

Directors and Officers Liability Insurance

Signing this Proposal does not bind the Proposer to complete this insurance.

1. Name of Company

Betway Group Limited

2. Address of Registered Office

c/o Kingsway House
Havilland Street
St Peter Port
Guernsey
Channel Islands
GY1 2QE

Administration Office
Bellerive Trustees Limited
La Corvee House
La Corvee
Alderney
Channel Islands
GY9 3TQ

Telephone
Number.

Bellerive Trustees Limited
+44 1481 822763

Fax
Number:

E- Mail:

Richard.akitt@betway.com

Website:

<https://Betway.com>

3. Country of Registration and Company Registration number

Guernsey 66909

4. Is the company a subsidiary of another company?

☒ Yes

☐ No

If **'Yes'** please answer the following questions:

- (a) Name of ultimate holding company

SGHC Limited

- (b) Country of registration

Guernsey

5. Has the Company continually carried on business for at least 12 months?

☒ Yes

☐ No

If **'No'**, please advise date since Company has continuously carried on business

(Please supply a copy of the Business Plan)

6. Has there been a management buy-in ('MBI') or buy-out ('MBO') within the last two years?

☐ Yes

☒ No

If 'Yes', please advise date of MBI or MBO:

7. Are there any proposals currently publicised relating to the acquisition of the Company or its merger with another company?

☐ Yes

☒ No

If 'Yes', please advise details

8. During the last three (3) years has:

- a) Any acquisition or merger taken place?

☐ Yes

☒ No

- b) Any Subsidiary Company been sold, merged with another company or ceased trading?

☐ Yes

☒ No

- c) The Company changed its External Auditors?

☐ Yes

☒ No

If 'Yes', to any of the above then please provide details

9. a) Type of Company (e.g. Private, Public etc.)

Private

- b) Are the Company's shares traded in anyway?

☐ Yes

☒ No

If 'Yes', please answer the following questions

- i. Is the Company listed on any exchange or other unlisted Securities Market?

☐ Yes

☒ No

If 'Yes', please state name and country of exchange or market

ii. Date when Company was first listed

iii. Are the Company's shares traded in any other way?

☐ Yes

☒ No

If 'Yes', please provide details

10. a) Name of each member of the Board of Directors of the Company:

| Name | Executive / Non Executive | Date of Appointment |
|----------------------|---------------------------|---------------------|
| Richard Akitt | Executive | 2012 |
| Anthony Werkman | Executive | 2015 |
| Frederick Serfontein | Executive | 2017 |
| Nicholas Shepherd | Non-Executive | 2017 |
| | | |

b) Have any of the following terminated their relationship with the Company since the Company's last annual report and accounts were issued?

Chairman/President

☐ Yes

☒ No

Chief Executive/Operating Officer

☐ Yes

☒ No

Finance Director / Finance Officer

☐ Yes

☒ No

If 'Yes', please provide brief details

11. Is cover required under this policy for Directors or Officers or Employees of the Company or of its Subsidiary Companies whilst holding, at the request of the Company, a director or officer appointment in any other company?

☐ Yes

☒ No

If 'Yes', please provide in respect of each appointment

| Name of Director / Officer / Employee | Name of Company in which position held | Country of Corporation | Activity |
|---------------------------------------|--|------------------------|----------|
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |

12. a) How many Shareholders does the Company have?

Please see attached letter from Bellerive Trust dated 3 December 2019

- b) Do any Shareholders of the Company or Subsidiary Company control or own 10% or more of the issued shares?

☒ Yes

☐ No

If 'Yes', please provide details

| Shareholder | Percentage owned |
|--|------------------|
| Please see attached letter from Bellerive Trust dated 14 December 2020 | |
| | |
| | |

Cover for USA

If the Company has any Subsidiaries, any Assets or Employees in the USA, please answer the following questions

1. Please provide the total gross assets of the group in USA?

2. Please advise the total number of employees in the USA?

3. What percentage of the Company's turnover is in the USA?

4. Where the Company has subsidiaries in the USA that are not wholly owned, please provide for each subsidiary:

| Name | Percentage owned | Balance held by |
|------|------------------|-----------------|
| | | |
| | | |
| | | |
| | | |

5. Does the Company or any of its subsidiaries have any stock, shares, debentures or any other debt or equity in USA?

☐ Yes

☐ No

If 'Yes', please provide the following details

- a) Was the offer subject to the United States of America Securities Act 1933 and/or the Securities Exchange Act of 1934 and/or any amendments thereof?

☐ Yes

☐ No

- b) Was a 20-F filing made to the ISA Regulatory Authorities?

☐ Yes

☐ No

If 'Yes', please supply a copy of the latest filing

- c) Does the Company or any of its subsidiaries have shares issued in the form of American Depositary Receipts?

☐ Yes

☐ No

If 'Yes', please provide details on a separate sheet of headed paper

- d) What percentage of total issued share capital of the Company is owned by US Citizens?

 %

- e) Is the Company required to maintain an Internal Audit Committee pursuant to US Statutes, Rules or Regulations?

☐ Yes☐ No

If 'Yes', please advise whether

- i. The Company has an internal Audit Committee in compliance with US Statutes, Rules or Regulations

☐ Yes☐ No

- ii. The Committee meets more than four times a year

☐ Yes☐ No

Claims Information

1. Have any claims been made in the last 3 years against any past or present Director or Officer of the Company or its Subsidiaries?

☒ Yes☐ No

If 'Yes', please provide details

Have notified insurers of the PML notification from the UK Gambling Commission for 3 directors of Betway Limited a subsidiary. To date, this process is ongoing.

2. Is any Director or Officer, aware of any circumstances which might give rise to a claim against the Company or any Director or Officer?

☐ Yes☒ No

If 'Yes', please provide details

3. Has any investigation, examination, enquiry or similar proceeding, in relation to affairs of the Company or any Subsidiary, or any Director or Officer by virtue of their position as a Director or Officer been undertaken or intimated by any body?

☐ Yes☒ No

If 'Yes', please provide details

There are no new investigations, enquiries etc other than what is referred to in point 1 above.

Insurance Coverage

1. Does the Company currently have Directors and Officers Insurance in force?

☒ Yes ☐ No

If 'Yes', please state:

- (a) Insurer

Allianz and Argo Global Syndicate

- (b) Indemnity Limit

£10m D&O

- (c) Renewal Date

11 January 2021

2. What is the amount of indemnity required?

£10m D&O

3. Has any Proposal for similar insurance made on behalf of the Company, any predecessor of the business, or any Director or Officer ever been declined or has such insurance ever been cancelled, renewal refused or any special terms imposed (other than general market increases)?

☐ Yes ☒ No

If 'Yes', please give details

Please read this paragraph carefully before signing the declaration:

It is essential that every Proposer or Assured when seeking a quotation to take out or renew any insurance discloses to the prospective Insurers all material facts and information (including all material circumstances) which might influence the judgement of Insurers in deciding whether to accept the risk and on what terms. The obligation to provide this information continues up until the time that there is a completed contract of insurance. Failure to do so entitles the Insurers, if they so wish, to avoid the contract of insurance from inception and so enables them to repudiate liability thereunder. If you have any doubt as to what constitutes a material fact or circumstance please do not hesitate to ask for advice.

Declaration

I/We declare that the statements and particulars in the Proposal are true to the best of my/our knowledge and belief.

SIGNATURE:



CAPACITY: Richard Akitt - Chairman

DATE: 14 December 2020

Please enclose with this Proposal Form:

- (a) The last two audited Annual Reports and Accounts of the Company
- (b) The latest Interim Statement (if applicable)
- (c) Any Offer Document/Listing Particulars published in the last 12 months
- (d) A copy of all circular letters sent to the Company's shareholders during the past 12 months

Data Protection

By signing this proposal form you consent to Blackmore Borley Limited using the information we may hold about you for the purpose of providing insurance and handling claims, if any, and to process sensitive personal data about you where this is necessary (for example criminal convictions). This may mean we have to give some details to third parties involved in providing insurance cover. These may include insurance carriers, third-party claims adjusters, fraud detection and prevention services, reinsurance companies and insurance regulatory authorities. In the course of performing our obligation to you, this information may be disclosed to agents and service providers appointed by us and Insurers (which includes their re-insurers, legal advisers, loss adjusters or agents). Where such sensitive personal information relates to anyone other than you, you must obtain the explicit consent of the person to whom the information relates both to the disclosure of such information to us and its use by us as set out above. The information provided will be treated in confidence and, where appropriate, in compliance with the relevant Data Protection legislation. You have the right to apply for a copy of your information (for which we may charge a small fee) and to have any inaccuracies corrected.