

1Q 2020 Earnings Results

May 28, 2020



codere

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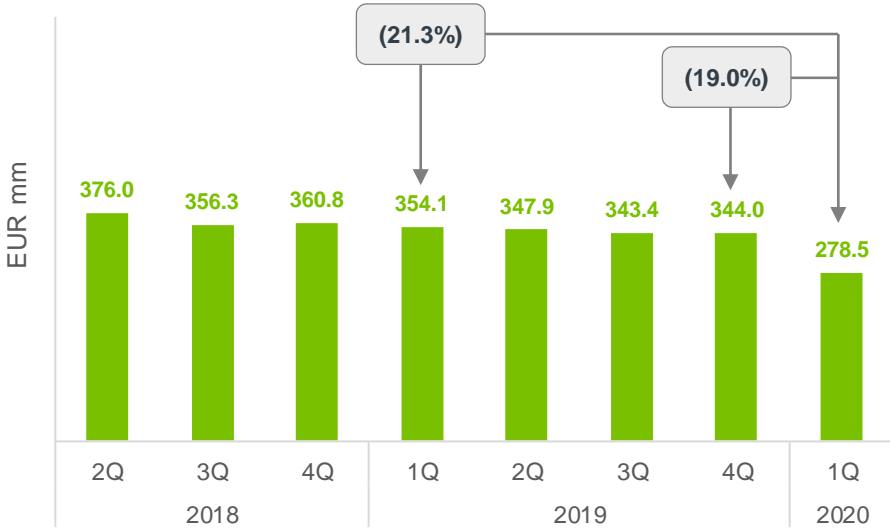
Highlights of the quarter

1. Strong early year performance in most of our markets, with revenue and margins up from prior periods. Specially positive in Sports Betting related businesses, including online. As anticipated, start of the year in Mexico and Italy affected by tax increases in those jurisdictions.
2. Since late February in Europe and early March in America, our attendance and revenue numbers started to reflect the impact of the Covid-19 news.
3. Progressively during the month of March the authorities in all jurisdictions in which we operate issued regulation that forced us to close our venues. By the end of the month our only activity generating revenues was online.
4. In early April the company launched different initiatives to maximize available liquidity and reduce fixed costs for as long as these administrative measures lasted. As a result, we have been able to reduce our fixed costs by more than 55% (mitigating significantly EBITDA losses in April and May) and our cash burn to c.€20-25 mm per month.
5. Our liquidity position remained strong at March 31st at €150 mm (after fully drawing on the SSRCF) and we expect to end May at €111 mm, c.€83 mm after the payment of coupon on the bonds (effective on May 30th).
6. The Company is in the early stages of operational recovery, with racetrack operations in Uruguay already launched and route operations in Spain ready to go. We expect the reopening process will happen progressively during June and July.
7. The company expects to progressively return to our prior revenue run rate in mid 2021 (with higher proportion of online revenues), while achieving c.75% of that by year end. Our cash burn rate will be progressively reduced as we re-open our operations.
8. The company has launched initiatives to increase our liquidity at least €105 mm to help us address the final stages of the quarantines and the reopening and normalization period. This incremental liquidity will be raised using the available room in the senior secured facilities basket in the indenture of the bonds and working on our local debt facilities.

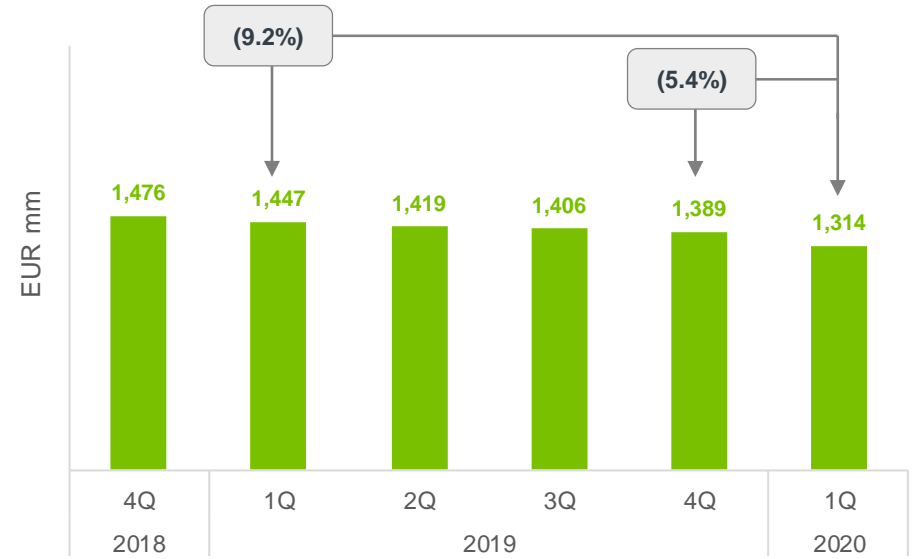
1. Operating Results

Total Revenue^(1,2)

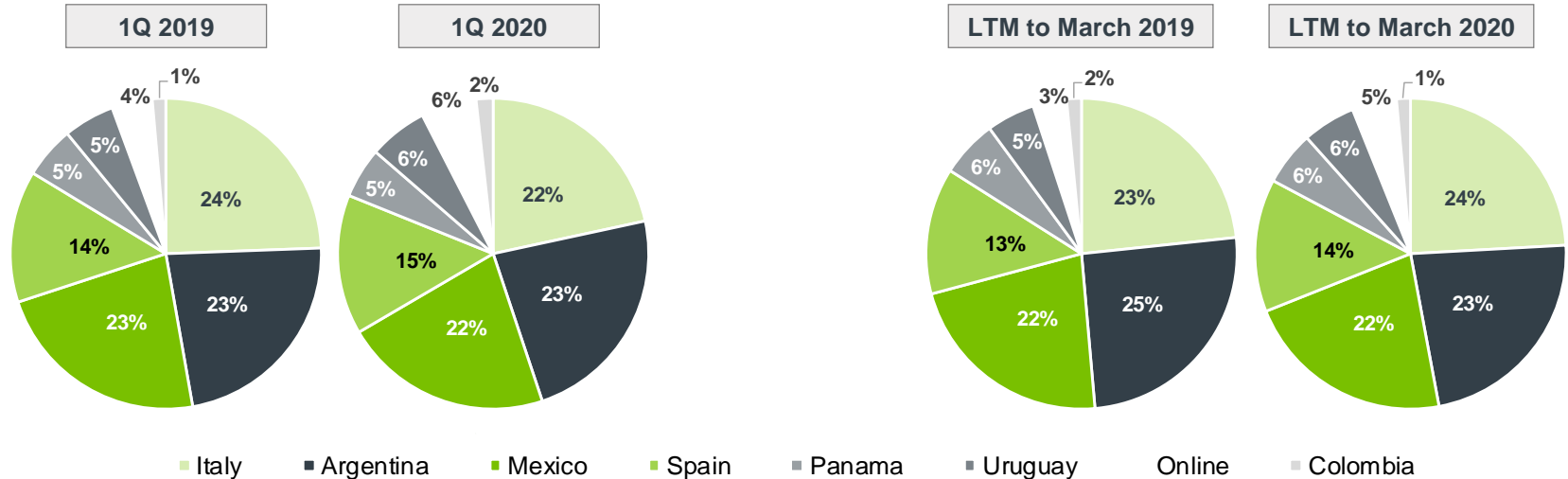
Quarter



LTM



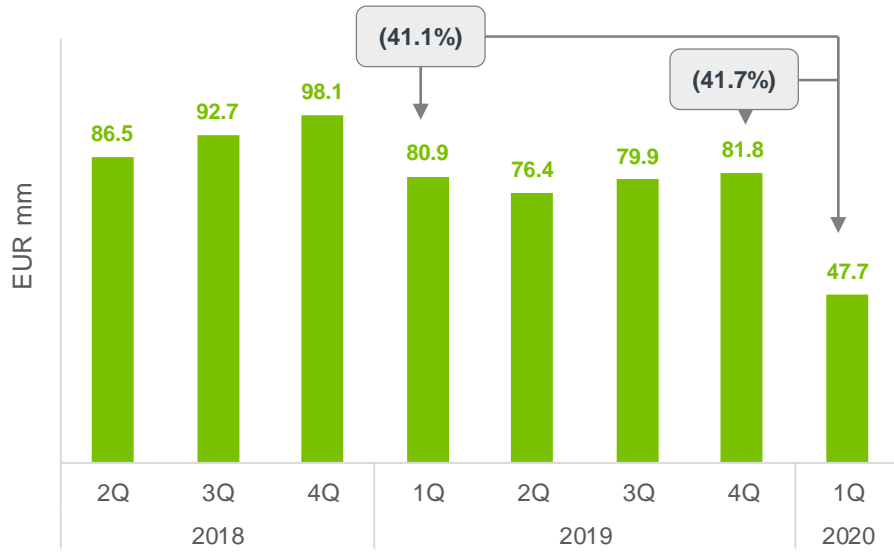
Geographic Mix



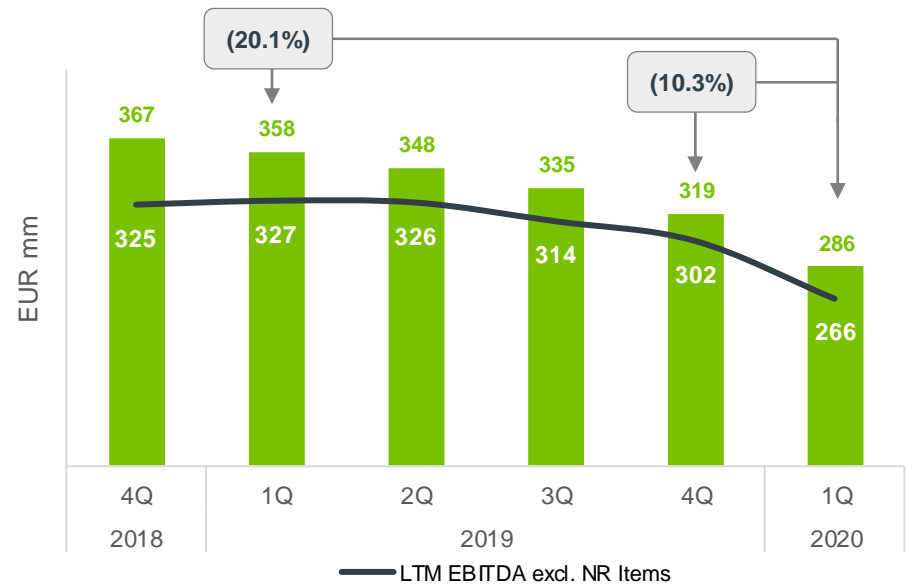
1) Does not consider inflation accounting adjustments in Argentina.
 2) All countries are affected in March by the closure of halls and previous restrictions for the COVID 19 pandemic.

Adjusted EBITDA^(1,2)

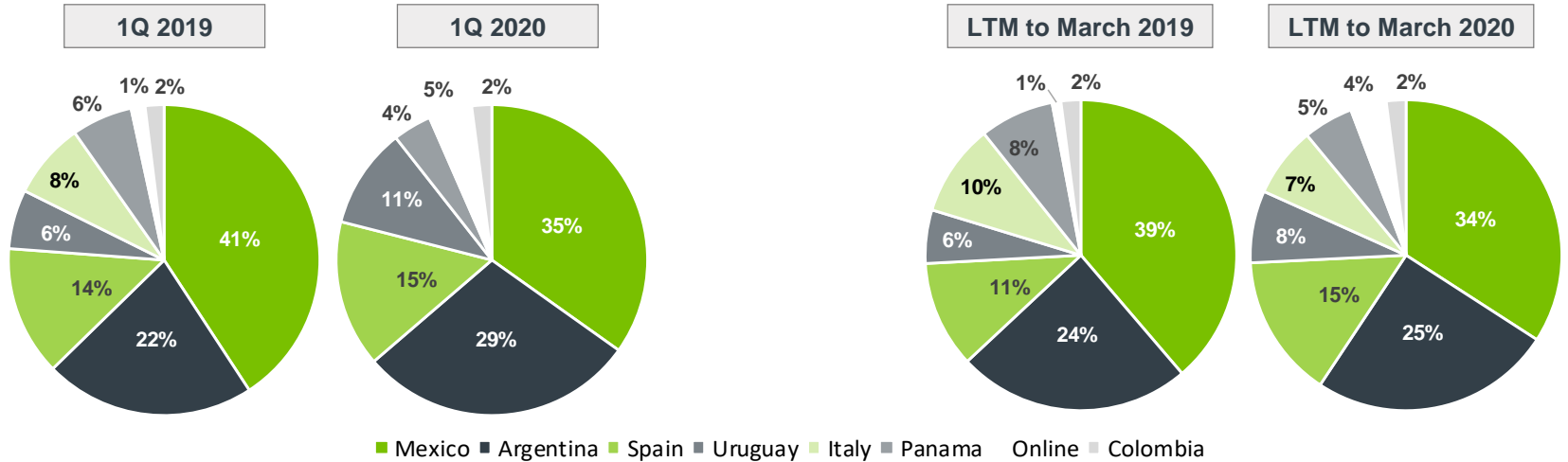
Quarter



LTM



Geographic Mix⁽³⁾

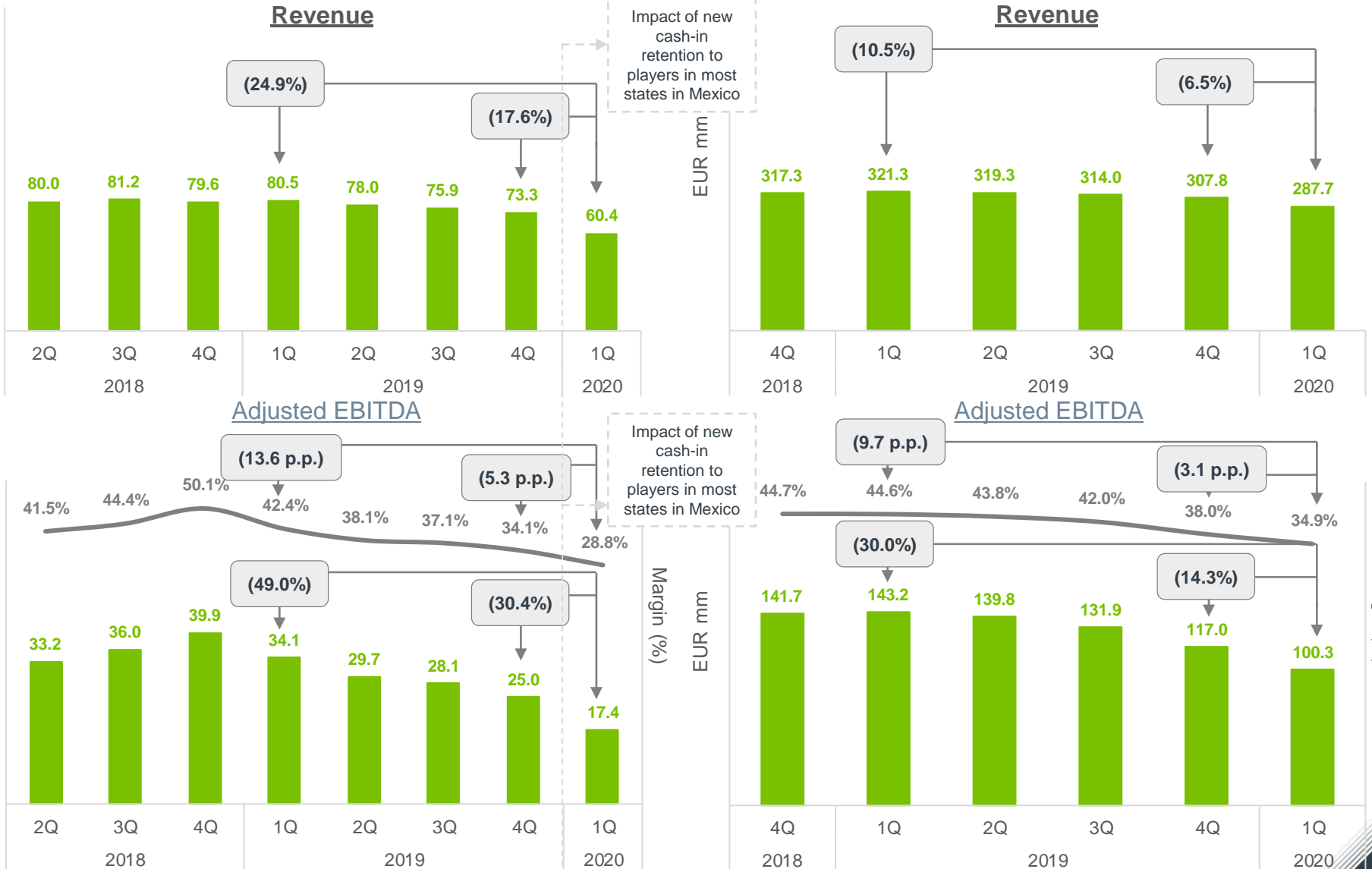


1) Figures reflect Company consolidated Adj. EBITDA. Does not consider inflation accounting adjustments in Argentina. Figures calculated Post-IFRS16.
 2) All countries are affected in March by the closure of halls and previous restrictions for the COVID 19 pandemic.
 3) Figures reflect contribution to Adjusted EBITDA before corporate overhead and excluding Italy in 1Q2020 due to negative Adjusted EBITDA.

Quarter

LTM

1Q-20 Inflation Rate: 3.4%.
1Q-20 MXN Devaluation vs EUR: 1.1%

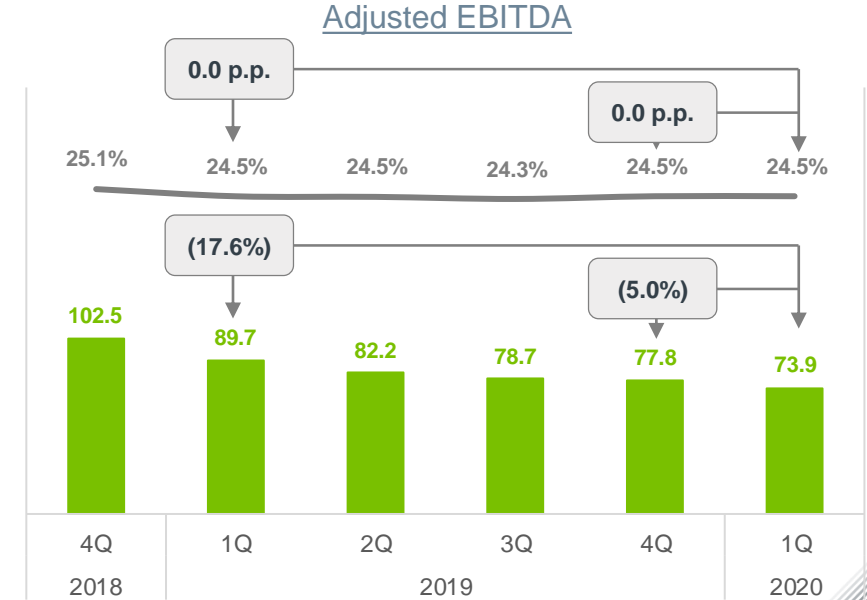
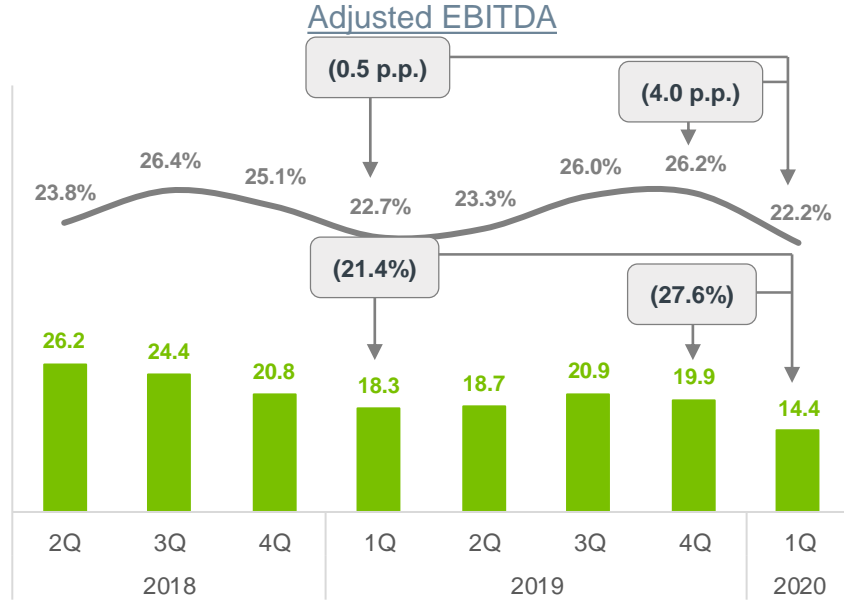
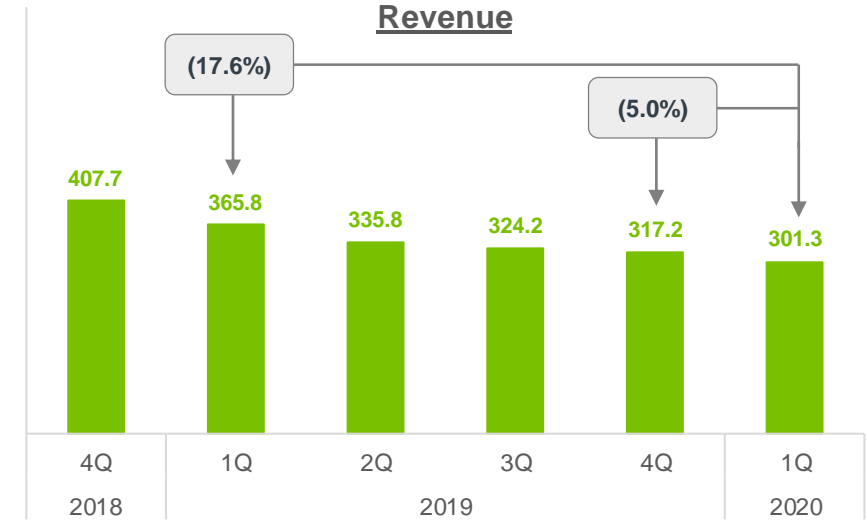
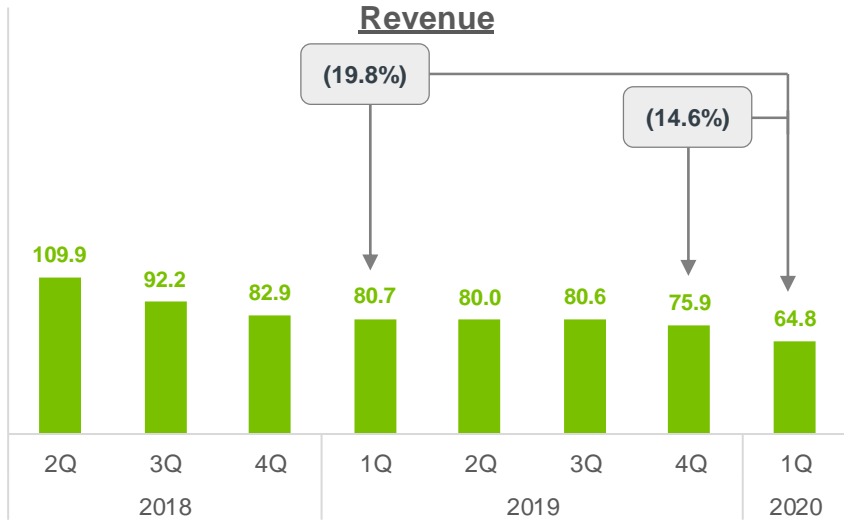


1) Figures calculated Post-IFRS16.
2) All countries are affected in March by the closure of halls and previous restrictions for the COVID 19 pandemic.

Quarter

LTM

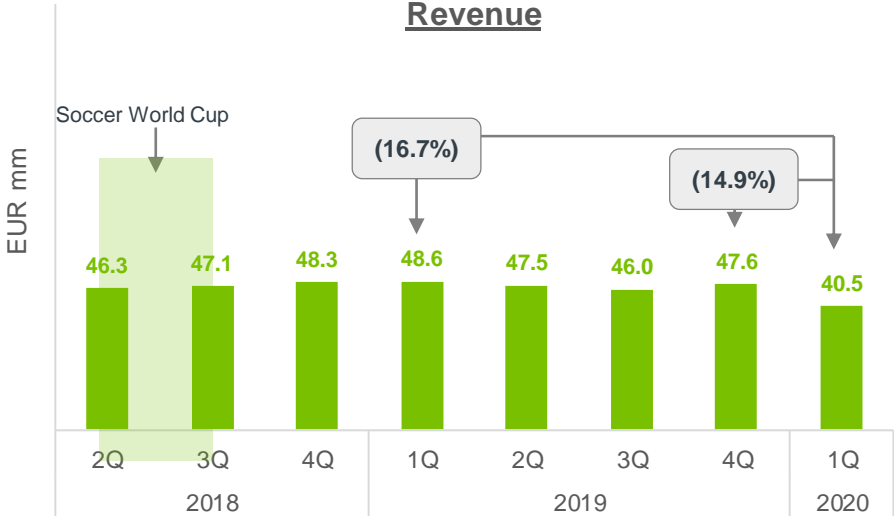
1Q-20 Inflation Rate: 50.6%.
1Q-20 ARS Devaluation vs EUR: 52.7%



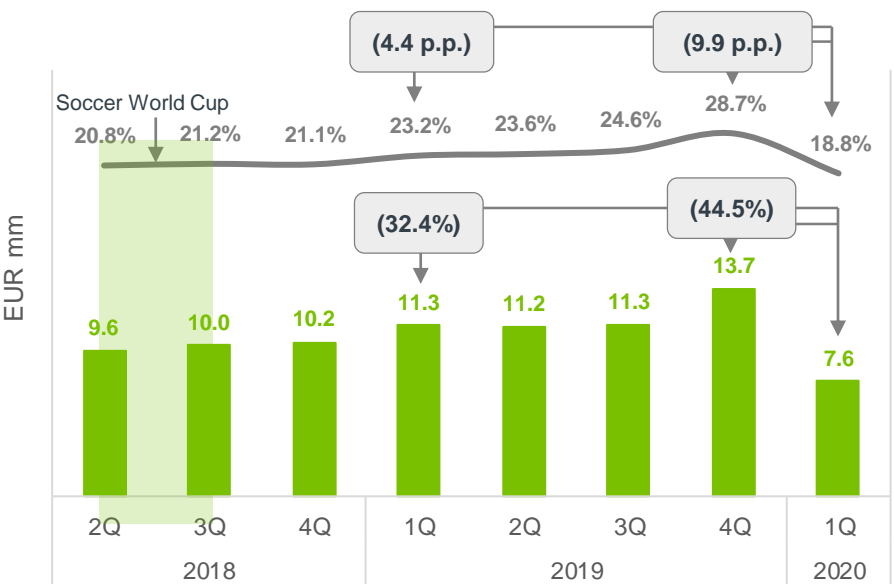
1) Does not consider inflation accounting adjustments in Argentina. Figures calculated Post-IFRS16.
2) All countries are affected in March by the closure of halls and previous restrictions for the COVID 19 pandemic.

Quarter

Revenue

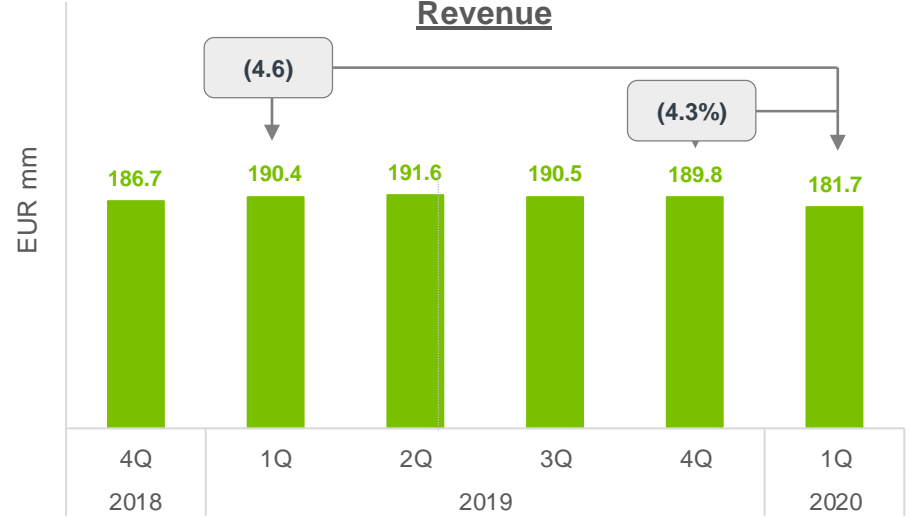


Adjusted EBITDA

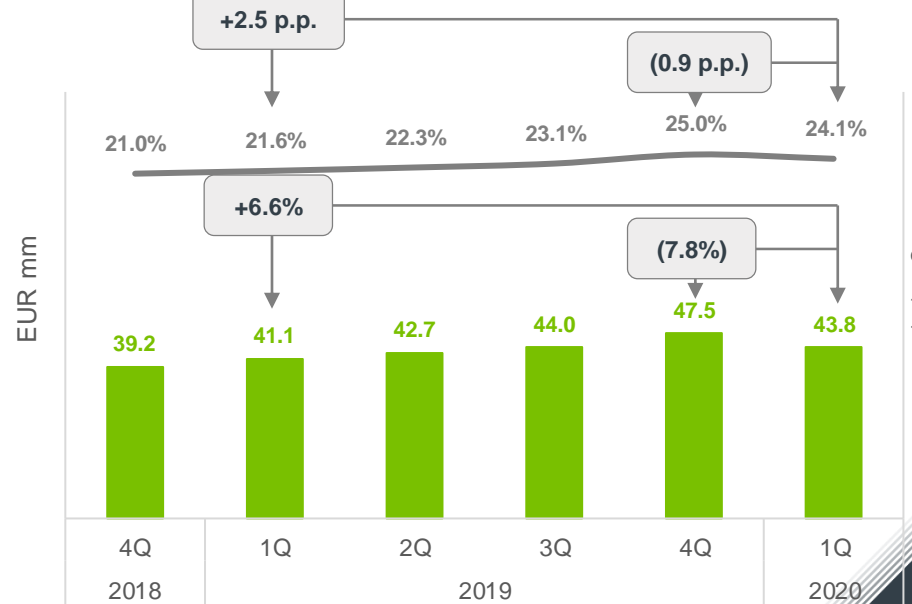


LTM

Revenue



Adjusted EBITDA

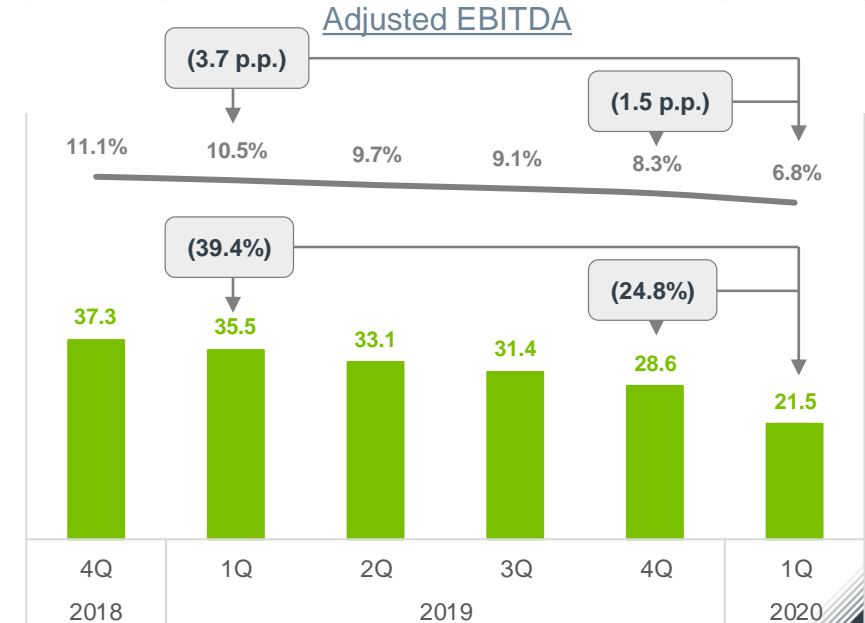
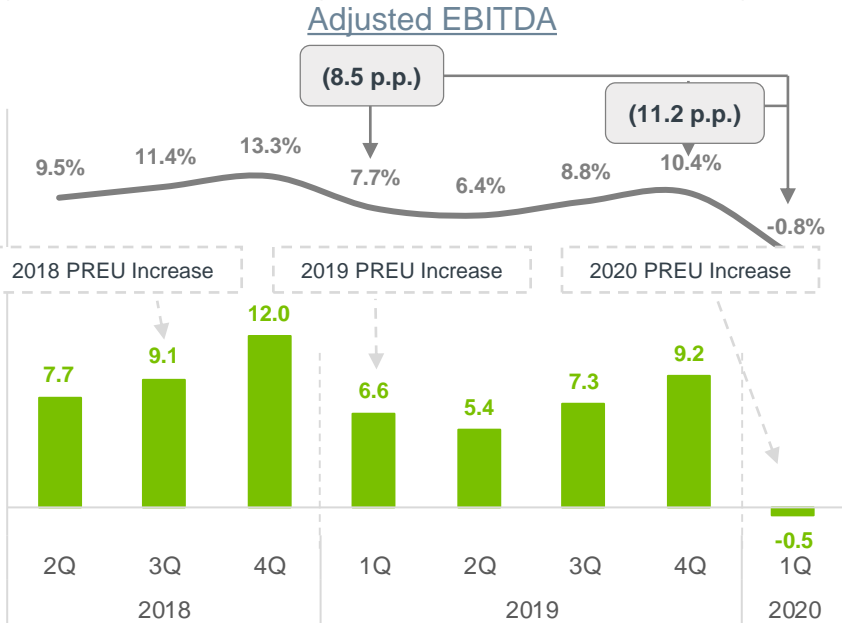
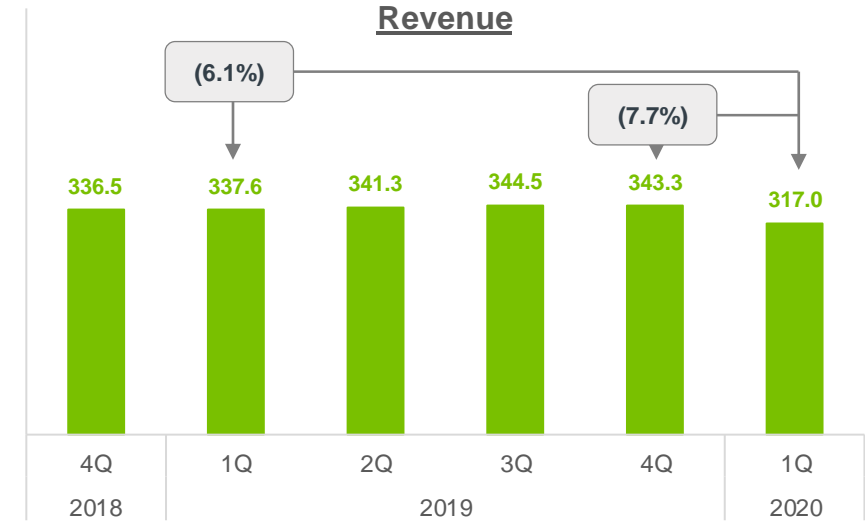
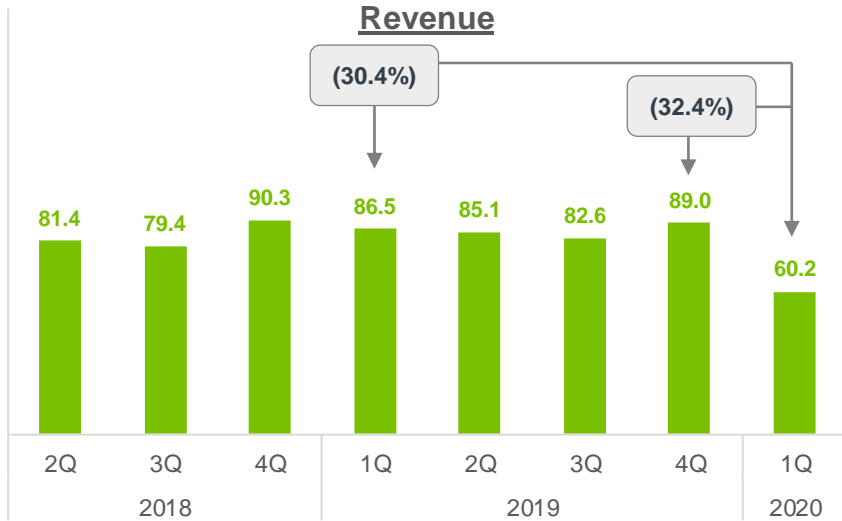


1) Figures calculated Post-IFRS16.

2) All countries are affected in March by the closure of halls and previous restrictions for the COVID 19 pandemic.

Quarter

LTM

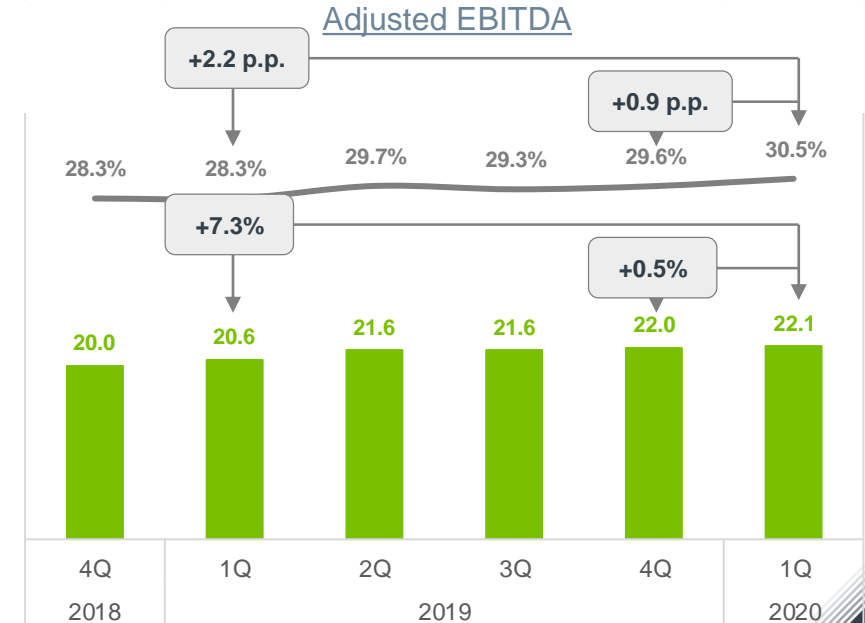
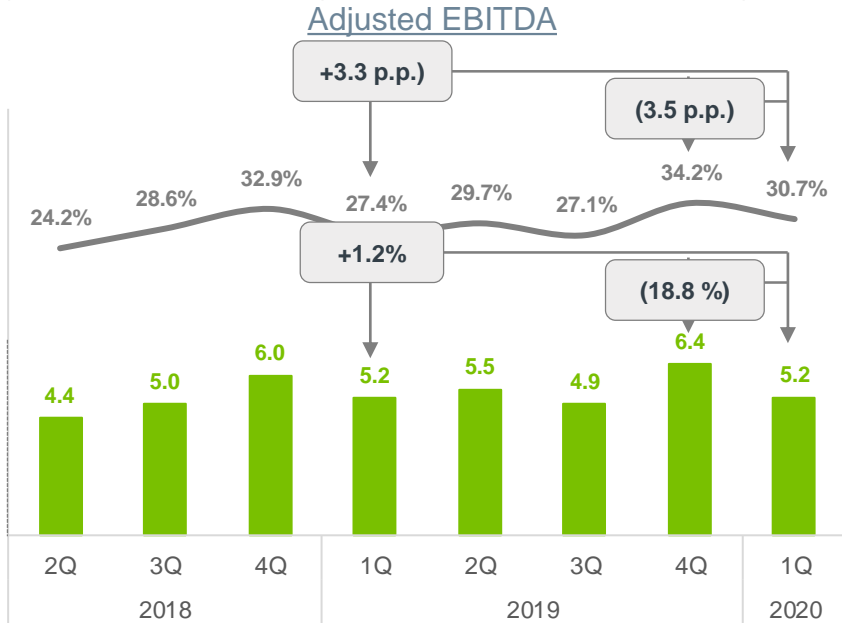
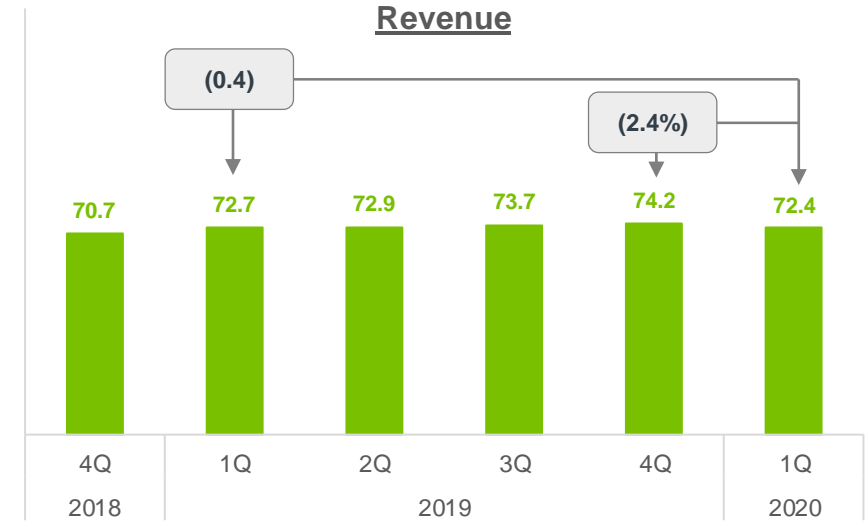
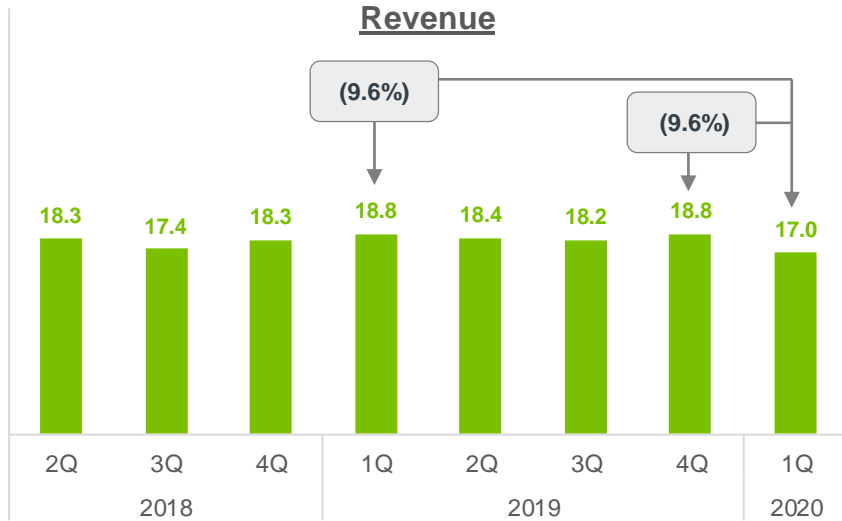


1) Figures calculated Post-IFRS16.
 2) All countries are affected in March by the closure of halls and previous restrictions for the COVID 19 pandemic.

Other Operations - Uruguay^(1,2)

Quarter

LTM



1) Figures calculated Post-IFRS16.
 2) All countries are affected in March by the closure of halls and previous restrictions for the COVID 19 pandemic.

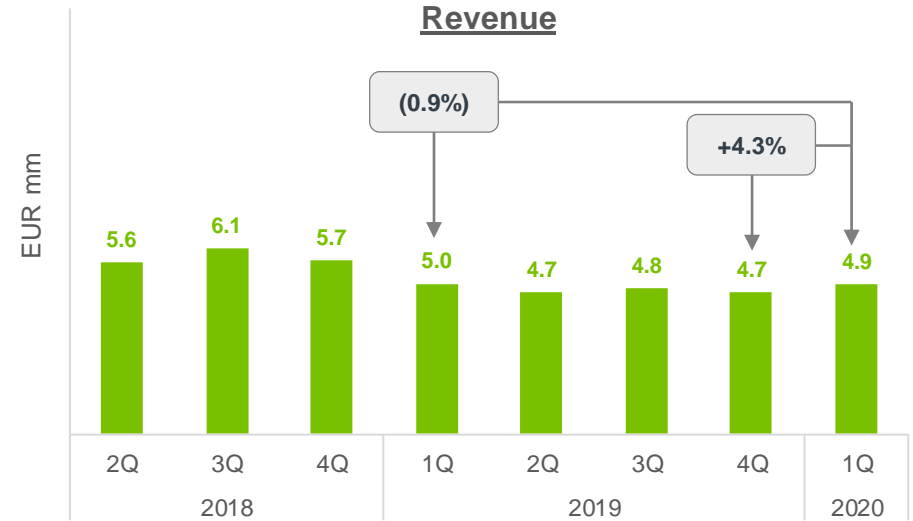
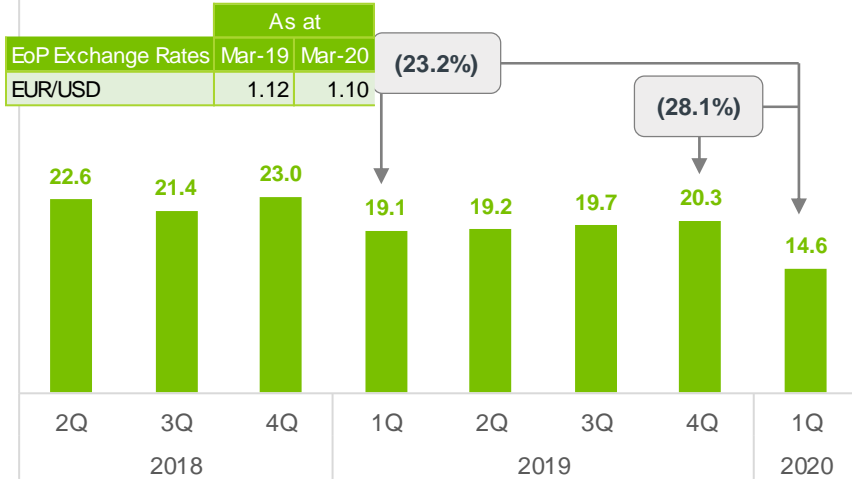
Other Operations^(1,2)

Panama Quarter

Colombia Quarter

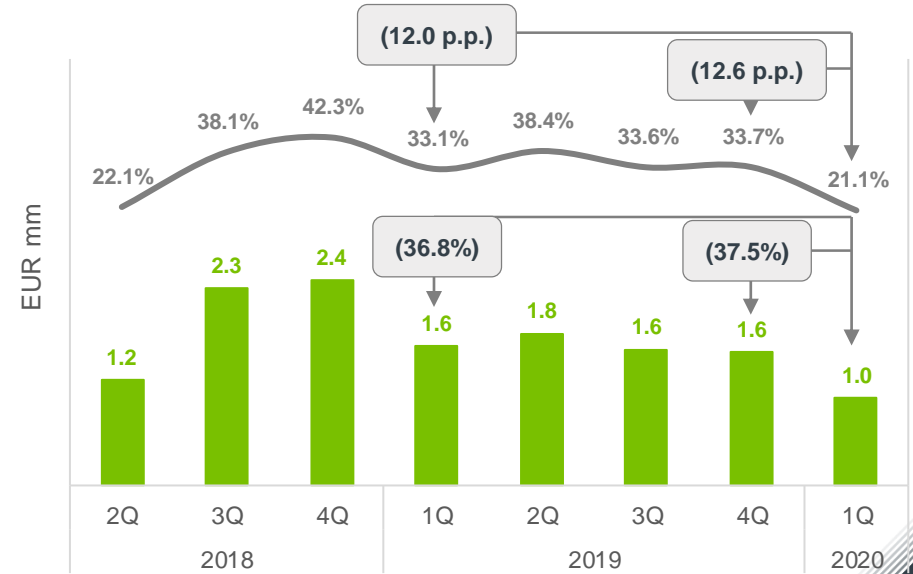
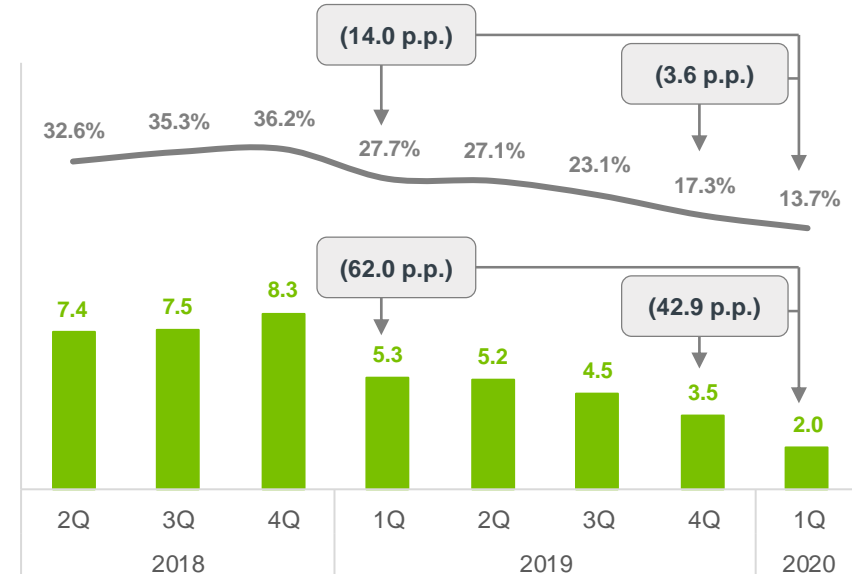
Revenue

Revenue



Adjusted EBITDA

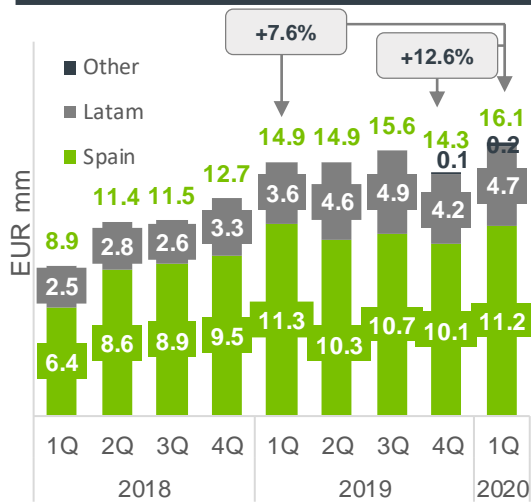
Adjusted EBITDA



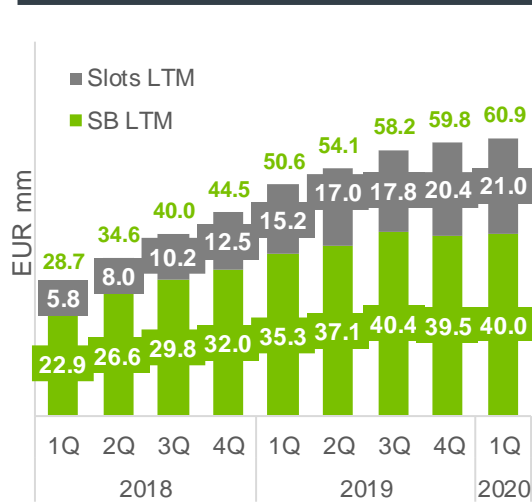
1) Figures calculated Post-IFRS16.
2) All countries are affected in March by the closure of halls and previous restrictions for the COVID 19 pandemic.

Online Activity by Codere^(1,2)

Revenue Quarterly



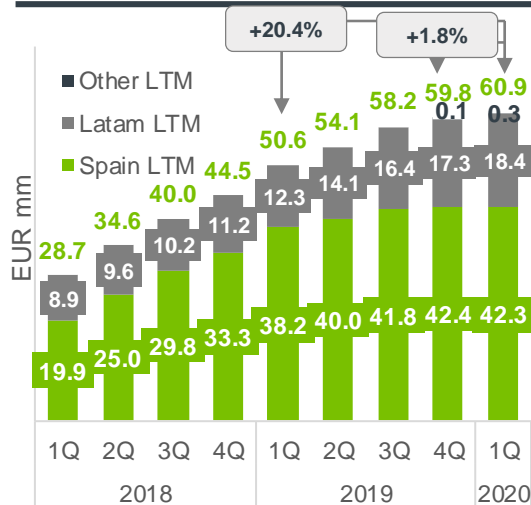
LTM Revenue Mix



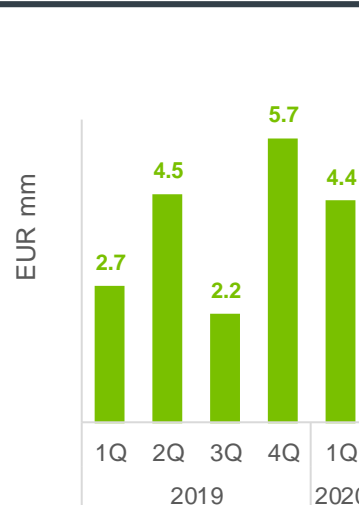
Adjusted EBITDA Quarterly



Revenue LTM



Quarterly Growth Marketing Expenses⁽³⁾



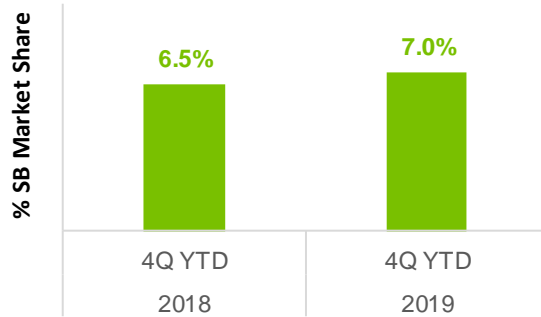
Adjusted EBITDA LTM



1) Figures calculated Post-IFRS16.
 2) All countries are affected in March by the closure of halls and previous restrictions for the COVID 19 pandemic.
 3) Reported as non recurring.

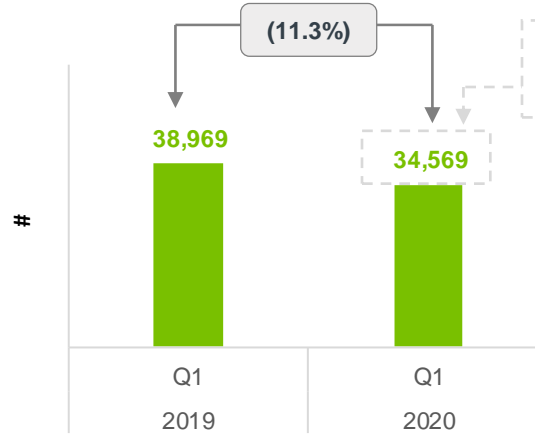
KPIs Online – Spain and Mexico

Spain Codere SB Market

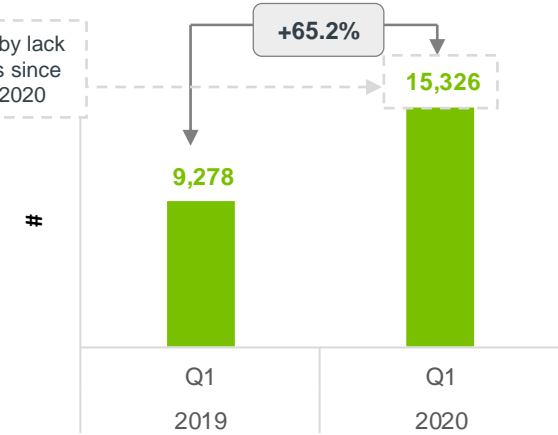


EUR mm	2018	2019	% Var
Total Market	365.3	379.0	3.7%
Codere	23.7	26.6	12.5%

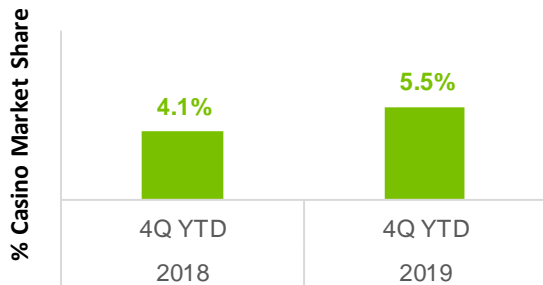
Spain SB Active Users



Mexico SB Active Users

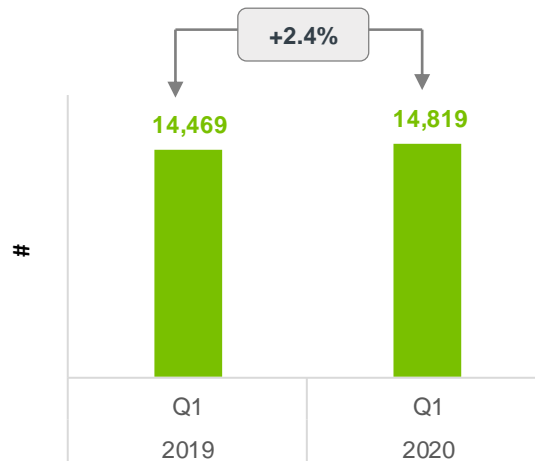


Spain Codere Casino Market

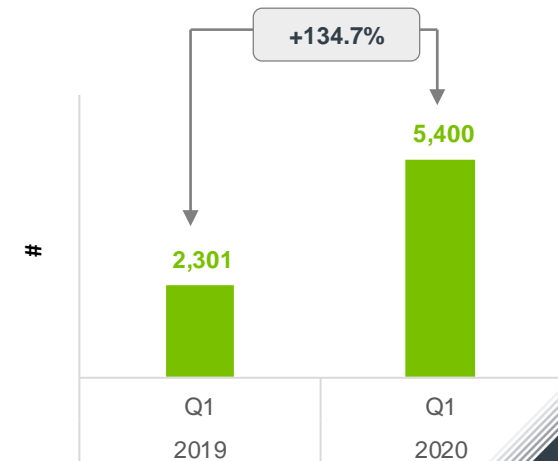


EUR mm	2018	2019	% Var
Total Market	237.9	274.3	15.3%
Codere	9.7	15.1	56.6%

Spain Casino Active Users

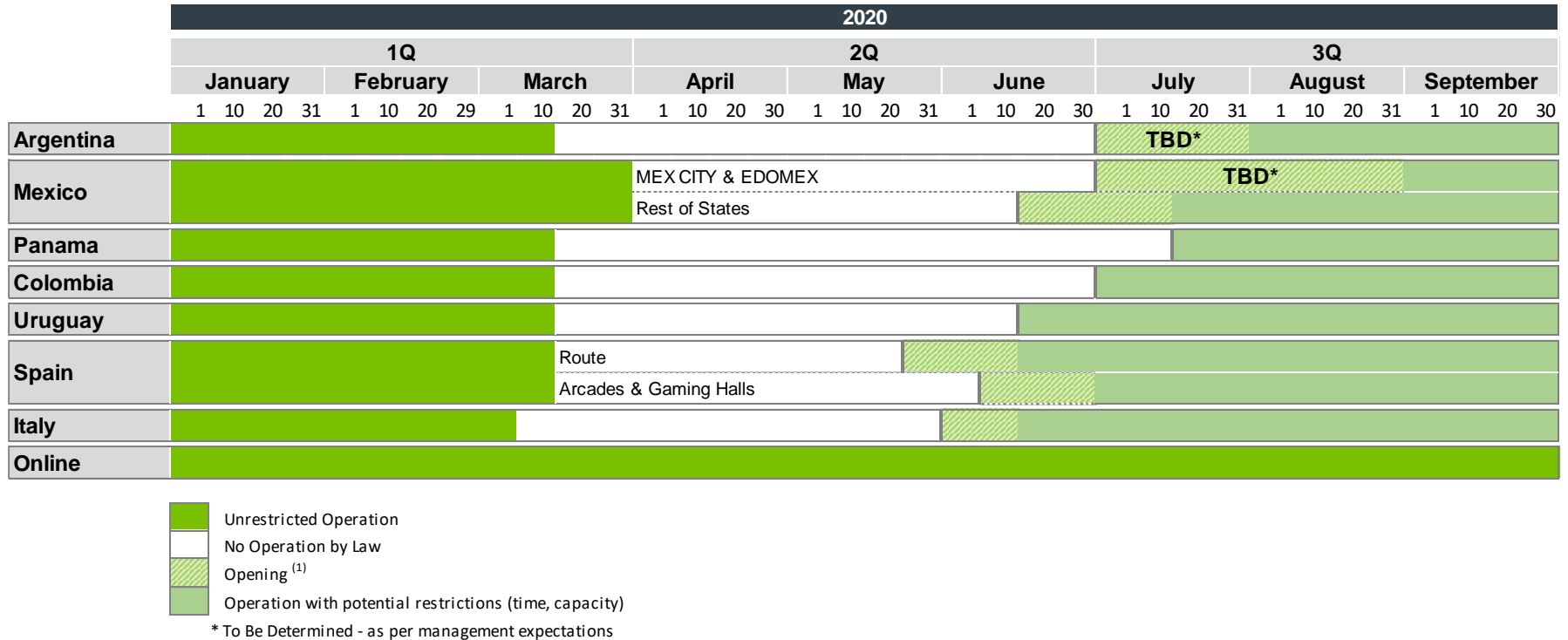


Mexico Casino Active Users



2. Operating Update

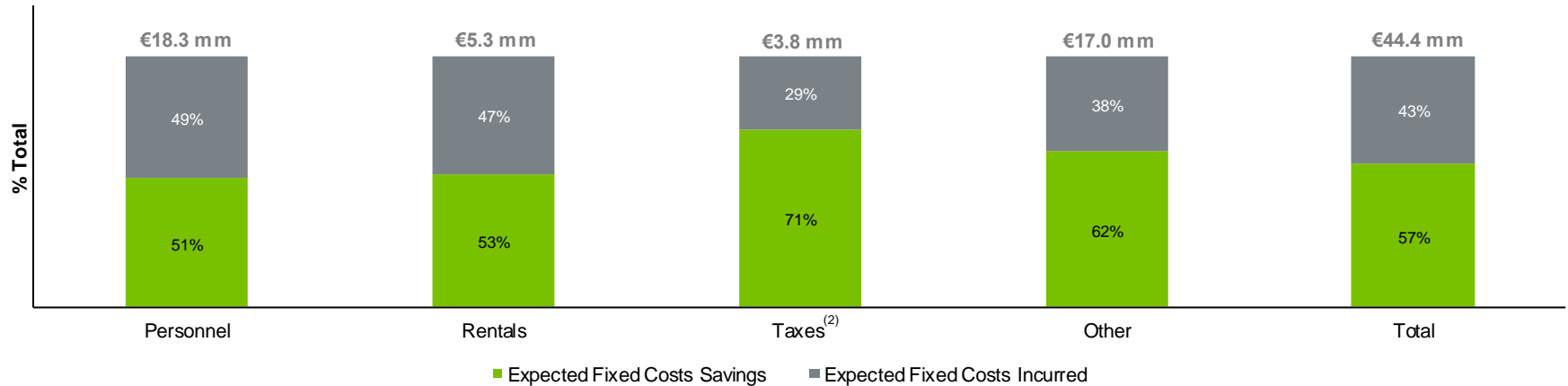
Closings by country and reopening expectations



- **HRU Racetrack** was opened on May 15th.
- The **online** offer remains operative but affected by the suspension or delay of sporting events and lack of cash deposits in our retail network. However, we expect events to return to the calendar, for example, the soccer leagues are resuming as follows:
 - German league: on May 16th.
 - Spanish league expected to resume the week of June 8th.
 - Italian league expected to resume next June 20th.

Contingency Plan While Shuttered (i of ii): Operational Management⁽¹⁾

Expected Savings by Category



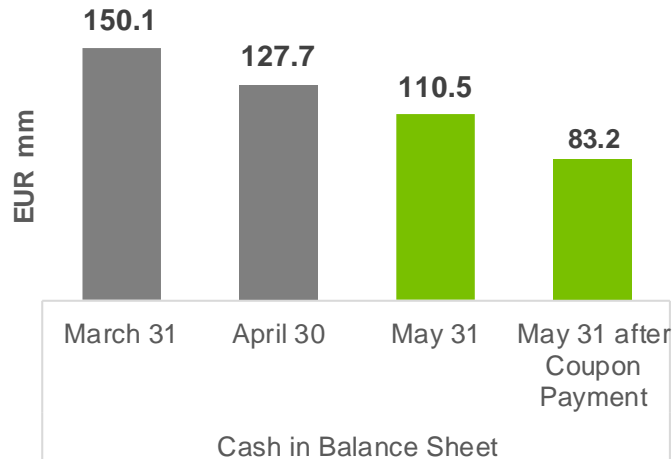
- Codere has reduced our headcount dedication to the minimal necessary to maintain the companies and prepare for the reopenings. We have applied and are obtaining government support to cover salary costs in Spain, Italy and Uruguay. In other markets where there is no public support, we have reduced significantly salary payments while preserving our workforce to reopen rapidly our halls when possible.
- Codere has engaged in negotiations with landlords to waive and / or defer lease payments across the Group as per local regulations. Certain legal frameworks, such as Panama, have allowed for full waivers, while in most places we are agreeing to partial waivers coupled with additional deferrals of the amounts to be paid.
- Gaming taxes are variable in all markets except for Spain. In this market, different regional authorities are adopting various solutions, implying both waivers and deferrals to help the industry deal with the closing of operations.
- All commercial expenses and operational projects have been frozen, reducing related costs. At the same time we are reducing to a minimum servicing of halls (cleaning, maintenance, security...) while paying other invoices such as utility expenses. In addition, we are preparing to reopen our halls, which implies certain critical supplies and equipment to be acquired.
- At the same time, all growth and maintenance capex initiatives have been halted, except for what is required to run our online business.

1) Figures reflect 2020 budgeted monthly fixed costs in April for Latam and May for Europe.

2) Mainly includes Spain.

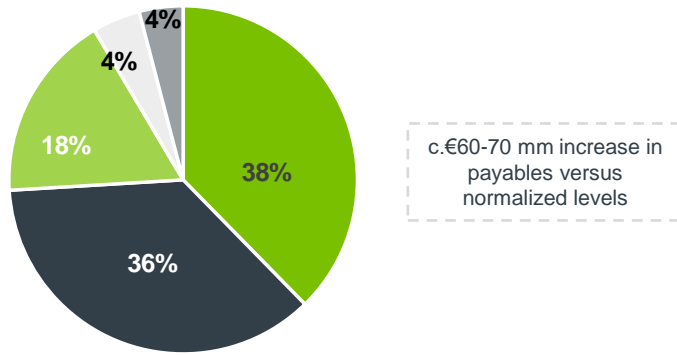
Contingency Plan While Shuttered (ii of ii): Liquidity Management

Cash Evolution



Payables Breakdown

Increase over normalized levels of payables per category by June 30th



■ Taxes ■ Operation Suppliers ■ Capex financings ■ Others ■ Rentals

- The company is using c.€20-25 mm per month during the closing period.
- The main components of these payments are personnel (46%), and taxes, mostly from prior periods (40%).
- **To mitigate use of cash the company:**
 - Has reduced fixed operational expenses for more than 55% (explained previously) and reduced to a minimal amount capex expenditures in the period.
 - Has negotiated or is negotiating deferrals and payment plans with all major suppliers and providers of services (including Capex).
 - Has used available regulatory avenues (existing and new) to delay / defer payment of taxes.
 - We are negotiating principal holidays in our local financings.
 - The c.€60-70 mm increase in normalized levels of payables derived from these cash preservation initiatives will be progressively reduced in the next three quarters.
- Finally, the company decided to postpone the payment of the April Coupon to May in order to gain more visibility on the evolution of the crisis and the closings, and on our ability to preserve and access additional liquidity. The coupon payment was approved by the BoD yesterday and is being paid today.

Re-Opening Considerations - Revenue Assumptions

Re-Opening Considerations

	Average Slot Capacity 3Q	Average Slot Capacity 4Q	Average Revenues (L.C.) vs. 4Q Dec.	Comments
Argentina	38%	70%	c. +15%	Only Slots, Inflation of 45.2% in the market
Mexico	33%	50%	c. -15%	Other Products start in 4Q
Panama	50%	50%	c. -25%	
Colombia	50%	50%	c. -30%	Only Slots
Uruguay	50%	50%	c. -20%	
Spain			c. -15%	
Italy			c. -30%	

Operational Restrictions

At our gaming halls, we will be implementing COVID-19 health and safety measures to protect our customers and employees. Those guidelines and protocols are primarily directed at preserving the health of our personnel and customers. These protocols include wearing personal protection equipment (both for our employees and our customers), ensuring social distancing, limiting personal contact and implementing strict cleaning and disinfecting procedures various times per day.

1. Client access safety protocol.
2. Limited occupancy to ensure adequate distance within the halls.
3. Adequate layout to facilitate social distancing between slots machines, table and bingo games.
4. Enhanced cleaning protocols while employees will be provided with mask, gloves and disinfectant gel to enable effective cleaning of all contact surfaces.

Recovery Strategy

Revenue Strategy

- Focus on most profitable / less labor intensive products (slots). Optimization of available offer and products to optimize yields and use of deployed capacity.
- Progressively open other business lines when social distancing and capacity restrictions allow (activate retail sports betting, table and bingo games progressively depending on local circumstances).
- Focus on best customers through our loyalty clubs and CRM tools:
 - Target communication to most valuable / higher frequency customers inviting them to come back to benefit from high concentration of revenues on top players.
 - Manage capacity and secure space for selected customers.
 - Focus on omnichannel customers to cross sell our online offering.
- Provide a safe and healthy environment for customers to feel comfortable (hand sanitizers, gloves and masks available or mandatory in some countries). Customers over 65 years might be restricted to access in certain locations and phases of the post-reopening period.

Cost Strategy

- Negotiate all hall related expenses (lease, maintenance, supplies, etc.) to adapt them to the evolution of revenue generation in each of our markets.
- Adapt personnel cost structure progressively to the recovery of the business.
 - Employees will come back according to the activity and revenue deployed in each hall.
- Pursue a leaner operating model, progressively deploying and enriching our offering and ancillary services as demand recovers.
- Capex will only be deployed on critical items to run our halls (slot renewals or hall refurbishments will be rigorously optimized).
- Continue to focus on and reduce fixed costs and, to the extent possible, transform them into variable ones.
- Accelerate digitalization and centralization efforts that have been enhanced during this time of crisis.
- Selectively discontinuing assets or halls which road back to profitability is challenged by current circumstances.

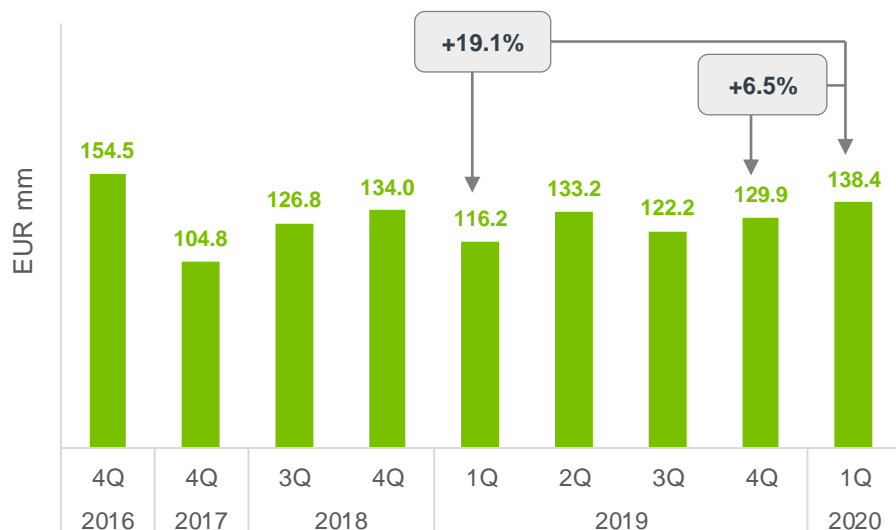
3. Credit Overview

Consolidated Free Cash Flow^(1,2) – Focus on cash generation

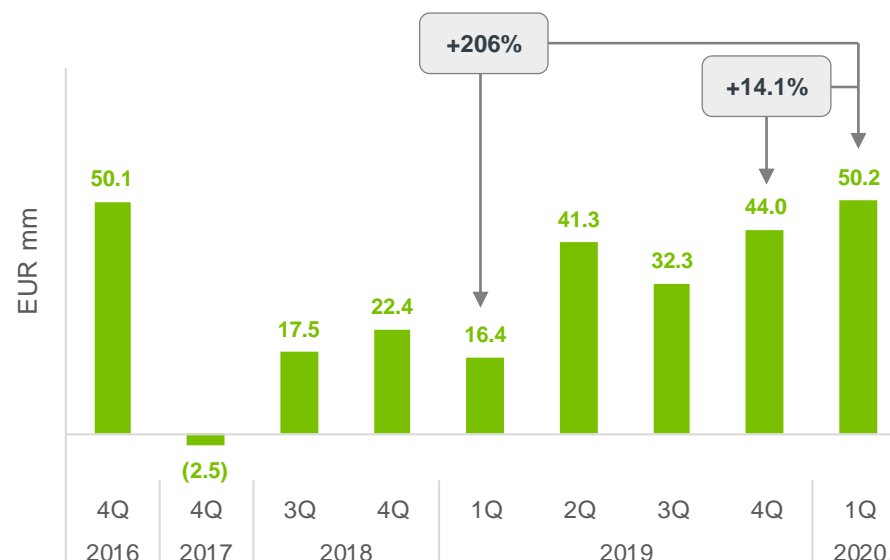
Figures in EUR mm, except where noted otherwise.

	2016	2017	2018			FY	2019				2020	
	FY	FY	2Q	3Q	4Q		1Q	2Q	3Q	4Q	FY	1Q
Adjusted EBITDA	270.2	273.6	86.5	92.7	98.1	367.4	80.9	76.4	79.9	81.8	319.0	47.7
(-) Capitalized Operating Leases	0.0	0.0	(21.5)	(21.9)	(18.9)	(84.5)	(17.9)	(17.6)	(17.3)	(17.1)	(69.9)	(17.0)
(-) Corporate Income Tax Paid	(49.9)	(70.9)	(18.3)	(11.4)	(11.2)	(51.8)	(10.6)	(12.7)	(7.8)	(9.7)	(40.8)	(5.4)
(-) Maintenance Capex	(80.4)	(78.4)	(27.1)	(11.9)	(26.7)	(82.1)	(15.6)	(17.6)	(14.6)	(25.1)	(72.9)	(11.4)
(-) Increase in Net Working Capital	18.9	(13.8)	11.0	(3.3)	(7.0)	(7.5)	(21.6)	17.9	(8.5)	13.2	1.0	9.8
(-) Dividends Paid, net	(4.6)	(5.8)	(2.2)	(2.4)	(1.3)	(7.5)	(2.2)	(1.0)	(0.9)	(2.4)	(6.5)	(2.2)
FCF before Growth Capex	154.5	104.8	28.4	41.8	33.0	134.0	13.1	45.3	30.8	40.7	129.9	21.5
(-) NNRR Items (Exc. Growth Online)	(71.8)	(26.8)	(12.0)	(7.0)	(11.9)	(42.7)	(0.3)	(3.0)	(5.9)	(7.8)	(17.1)	(3.3)
(-) Cash Interest Expense	(32.6)	(80.5)	(30.0)	(3.8)	(31.1)	(68.8)	(3.8)	(31.0)	(2.8)	(31.2)	(68.8)	(3.2)
Discretionary Cash Flow	50.1	(2.5)	(13.6)	31.0	(10.0)	22.4	9.0	11.3	22.1	1.7	44.0	15.0
(-) Growth Capex	(8.4)	(39.8)	(5.8)	(43.6)	(24.1)	(81.3)	(0.8)	(3.6)	(6.4)	(7.1)	(17.9)	(2.4)
(-) Online Marketing growth spend ⁽³⁾	0.0	0.0	0.0	0.0	0.0	0.0	(2.7)	(4.5)	(2.2)	(5.7)	(15.1)	(4.4)

LTM FCF before Growth Capex



LTM Discretionary Cash Flow



1) Consolidated free cash flow, as defined herein, reflects consolidated adjusted EBITDA Post-IFRS16 less i) corporate income taxes paid, ii) total capital expenditures and iii) increases in net working capital.

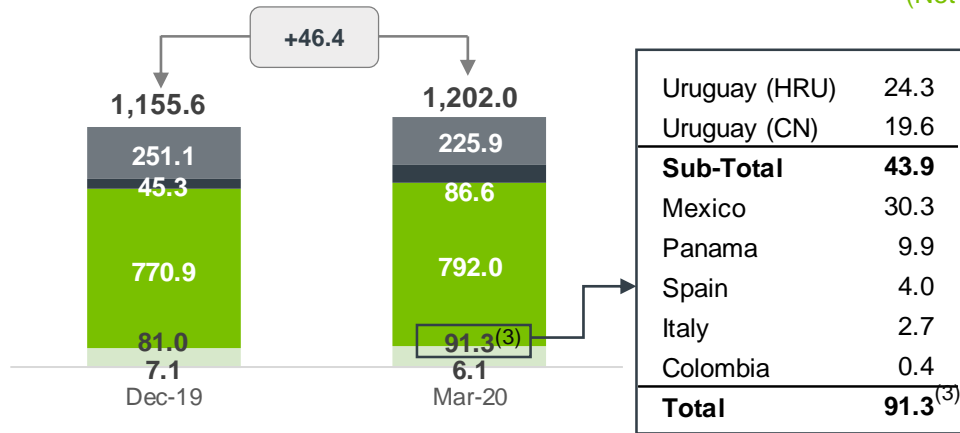
2) Inflation accounting adjustments are non-cash items with no impact on cash flow generation.

3) Figures for 2016, 2017 and 2018 were not significant and not excluded from adjusted EBITDA.

Credit Profile⁽¹⁾

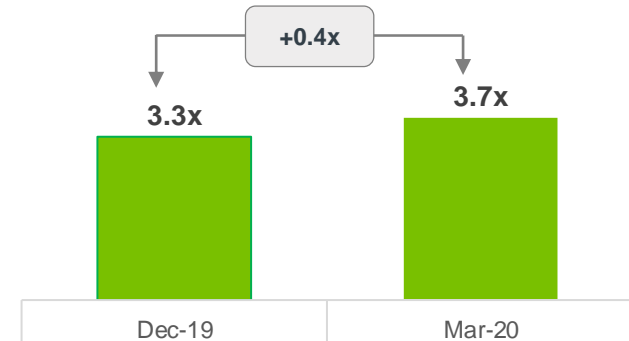
Figures in EUR mm, except where noted otherwise.

Total Gross Debt⁽²⁾



Leverage Ratio

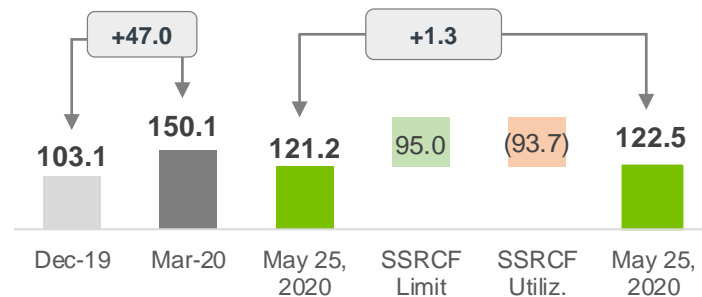
(Net Debt⁽⁴⁾ / LTM Adjusted EBITDA)



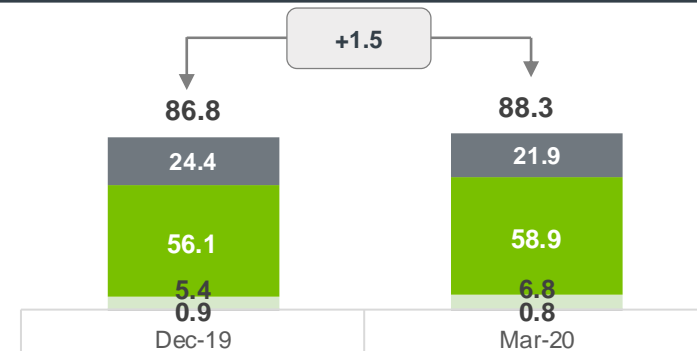
■ Capital Leases Pre-IFRS16 ■ OpCo Debt ■ HY Notes ■ SSRCF ■ Capital Leases IFRS16

Total Liquidity

Cash



Interest Expense⁽⁵⁾



■ Capital Leases Pre-IFRS16 ■ OpCo Debt ■ HY Notes + SSRCF ■ Capital Leases IFRS16

- Figures reflect consolidated accounts, except where noted otherwise.
- Figures include accrued interest and impact of deferred financing fees.
- In the €91.3 mm of Opco debt as of March 31, €73.6 mm is in non-guarantor companies.
- As per corporate financing documents, figures reflect total outstanding principal amounts net of cash and cash equivalents. Figures include accrued interest and impact of deferred financing fees, which, for covenant calculation purposes, would be excluded (i.e. financial debt and leverage would be lower). Likewise, covenants are calculated prior to IFRS16 (i.e. Capitalized Operating Leases are not included in Gross Debt nor Adjusted EBITDA).
- Figures based on end of period financial debt outstanding and interest rates; excludes fees on unused revolver availability and amortization of deferred financing fees.

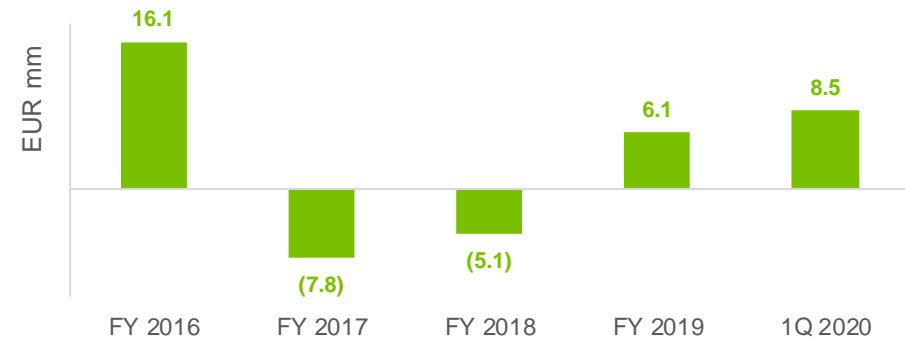
Working Capital initiatives & Deferred Payments initiatives

Cash preservation initiatives

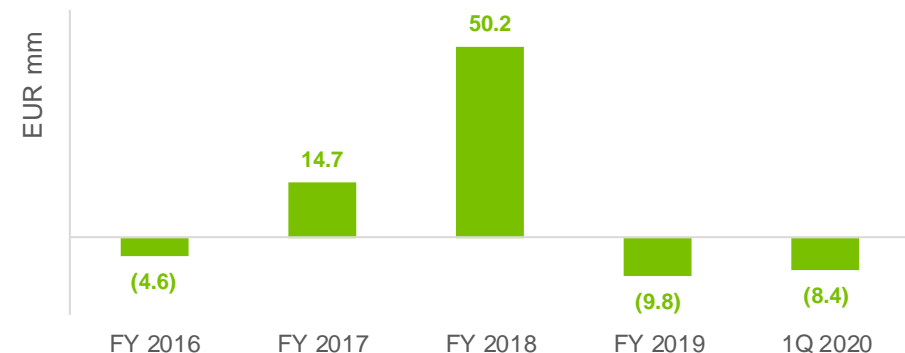
- Reduction and/or deferral of fixed operating expenses across all categories: Personnel, rentals, taxes and supplies.
- Business units have benefited from the plans made available by the government to defer taxes specially in Spain and Italy, postponing relevant payments of gaming taxes at the end of March (PREU in Italy and fixed gaming tax on slots in Spain).
- Capex limited to critical items (no slot renovations or hall refurbishments).
- Additionally, the company is continuously engaging with its global suppliers and defining payment plans to accommodate to the gradual reopening and ramping up of its operations.
- Negotiation with providers of local financing to reduce amortization schedule (holidays on the payment of principal achieved on most local loans).
- We have also started to negotiate new payment plans with suppliers with whom we had financed capex that will lead to further improvements in our cash preservation ability.
- In total, the company will have expanded payables over c.€60-70 mm by the end of June. Such payments will be normalized in the following quarters.

WK⁽¹⁾ & Deferred Payments Evolution

WK Evolution



Deferred Payments Evolution



1) Working capital excludes variation of balance of deferred gaming taxes in Spain

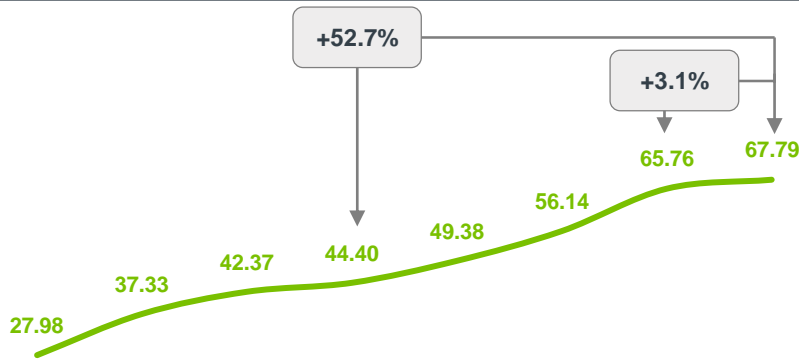
Liquidity initiatives & Capital structure

- The company has launched an initiative to increase its liquidity by 105 million of Euros retaining financial advisors to lead the process.
- Our aim is to raise such capital on a super senior instrument using the 200 million of Euros senior facilities basket in the indenture of the bonds.
- We are holding conversations with several interested parties to structure adequately this incremental liquidity while preserving a solid, stable capital structure on which basis to work to extend or refinance the October 2021 bond maturities.
 - Comfortable liquidity until the company produces sufficient revenue to generate cash and service debt.
 - Capacity to deal with potential delays in openings or second waves of the disease.
 - Covenants and terms adapted to business expectations for the next 12 months.
- In addition to these initiatives, the company has already negotiated different local agreements with financial institutions to preserve liquidity and accommodate principal payments totally or partially in Italy, Mexico and Uruguay.
- Additional efforts related to government-backed credit lines in Spain and Italy are being evaluated.

4. Appendix

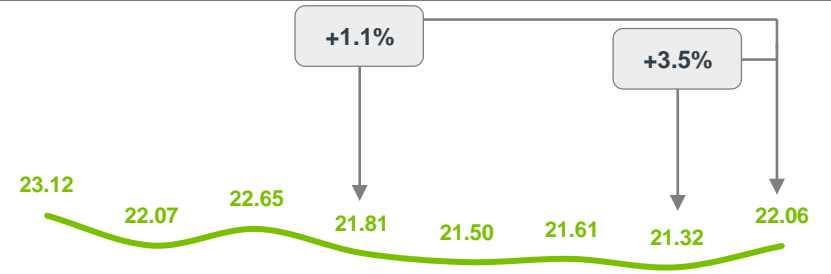
Exchange Rate Evolution (Period Average)

EUR / ARS



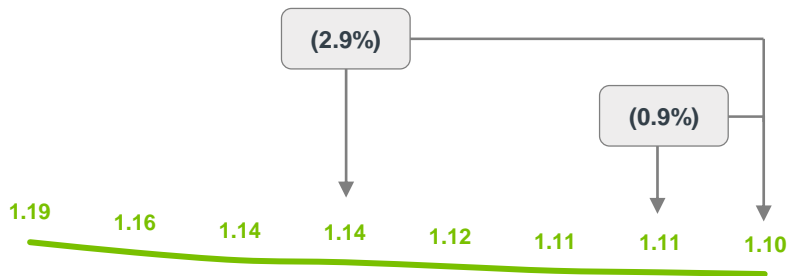
2Q	3Q	4Q	1Q	2Q	3Q	4Q	1Q
2018			2019				2020

EUR / MXN



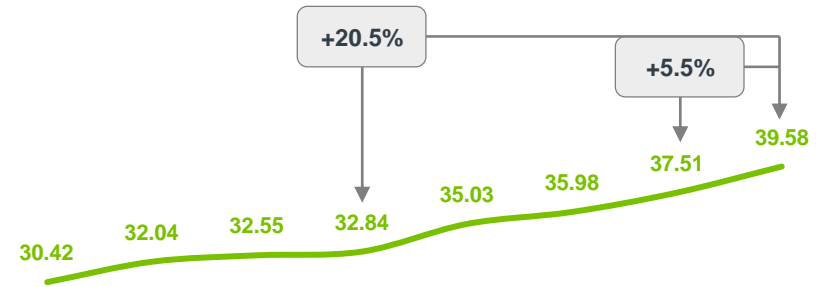
2Q	3Q	4Q	1Q	2Q	3Q	4Q	1Q
2018			2019				2020

EUR / USD



2Q	3Q	4Q	1Q	2Q	3Q	4Q	1Q
2018			2019				2020

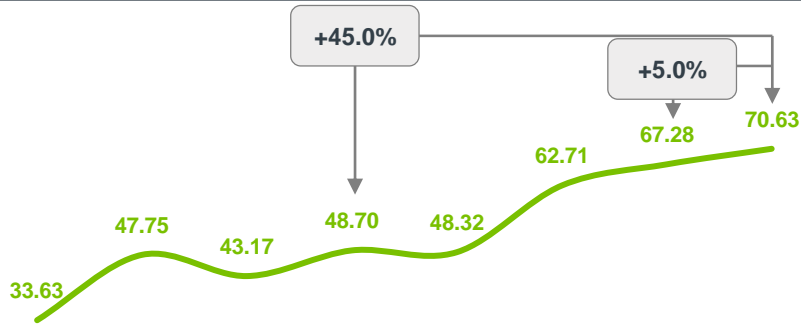
USD / UYU



2Q	3Q	4Q	1Q	2Q	3Q	4Q	1Q
2018			2019				2020

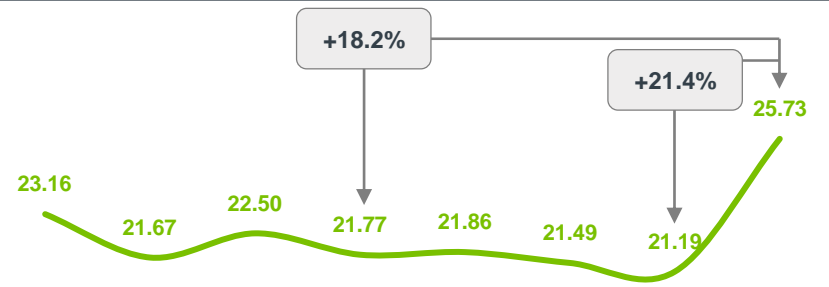
Exchange Rate Evolution (End of Period)

EUR / ARS



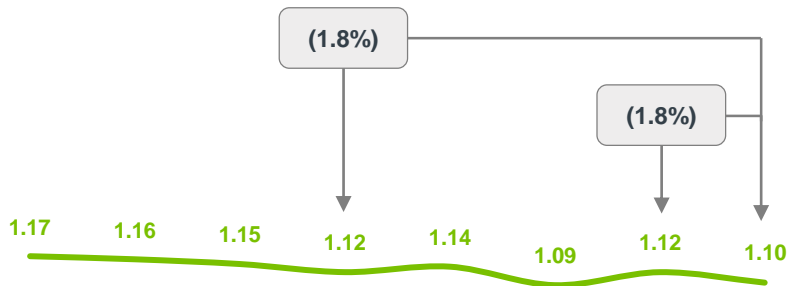
2Q	3Q	4Q	1Q	2Q	3Q	4Q	1Q
2018			2019			2020	

EUR / MXN



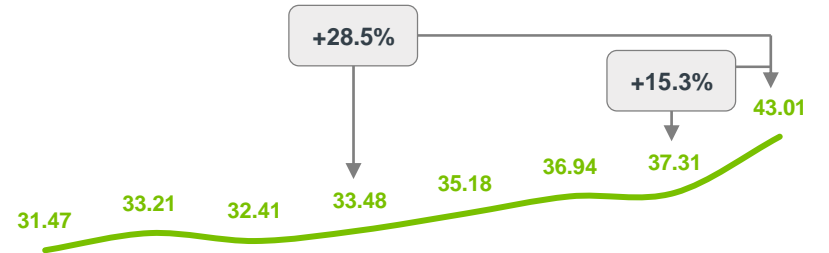
2Q	3Q	4Q	1Q	2Q	3Q	4Q	1Q
2018			2019			2020	

EUR / USD



2Q	3Q	4Q	1Q	2Q	3Q	4Q	1Q
2018			2019			2020	

USD / UYU



2Q	3Q	4Q	1Q	2Q	3Q	4Q	1Q
2018			2019			2020	

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