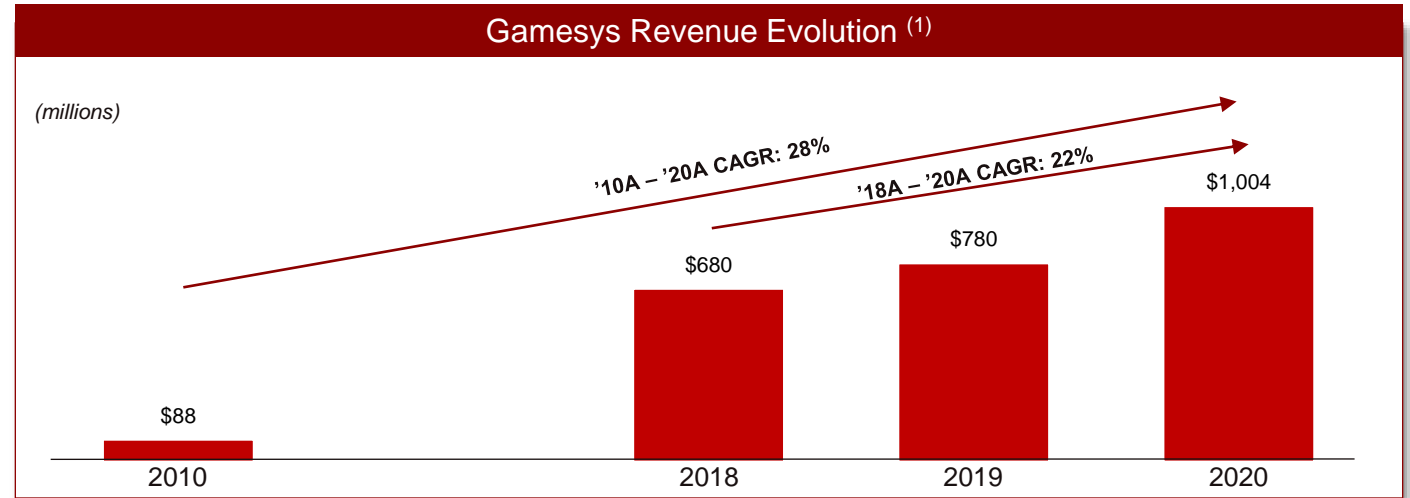
# Appendix



# B Gamesys Group at a glance



- **#1 casino-led operator** in large and highly competitive U.K. market
- Also **#1 bingo-led operator** in the U.K.
- Over **6 million people** in database, with over **700,000 active players per month**
- Industry leading **growth** and margins – **28%** 2010 – 2020 net revenue CAGR, and **22%** 2018 – 2020 net revenue CAGR
- **20-year track record** of success, including strong position in New Jersey market



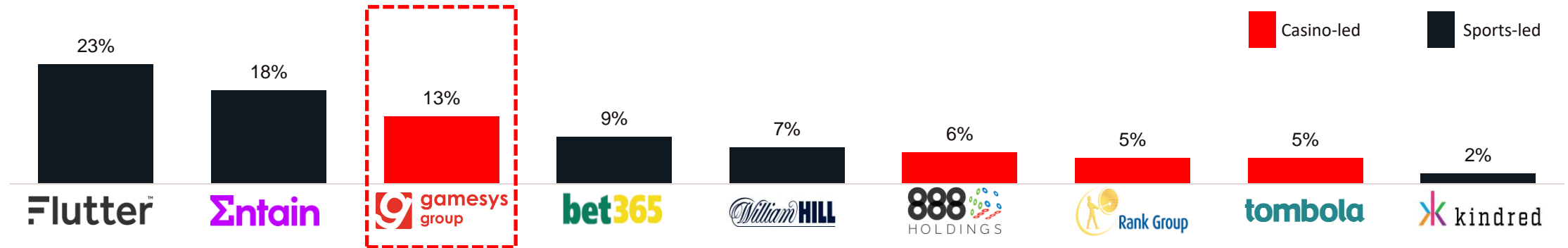
Source: Company filings and website.

(1) Assumes exchange rate of GBP 1.00 = 1.3792 USD as of 7/16/2021.

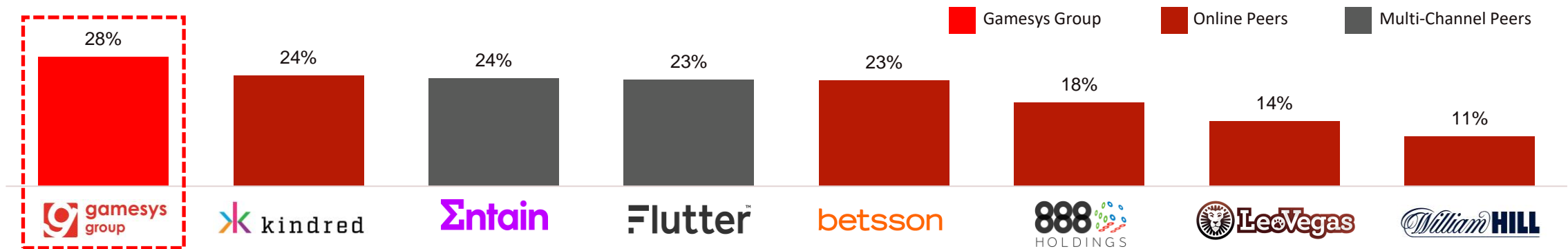
# B Leader in UK online gaming market while delivering industry leading margins

Gamesys Group has the #1 casino-led market share in the UK, the world's largest regulated online gaming market, and generates industry leading EBITDA margins

## 2020 UK Online Gaming Market Share



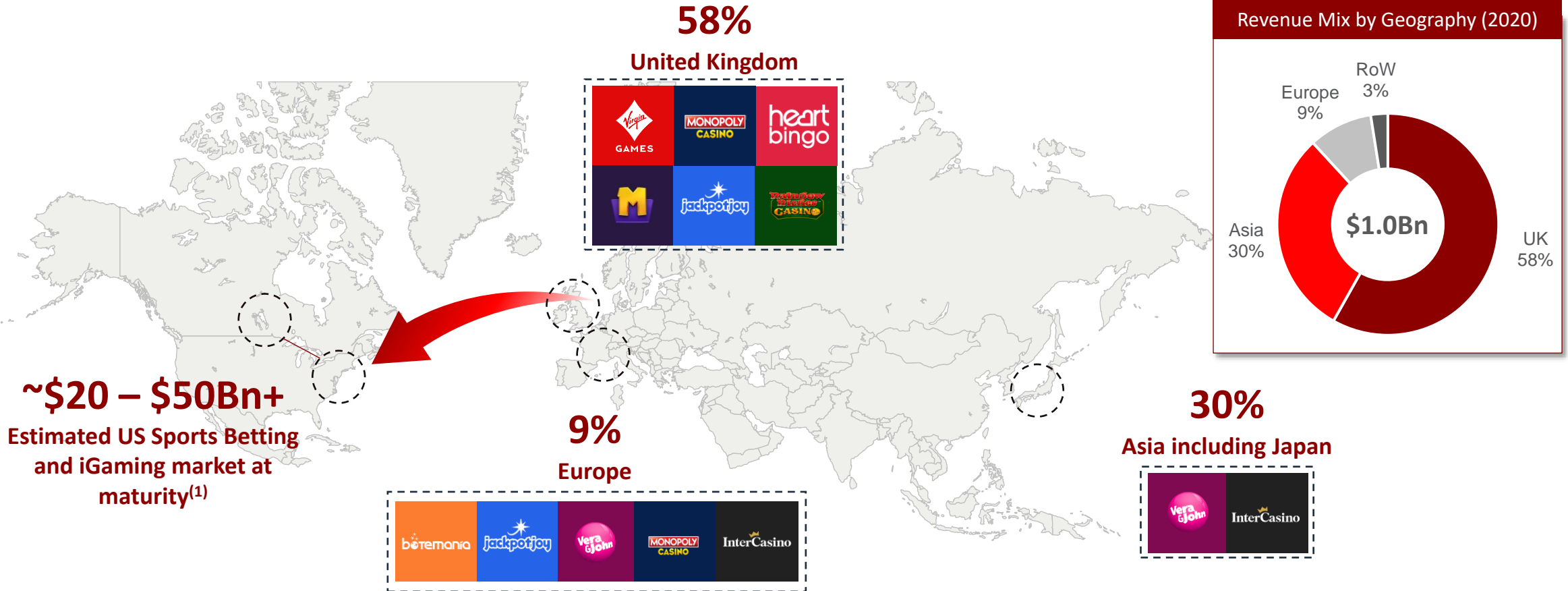
## 2020A EBITDA Margins



Source: H2GC, Wall Street research and Company filings.

# B Key markets with leadership positions

Gamesys Group has successfully launched its brands on 4 different continents, with the aim to be the market leader in each jurisdiction it enters



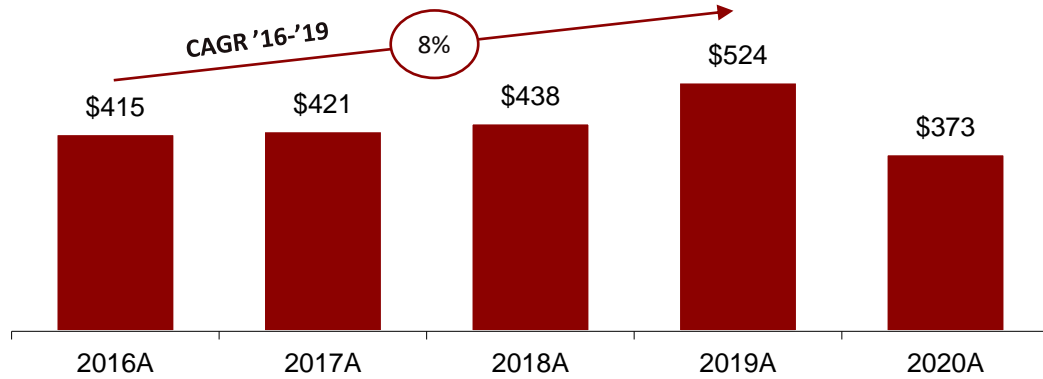
*Gamesys Group is headquartered in London and currently employs over 1,700 staff, including over 600 technology employees*

Source: Company filings.  
(1) Based on Wall Street research.

# B Standalone Bally's reported historical financials

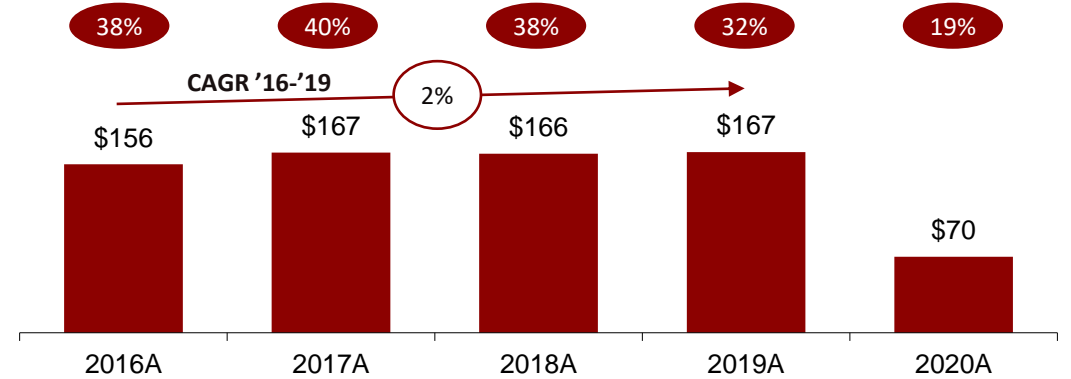
(\$ in millions)

## Historical Revenue<sup>(1)</sup>



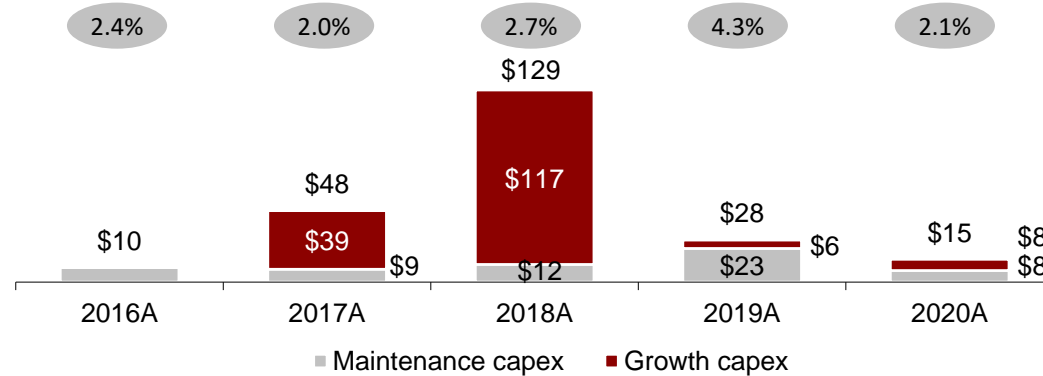
## Historical Adjusted EBITDA<sup>(1)</sup>

EBITDA margin



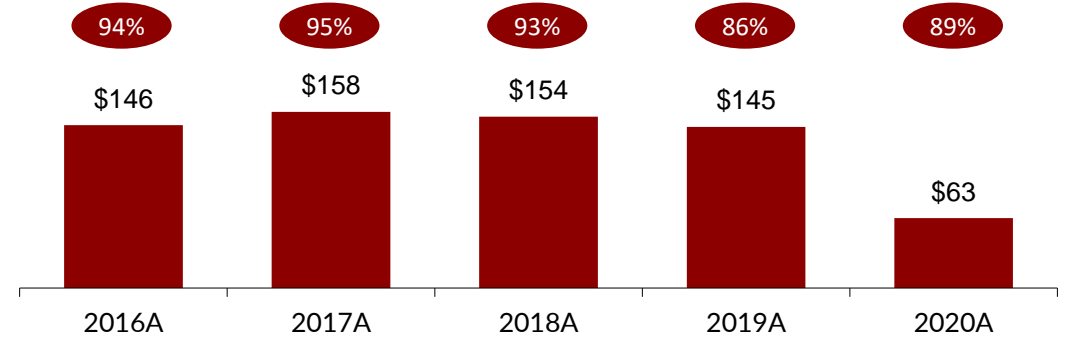
## Historical Capex<sup>(1)</sup>

Maintenance capex as a % of revenue



## Historical Free Cash Flow<sup>(2)</sup>

Free cash flow conversion



Source: Company filings.

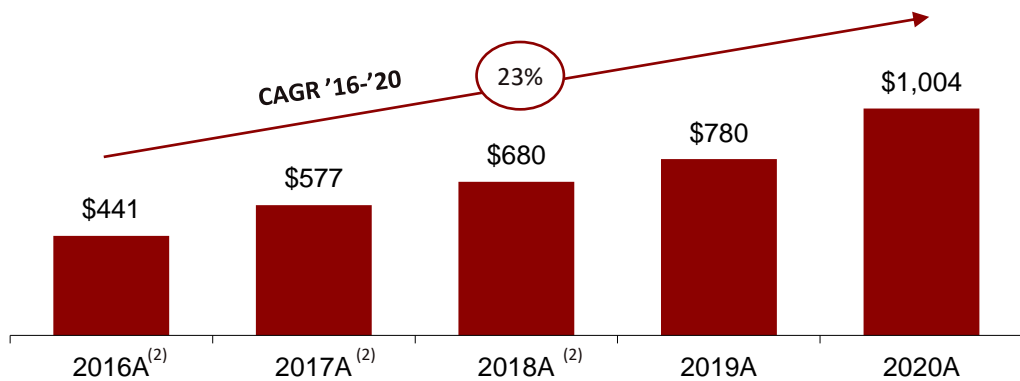
(1) Historical financials are not pro forma for acquisitions or COVID related adjustments.

(2) Adj. EBITDA minus maintenance capex.

# B Standalone Gamesys pro forma historical financials

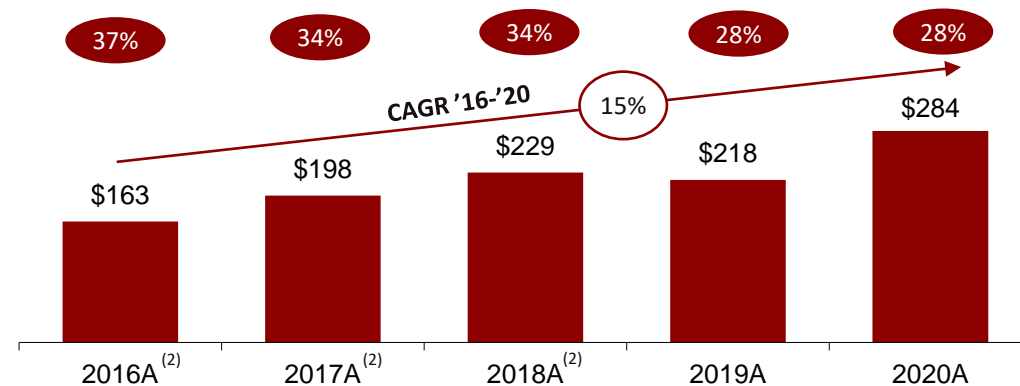
(\$ in millions)

## Historical Revenue<sup>(1)</sup>



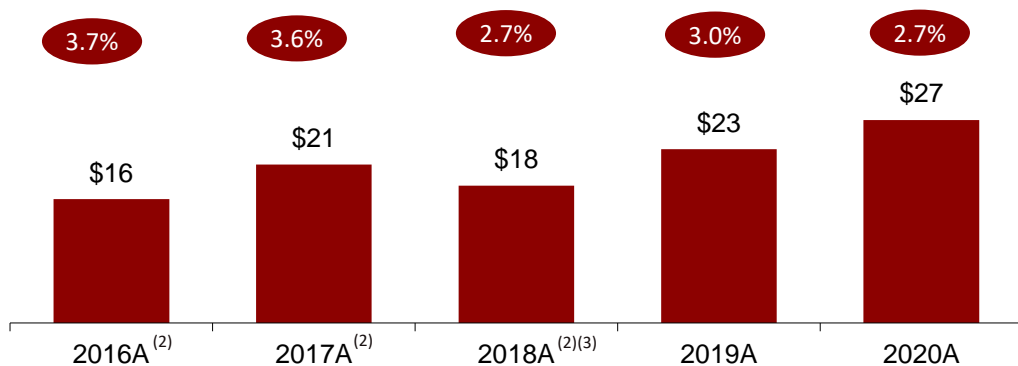
## Historical Adjusted EBITDA<sup>(1)</sup>

EBITDA margin



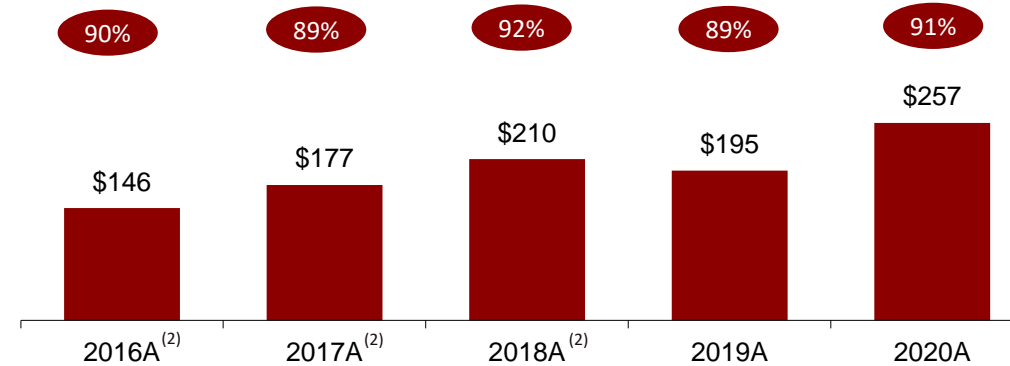
## Historical Capex<sup>(1)</sup>

Capex as a % of revenue



## Historical Free Cash Flow<sup>(4)</sup>

Free cash flow conversion



Source: Company filings.

Note: Assumes exchange rate of GBP 1.00 = 1.3792 USD as of 7/16/2021. Assumes financial data for 2016 is 25% of year ended 31 March 2016 and 75% of year ended 31 March 2017 and financial data for 2017 is 25% of year ended 31 March 2017 and 75% of year ended March 2018. 2016 and 2017 financials do not take into account adjustments to adjusted EBITDA that occurred due to Reunited Acquisitions. 2019 capital expenditure is sourced from Gamesys' cash flow statement.

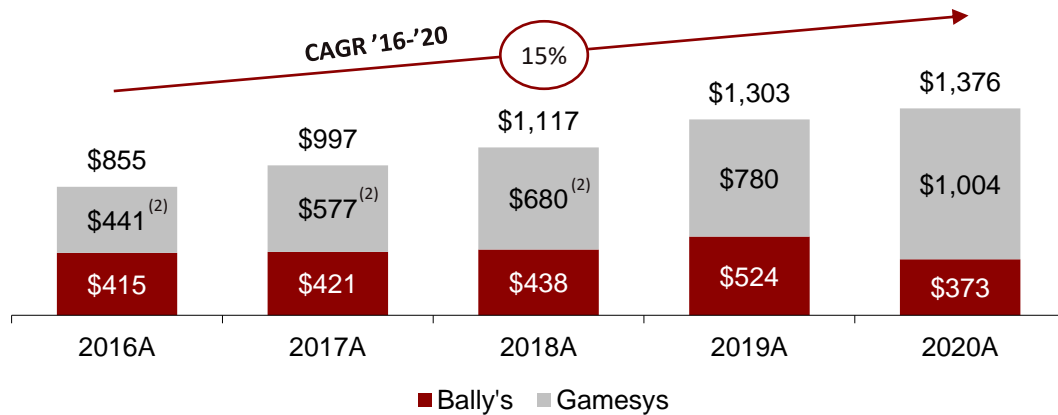
- (1) Pro forma for acquisition of JPJ and sale of social gaming and Mandalay businesses.
- (2) Estimated actuals.
- (3) 2018 capex consists of £8.2mm of legacy Gamesys capex and £5mm of JPJ capex (per June 2019 Strategic Combination of JPJ and Gamesys presentation).
- (4) Adj. EBITDA minus capex.



# B Pro forma historical financials (2016-2020)

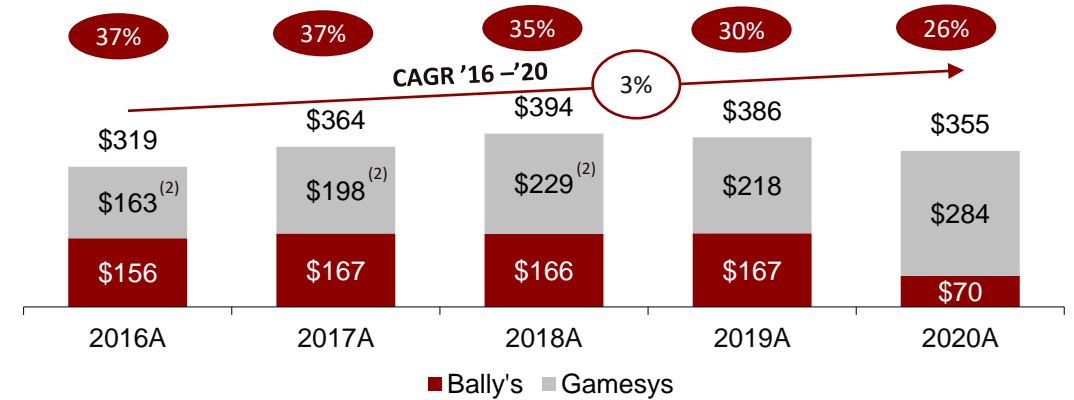
(\$ in millions)

### Historical Revenue<sup>(1)</sup>



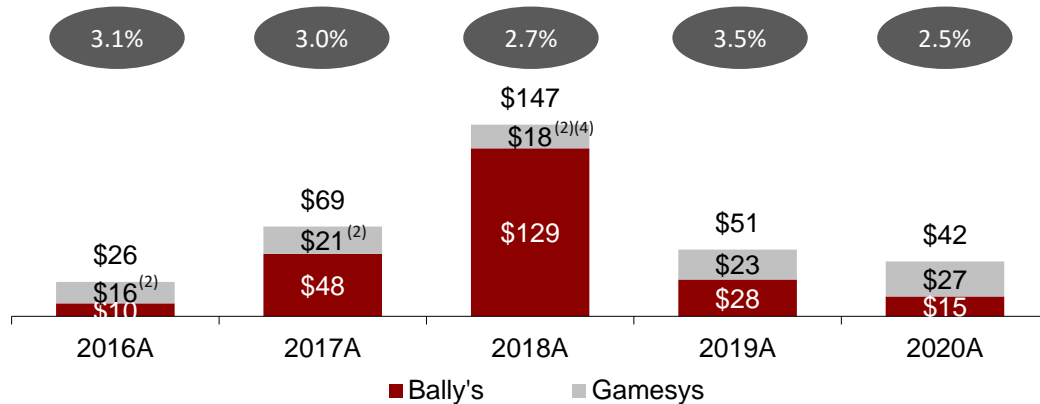
### Historical Adjusted EBITDA<sup>(1)</sup>

#### EBITDA margin



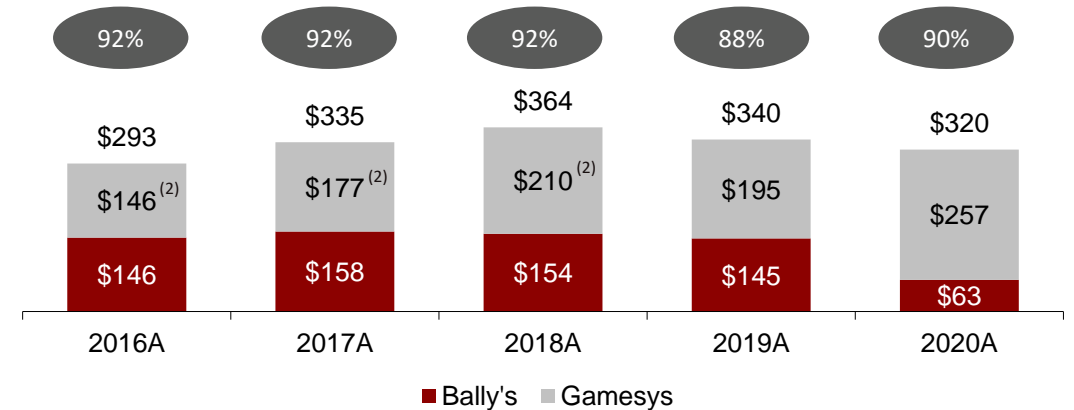
### Historical Capex<sup>(1)</sup>

#### Maintenance Capex<sup>(3)</sup> as a % of revenue



### Historical Free Cash Flow<sup>(1)(5)</sup>

#### Free cash flow conversion



Source: Company filings.

Note: Assumes exchange rate of GBP 1.00 = 1.3792 USD as of 7/16/2021. Assumes Gamesys financial data for 2016 is 25% of year ended 31 March 2016 and 75% of year ended 31 March 2017 and financial data for 2017 is 25% of year ended 31 March 2017 and 75% of year ended March 2018. 2016 and 2017 financials do not take into account adjustments to adjusted EBITDA that occurred due to Reunited Acquisitions. 2019 capital expenditure is sourced from Gamesys' cash flow statement.

(1) Bally's historical financials are reported and not pro forma for acquisitions or COVID related adjustments. Gamesys pro forma for acquisition of JPJ and sale of social gaming and Mandalay businesses.

(2) Estimated actuals.

(3) Maintenance capex includes Bally's maintenance capex and Gamesys capex.

(4) 2018 capex consists of £8.2mm of legacy Gamesys capex and £5mm of JPJ capex (per June 2019 Strategic Combination of JPJ and Gamesys presentation).

(5) Adj. EBITDA minus maintenance capex.



# Reconciliation of Further Adjusted EBITDA to 2Q'21

	<u>Q1'20</u>	<u>Q2'20</u>	<u>Q1'21</u>	<u>Q2'21</u>	<u>2020</u>	<u>LTM Q2'21</u>
Net Income	(\$8.9)	(\$23.6)	(\$10.7)	\$68.9	(\$5.5)	\$85.2
Interest expense, net of interest income	\$11.4	\$15.1	\$20.3	\$21.3	\$62.6	\$77.8
Provision (benefit) for income taxes	(\$5.7)	(\$12.5)	(\$4.8)	\$27.0	(\$69.3)	(\$29.0)
Depreciation and amortization	\$9.0	\$9.1	\$12.8	\$25.7	\$37.8	\$58.2
Non-operating income	\$0.0	\$0.0	(\$2.7)	(\$36.7)	\$0.0	(\$39.4)
Acquisition, integration and restructuring	\$1.8	\$2.5	\$12.3	\$18.4	\$13.3	\$39.7
Share-based compensation	\$5.5	\$2.1	\$4.5	\$3.9	\$17.7	\$18.4
Other	<u>\$8.9</u>	<u>(\$3.5)</u>	<u>\$20.9</u>	<u>(\$44.8)</u>	<u>\$13.8</u>	<u>(\$15.6)</u>
Adjusted EBITDA	\$22.1	(\$10.7)	\$52.6	\$83.8	\$70.4	\$195.4
Existing properties Covid adjustments <sup>(1)</sup>	\$18.4	\$52.1	\$6.0	\$0.1	\$107.9	\$43.5
Pro forma Bally's AC <sup>(2)</sup>	\$3.0	\$3.0	\$9.5	\$6.5	\$17.9	\$27.8
Pro forma for casino acquisitions <sup>(3)</sup>	\$25.6	\$25.6	\$11.7	\$7.9	\$89.3	\$57.8
Avoided capex <sup>(4)</sup>	<u>\$6.3</u>	<u>\$6.3</u>	<u>\$6.3</u>	<u>\$6.3</u>	<u>\$25.0</u>	<u>\$25.1</u>
Bally's Standalone Further Adjusted EBITDA	\$75.3	\$76.2	\$86.1	\$104.5	\$310.5	\$349.6
Gamesys Reported Adjusted EBITDA <sup>(5)</sup>	\$55.8	\$75.6	\$77.5	\$74.9	\$285.4	\$306.5
<b>Total Further Adjusted EBITDA</b>	<b>\$131.1</b>	<b>\$151.8</b>	<b>\$163.6</b>	<b>\$179.4</b>	<b>\$595.9</b>	<b>\$656.1</b>

Source: Company filings.

We define Further Adjusted EBITDA as Adjusted EBITDA after giving effect to adjustments for calculating EBITDA currently permitted under our Regulatory Agreement, including COVID related adjustments, adjustments related to acquisitions and Video Lottery Terminal capital expenditures not incurred. Note: Assumes exchange rate of GBP 1.00 = 1.3843 USD as of 6/30/2021.

(1) Higher of Q42019 or Actual EBITDA.

(2) Pro forma of Bally's AC at average of 2019A EBITDA per quarter.

(3) Pro forma of acquired properties as if owned for full year with higher of Q4 2019 or actual EBITDA.

(4) Estimate of Video Lottery Terminal ("VLT") expenditures not incurred by Bally's.

(5) Actual reported data of Gamesys assuming exchange rate of GBP 1.00 = 1.3843 USD as of 6/30/2021.