4Q 2020 Earnings Results

February 26, 202



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- 3. Liquidity and Credit Overview
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01. Trading Update

- Since our Q3 Results in Mid-November, our operational recovery has been materially disrupted by the resurgence of the pandemic at the end of 2020 and in early 2021.
 This resulted in additional closures and restrictions that are only starting to soften modestly by the end of February.
- As we discussed then, and despite additional closures and restrictions, performance when our halls and route businesses are in operation continues to be strong, particularly in Spain retail. Argentina and Uruguay continue to show solid results since their reopenings. In the meantime, our online business continued its strong performance and posted record revenues in Q4.
- The company continued to preserve liquidity beyond expectations, closing 2020 with a position of €110 mm. This positive development was helped by additional tax deferrals in Italy and Spain as well as by extending overdue commercial payables into 2021, which offset the reduction in revenue generation capacity.
- This, worse than expected, state of play has had an impact in the cash flow generation capacity of the company. As a result Codere is still facing a challenging transition period to recover business normality by end of 2021 or early 2022.
- In this context, the company has engaged financial advisors to assess financial alternatives to improve its liquidity and support the company to be able to meet its financial and operational obligations in 2021 and beyond. As of the date of this presentation, the Company is in constructive conversations with an Ad Hoc Committee of the largest holders of its New Super Senior and Senior Secured Notes and their financial and legal advisors to discuss, agree and implement such alternatives.
- The company expects to reach an agreement in the next weeks which we are confident will provide a solid foundation for the recovery of the operations in all of its markets.

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02. Consolidated Revenue and Adjusted EBITDA^(1,2)

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Quarterly Adjusted EBITDA

Quarterly Revenue



LTM Revenue



LTM Adjusted EBITDA



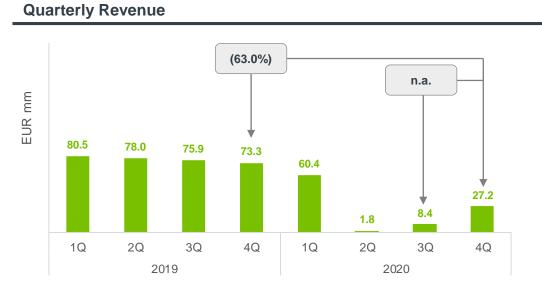
(1) Figures reflect Company consolidated Adj. EBITDA. Does not consider inflation accounting adjustments in Argentina. Post-IFRS16 Adjusted EBITDA. (2) All countries are affected since March by the closure of halls and restrictions related to the COVID 19 pandemic.

02. Mexico^(1,2)



4Q-20 Inflation Rate: 3.5%.

4Q-20 MXN Devaluation vs EUR: 14.9%



Quarterly Adjusted EBITDA



LTM Revenue (68.2%)



LTM Adjusted EBITDA



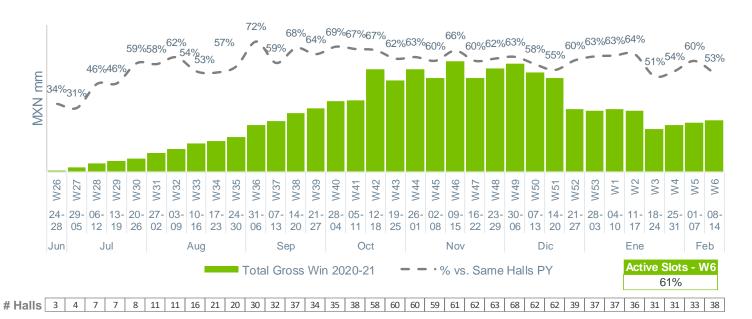
(2) All countries are affected in March by the closure of halls and previous restrictions for the COVID 19 pandemic.

02. Mexico – Operational Performance



Significant reduction in the number halls in operation by the end of Q4 and into January. Sustained revenue levels at 60-70% vs. 2019 in the halls that remained open despite increasing operational restrictions.

Total Gross Win



• Our halls (except State of Mexico) reopened progressively between June and November, although subject

- to different capacity, opening hours and age restrictions.
- Mexico City (18 halls) resumed operations on October 12, increasing our gaming capacity to 68 halls by early December, closing again on December 19.
- By the end of December, the government ordered the temporary closure of Mexico City and some other regions reducing the number of halls in operation to 39 by year end and as low as 31 by mid January.
- As of today, we are starting to register an improvement in restrictions and have 44 halls in operation.

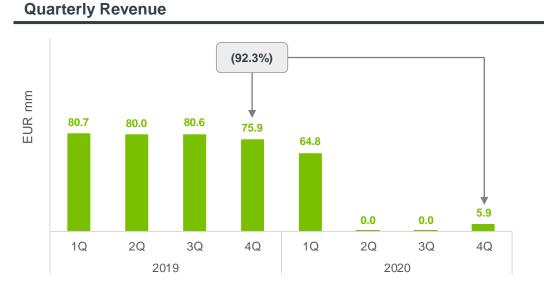
Reopening Calendar

	#	Reopenin	% active		Restriction
State		q			Opening hours
Baja California Norte	1	2-Jul	47%		Open from 10 am to 3 am next day
Michoacán	1	8-Jul	58%		Open from 10 am to 3 am next day
Sinaloa	1	22-Jul	64%	>65	Open from 9 am to 4 am next day
Sinaloa	1	30-Jul	53%	>65	Open from 9 am to 2 am next day
Baja California Norte	2	1-Aug	50%		Open from 10 am to 1 am next day
Colima	1	11-Aug	59%	>60	Open from 10 am to 12 a.m
Campeche	1	12-Sep	68%	>60	Open from 11 am to 2 am next day
Chiapas	1	18-Sep	58%		Open from 11 am to 2 am next day
Sinaloa	3	18-Sep	50%	>65	Open from 9 am to 1 am next day
Guanajuato	3	5-Oct	75%	>60	Open from 11 am to 12 a.m
Guanajuato	1	8-Oct	73%	>60	Open from 11 am to 12 a.m.
Tabasco	2	16-Oct	55%	>60	Open Weekdays from 10 am to 9 pm, Weekends closed
Yucatán	1	20-Oct	80%	>60	Open from Tuesday to Sunday from 11 am to 9 pm, Monday closed
Aguascalientes	1	1-Dec	59%		Open from 10 am to 12 am
Quintana Roo	4	4-Dec	68%		Open from 10 am to 12 am
Veracruz	2	10-Nov	69%		Open from 9 am to 11 pm
Durango	1	19-Dec	70%		Open from 8 am to 12 am
Veracruz	1	18-Jan	65%		Open from 10 am to 12 am
Baja California Norte	2	25-Jan	58%		Open from 12 am to 5 am next day
Nuevo León	2	5-Feb	58%	>65	Open Weekdays from 5 am to 11 pm, Sundays closed
Sonora	1	7-Feb	42%		Open from 11 am to 9 pm, Sundays closed
Jalisco	5	13-Feb	40%	>60	Open from 10 am to 3 am next day
Morelos	2	15-Feb	25%		Open from 9 am to 3 am next day, Weekends closed
Querétaro	1	15-Feb	30%	>60	Open from 10 am to 12 am
Veracruz	1	15-Feb	50%		Open from 10 am to 12 am
Chihuahua	2	16-Feb	30%		
Total Halls	44		56%		

State	# Halls	Reopenin g	% active slots	Restriction
Sonora	3	4-Sep	42%	Temporary Closure on Dec 5
Puebla	4	11-Aug	65%	Temporary Closure on Dec 5
Sonora	1	19-Oct	42%	Temporary Closure on Dec 10
CDMX	7	12-Oct	69%	Temporary Closure on Dec 19
CDMX	11	12-Oct	65%	Temporary Closure on Dec 19
Veracruz	1	7-Dec	68%	Temporary Closure on Dec 21
San Luis Potosí	1	20-Aug	69%	Temporary Closure on Jan 18
Guerrero	2	8-Dec	67%	Temporary Closure on Jan 28
Veracruz	1	24-Oct	60%	Temporary Closure on Feb 2
Total Closures	31		61%	

02. Argentina^(1,2)





Quarterly Adjusted EBITDA

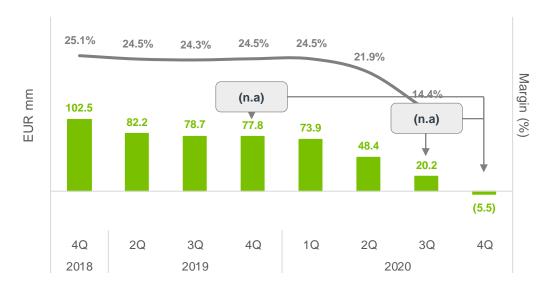


LTM Revenue

4Q-20 Inflation Rate: 36.2%. 4Q-20 ARS Devaluation vs EUR: 45.3%



LTM Adjusted EBITDA



Does not consider inflation accounting adjustments. Post-IFRS16 Adjusted EBITDA.
 Affected since March by the closure of halls and restrictions related to the COVID 19 pandemic.

02. Argentina – Operational Performance

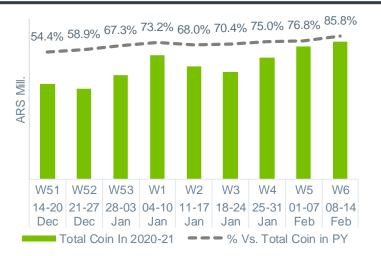


Solid performance after reopening reaching 60 - 80% revenue levels vs. 2019 despite existing operating restrictions

Total Gross Win



Total Coin-in



Operational Update

- In the Province of Buenos Aires the Government authorized the reopening of our 13 gaming halls on December 14.
- The reopening required a reduction of active slots of 50% (versus the existing installed capacity) affecting our revenue generation capacity given the historic high occupancy rates in this market.
- Despite the lower numbers of slots, the initial performance was quite positive, with gross win reaching 70% or higher levels vs. 2019 within a few weeks after reopening.
- On January 18, authorities imposed mandatory closings between 1 and 6 a.m.

02. Spain^(1,2)







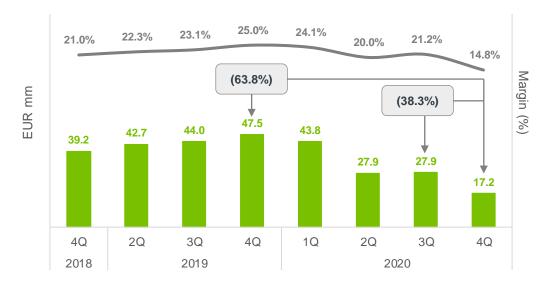
Quarterly Adjusted EBITDA



LTM Revenue



LTM Adjusted EBITDA



(1) Post-IFRS16 EBITDA figures.

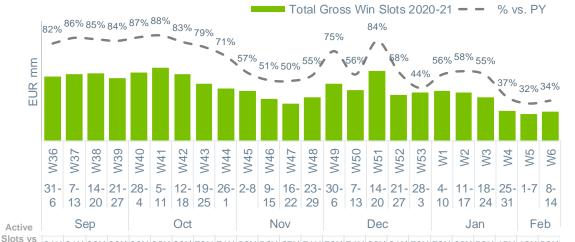
(2) All countries are affected in March by the closure of halls and previous restrictions for the COVID 19 pandemic.

02. Spain – Operational Performance



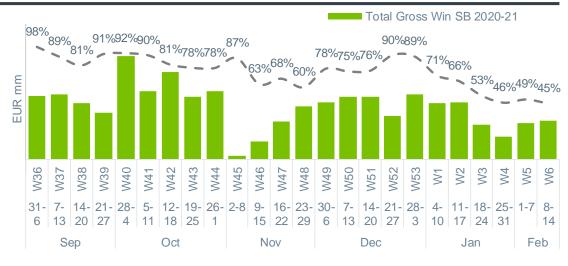
Rapid and strong revenue recovery until October, new phase of reactivation starting in February 2021.

Gross Win Slots



PY 91% 91% 90% 90% 90% 90% 89% 73% 71% 58% 56% 67% 71% 73% 74% 80% 81% 79% 73% 69% 52% 45% 42% 59%

Gross Win Sports Betting



Operational Update

- Our slots business shows a positive recovery trend since reopening, reaching over 85% of revenue versus 2019 until mid-October when a new State of Alarm was declared and restrictions at both the national and regional levels were imposed.
- In Sports betting results were even more promising with revenues over 90% of 2019 levels.
- Our operations were affected across all regions during the last quarter of the year and in early 2021, especially after the holidays, when additional restrictions, temporary closings and stricter curfews were decreed (affecting bars and restaurants which are subject to harder capacity and opening hours restrictions).
- In February 2021, restrictions are starting to soften across most regions and we expect to recover operating hours in bars and restaurants that should help us recover progressively through March and April.

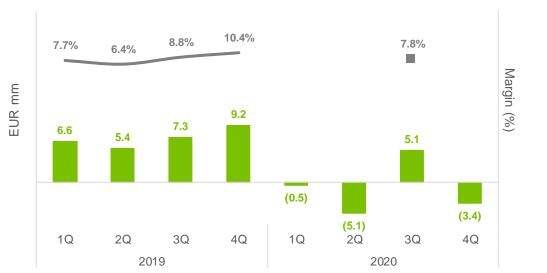
02. Italy^(1,2)



Quarterly Revenue



Quarterly Adjusted EBITDA



LTM Revenue



LTM Adjusted EBITDA



(1) Post-IFRS16 EBITDA figures.

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

02. Other Operations – Uruguay^(1,2)





Quarterly Adjusted EBITDA

Quarterly Revenue



LTM Revenue



LTM Adjusted EBITDA



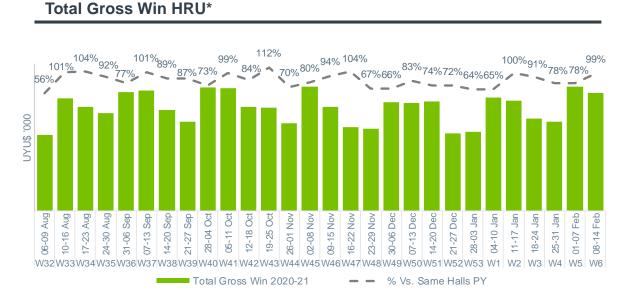
(1) Post-IFRS16 EBITDA figures.

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

02. Uruguay – Operational Performance

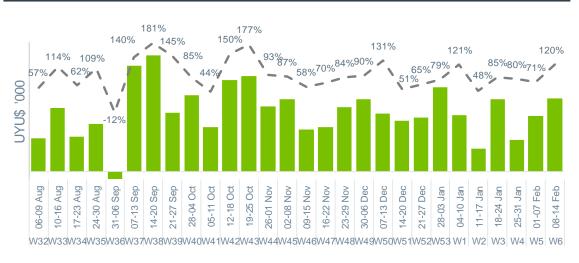


Strong and sustained recovery trend in operational revenues.



Hall	# Slots 2020	# Slots Feb. 21	% active slots
18 de Julio	677	405	60%
Montevideo Shopping Ctr.	624	341	55%
Geant	245	171	70%
Las Piedras	232	138	59%
Pando	153	77	50%
Casino Carrasco	433	332	77%
Total	2,364	1,464	62%

Total Gross Win CN*



Total Gross Win 2020-21 - % Vs Same Halls PY

- Accounting revenue for HRU gaming halls is subject to a revenue recognition mechanism that delayed the impact from the closings of the halls in our accounts. Starting in Q4 2020 and for several quarters, accounting revenue has been partially reduced, reflecting the closing of the halls from mid-March to early August.
- Maroñas and Las Piedras Racetracks were opened on May 16 and May 18 respectively and have been in operation except for a few weeks in late December and January.
- Casino Carrasco which reopened in August continues perform strongly. The Hotel, on the other hand remains closed until the reactivation of international travel.

02. Other Operations – Panama and Colombia ^(1,2)



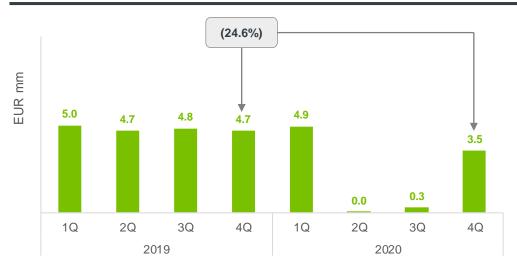
Panama Quarterly Revenue



Panama Quarterly Adjusted EBITDA



Colombia Quarterly Revenue



Colombia Quarterly Adjusted EBITDA



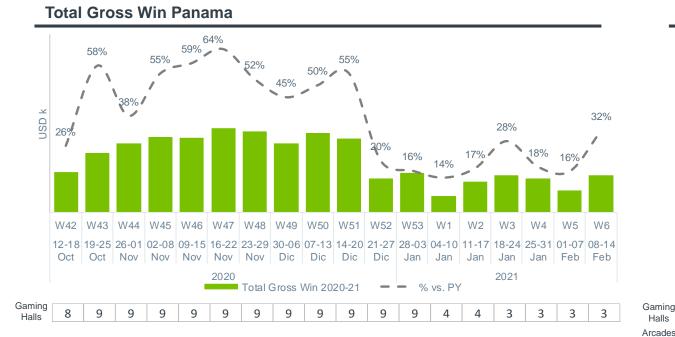
Post-IFRS16 EBITDA figures.

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

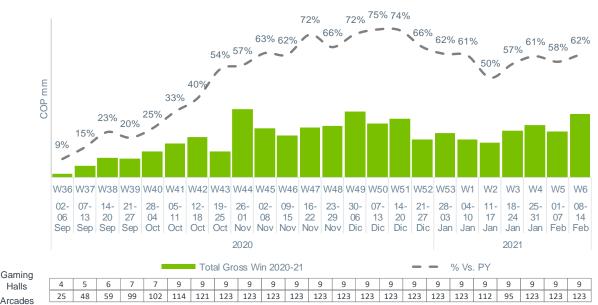
02. Colombia and Panama – Operational Performance



Solid recovery trend until restrictions and regional closings were imposed during the holidays



Total Gross Win* Colombia



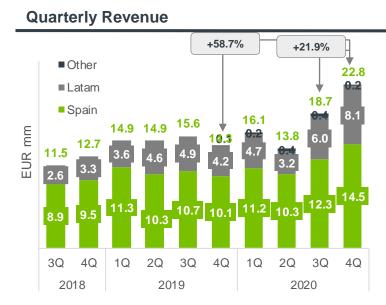
- Presidente Remon Racetrack was opened on October 1. Racing is taking place without public and complying with health measures established by the Government.
- Since October 12, 9 gaming halls in Panama are in operation. All of them complying with distance and opening hours restrictions.
- During the holiday season, temporary closings took place regularly. Finally, in January the Government extended casino closings in the City of Panama until mid-March.
- Our Colombian business started to progressively reopen operations since the beginning of September.
- The recovery trend after the first two months was disrupted when temporary closings in certain cities (Bogota) were imposed in January. These measures have been partially reverted in February.

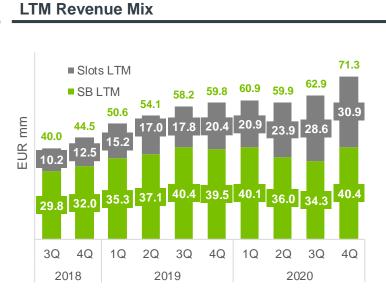
02. Online Business

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3.4

2.7

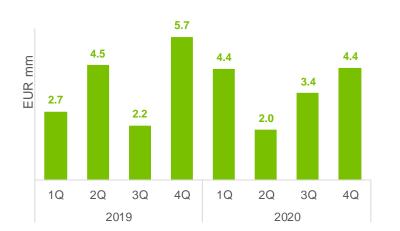




LTM Revenue



Quarterly Growth Marketing Expenses⁽³⁾



LTM Adjusted EBITDA

1Q

1.2

4Q

1.2

1.2

2Q

3Q

2019

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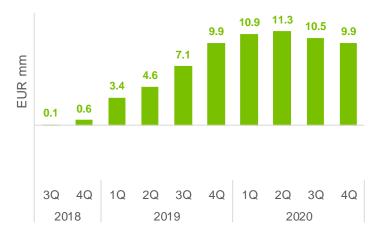
1.1

3Q

2018

EUR

Quarterly Adjusted EBITDA



4.0

4Q

2.2

1Q

1.5

2Q

3Q

2020

4Q

3.5

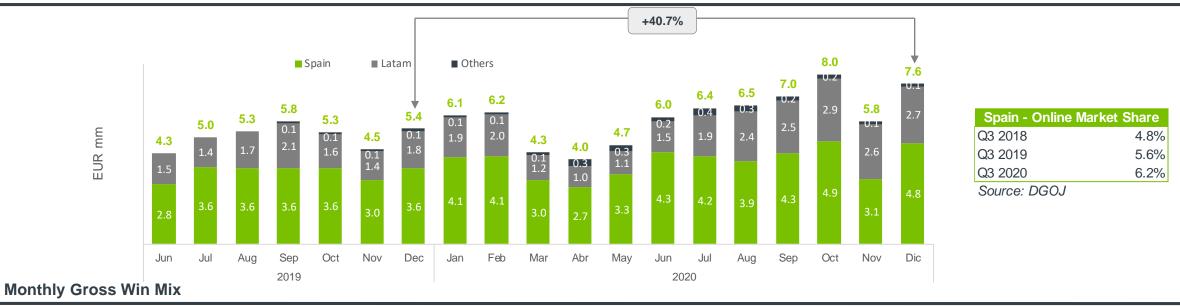
(1) Figures calculated Post-IFRS16.

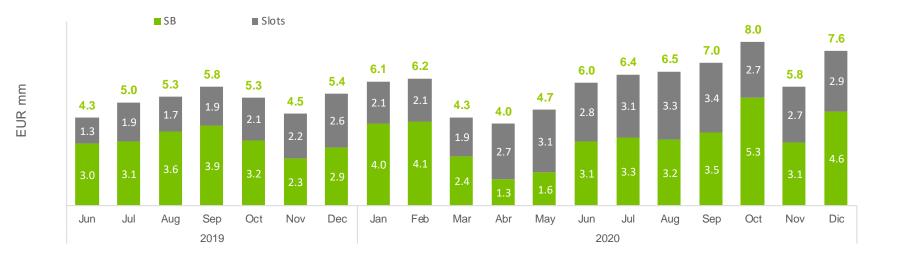
(2) All countries are affected in March by the closure of halls and previous restrictions for the COVID 19 pandemic.

(3) Excluded from Adjusted EBITDA definition.

02. Online Business – Monthly Evolution

Monthly Gross Win by Region





19

02. Significant Cost Reduction Efforts Throughout the Year codere

Figures in EUR mm	L9M 19	L9M 20	% Var. 20 vs. 19
Operating Revenue	1.035,3	316,1	(69%)
Gaming & Other Taxes	(368,7)	(122,8)	(67%)
Personnel	(178,5)	(105,7)	(41%)
Rentals	(30,4)	9,2	(130%)
Cost of Goods Sold	(31,9)	(19,2)	(40%)
Other	(187,7)	(102,8)	(45%)
Operating Expenses (excl. D&A)	(797,2)	(341,2)	(57%)
Rentals ex IFRS 16	(82,4)	(35,7)	(57%)
Operating Expenses ex IFRS 16	(849,2)	(386,2)	(55%)
Coming & Other Toyoo			
Gaming & Other Taxes	(207.0)	(00.7)	(000()
Gaming Taxes	(307,9)	(99,7)	(68%)
Other Taxes	(60,8)	(23,1)	(62%)
Total	(368,7)	(122,8)	(67%)
Rentals			
Gaming Venues & Other	(6,5)	1,6	(125%)
Slots	(23,9)	7,6	(132%)
Total	(30,4)	9,2	(130%)
Other			
Professional Fees ⁽²⁾	(13,6)	(11,6)	(15%)
Advertising and Marketing	(34,9)	(16,5)	(53%)
Utilities	(37,7)	(17,9)	(53%)
Repairs & Maintenance ⁽³⁾	(16,1)	(7,2)	(56%)
Insurance ⁽⁴⁾	(2,2)	(3,2)	43%
Travel	(3,5)	(1,9)	(45%)
Transportation ⁽⁵⁾	(2,1)	(1,0)	(51%)
Other Expenses	(77,4)	(43,5)	(44%)
Total	(187,7)	(102,8)	(45%)

27% 55% Cost Incurred 73% 55% 45% Q2 20 Q3 20 Q4 20 L9M 20

Costs Savings ex IFRS16 Impact

Costs Savings ex IFRS16 Impact by Category

		%Saving	gs vs. 2019	
	Q2 20	Q3 20	Q4 20	L9M 20
Gaming & Other Taxes	(86%)	(48%)	(66%)	(67%)
Personnel	(56%)	(40%)	(25%)	(41%)
Rentals ex IFRS16	(66%)	(56%)	(48%)	(57%)
Cost of Goods Sold	(68%)	24%	(25%)	(40%)
Other	(68%)	(47%)	(20%)	(45%)
Operating Expenses ex IFRS 16	(73%)	(45%)	(45%)	(55%)

02. State of Play - Updated Timeline

							20	20								2021	
		1Q			2Q				3	2			4Q			1Q	
	January	February	March	April	Мау	Ju	ne	July	Aug	ust	September	October	November	December	January	February	March
	1 10 20 31	1 10 20 29	1 10 20 31	1 10 20 3	0 1 10 20	31 1 10	20 30	1 10 20	31 1 10	20 31	1 10 20 30	1 10 20 31	L 1 10 20 30	1 10 20 31	1 10 20 31	. 1 10 20 31	1 10 20 31
Argentina																	
				EDOMEX								· · · · · · · · · · · · · · · · · · ·					
Mexico				MEX CITY													
				Rest of States													
Panama			Gaming H	lalls													
Colombia			Gaming H	lalls													
			Racetrack	κ													
Uruguay			Gaming H	lalls													
Cur a in			Route														
Spain			Arcades &	& Gaming Halls													
Hely			Gaming Halls														
Italy			Route Busines	s													
Online																	
	Unrestricted	Operation															

Operation with potential restrictions (time, capacity) No Operation by Law Temporary closures in some regions

• Our current operational status is the following:

Opening (1)

- Unrestricted operation in our online business
- Fully opened countries, operating with restrictions: Argentina and Uruguay
- · Partially opened countries (several regions fully closed), operating with restrictions where possible: Mexico, Spain, Panamá and Colombia
- Fully closed markets: Italy, until March 5

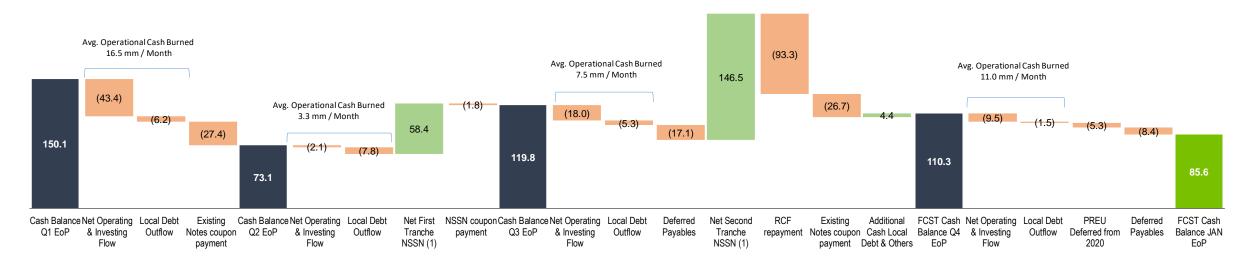
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03. Cash Evolution

Liquidity by year was higher than expected mainly because of gaming tax deferrals. Higher cash burn and catch up with payables eroded cash position in January.



December liquidity exceeds expectations

• Positive impacts:

- As a consequence of new closings, the Italian government has supported the gaming industry by delaying December PREU payment (€31.8 mm) to 2021 from January to June (6 installments).
- Spanish gaming tax deferral negotiations with local authorities provided €11.4 mm.
- Year end payment deferrals after negotiations with suppliers amounted to c. €2.5 mm
- Negative impacts:
 - Closings in Italy, Mexico, Panama, Colombia and higher restrictions in Spain due to 2nd COVID 19 wave reduced operational cash by (€30.4 mm) vs expectations.

Q4 2020 Liquidity evolution

- After receiving the proceeds from the NSSN issuance, the Company repaid the SSRCF, certain pending refinancing expenses and the October coupon from the existing Notes, keeping net proceeds of €26.5 mm.
- Higher cash burned in Operating & Investing flows is driven by the expenses linked to business re openings in Argentina, Mexico, Panama and Colombia.
- Net Operating & Investing flow includes PREU payment deferrals (€13.1 mm) as they are considered within the operational cash in Italy.
- There is an additional non-operational cash inflow due to new local debt raised in Italy (€3 mm) and collateralized cash recovered (€1.4 mm).
- In relation to operations reopening, we negotiated payment plans with 3rd parties suppliers which started in Q4 (€17.1 mm)

03. FY 2020 Working Capital

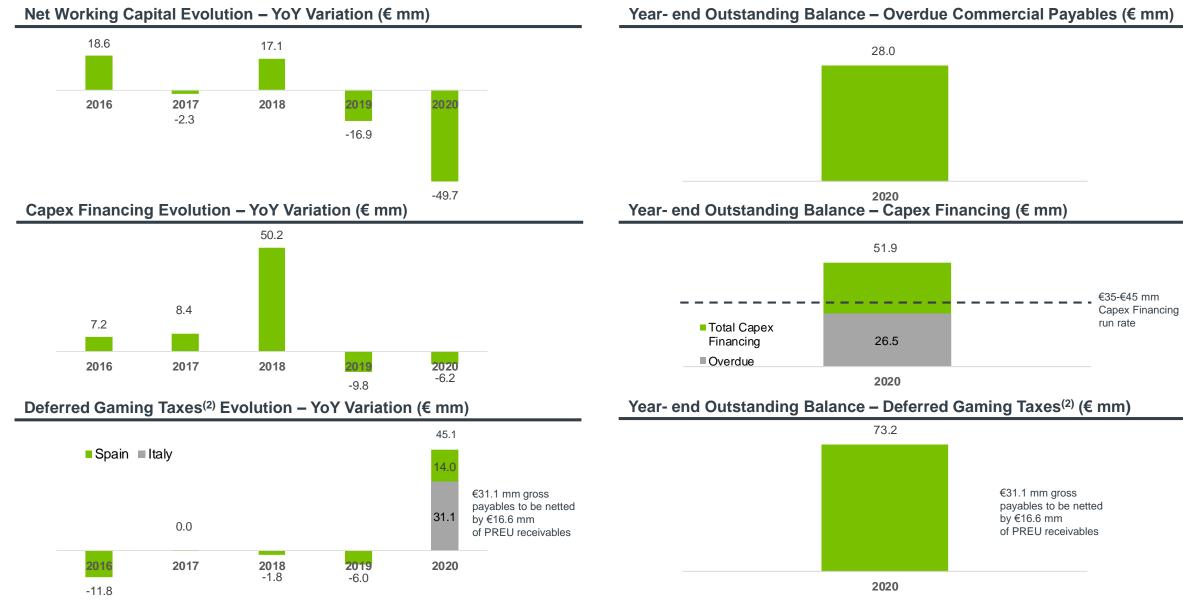
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- 2 Net increase of deferred taxes (SPA).
- 3 Increase of PREU and Canon deferred payments net of the increase of receivables from gaming operators (ITA).
- Payments from IPLYC canon accrued in prior years in Argentina (payment of deferrals ended in April, 2020).
- Deferral of payments to operational providers (across all business units).

- Inflows from the transfer of the lease of a closed hall in Mexico (revenues accrued in 2019).
- 8 Net difference between accrued and paid Government contributions to horseracing prizes in Uruguay and Panama in 2020 (part of 2019 contributions were received in 2020).
- Others, including Personnel expenses and other non-cash provisions accrued in December 2020.

03. Working Capital and deferred payables⁽¹⁾



(1) Figures as per year end closing balances on Balance sheet. Will vary vs. those in the CF statement

(2) Figures for Spain and Italy.

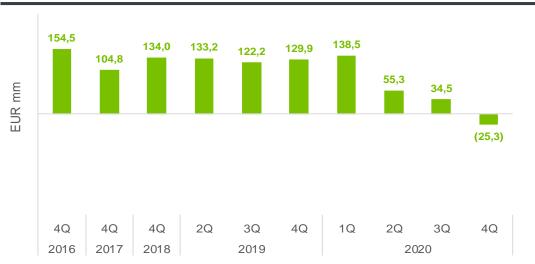
03. Consolidated Free Cash Flow^(1,2)

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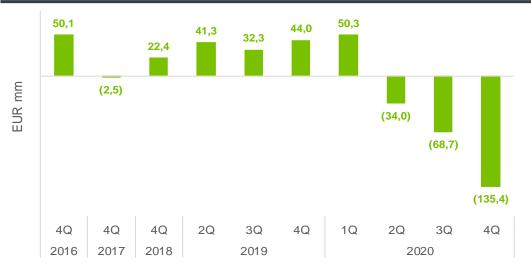
Figures in EUR mm, except where noted otherwise.

	2016	2017	2018	3	2019				2020					
	FY	FY	4Q	FY	1Q	2Q	3Q	4Q	FY	1Q	2Q	3Q	4Q	FY
Adjusted EBITDA	270,2	273,6	98,1	367,4	80,9	76,4	79,9	81,8	319,0	47,7	(23,7)	4,6	(6,1)	22,5
(-) Capitalized Operating Leases	0,0	0,0	(18,9)	(84,5)	(17,9)	(17,6)	(17,3)	(17,1)	(69,9)	(17,0)	(15,3)	(14,5)	(15,1)	(61,9)
(-) Corporate Income Tax Paid	(49,9)	(70,9)	(11,2)	(51,8)	(10,6)	(12,7)	(7,8)	(9,7)	(40,8)	(5,4)	(1,0)	(0,9)	(1,8)	(9,1)
(-) Maintenance Capex	(80,4)	(78,4)	(26,7)	(82,1)	(15,6)	(17,6)	(14,6)	(25,1)	(72,9)	(11,4)	(6,7)	(3,3)	(10,1)	(31,5)
(-) Increase in Net Working Capital	18,9	(13,8)	(7,0)	(7,5)	(21,6)	17,0	(7,6)	13,2	1,0	9,9	8,3	25,5	14,1	57,8
(-) Dividends Paid, net	(4,6)	(5,8)	(1,3)	(7,5)	(2,2)	(1,0)	(0,9)	(2,4)	(6,5)	(2,2)	(0,4)	(0,5)	0,0	(3,1)
FCF before Growth Capex	154,5	104,8	33,0	134,0	13,1	44,4	31,7	40,7	129,9	21,6	(38,8)	10,9	(19,0)	(25,3)
(-) NNRR Items (Exc. Growth Online)	(71,8)	(26,8)	(11,9)	(42,7)	(0,3)	(3,0)	(5,9)	(7,8)	(17,1)	(3,3)	(4,7)	(8,6)	(11,8)	(28,3)
(-) Cash Interest Expense	(32,6)	(80,5)	(31,1)	(68,8)	(3,8)	(31,0)	(2,8)	(31,2)	(68,8)	(3,2)	(30,3)	(14,1)	(34,2)	(81,8)
Discretionary Cash Flow	50,1	(2,5)	(10,0)	22,4	9,0	10,4	23,0	1,7	44,0	15,1	(73,8)	(11,8)	(65,0)	(135,4)
(-) Growth Capex	(8,4)	(39,8)	(24,1)	(81,3)	(0,8)	(3,6)	(6,4)	(7,1)	(17,9)	(2,4)	(0,5)	(0,8)	(2,4)	(6,1)
(-) Online Marketing growth spend ⁽³⁾	0,0	0,0	0,0	0,0	(2,7)	(4,5)	(2,2)	(5,7)	(15,1)	(4,4)	(2,0)	(3,4)	(4,4)	(14,3)

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.

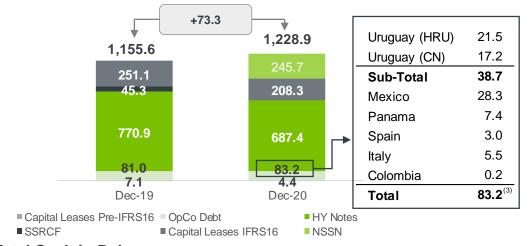
(2) Inflation accounting adjustments are non-cash items with no impact on cash flow generation.

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

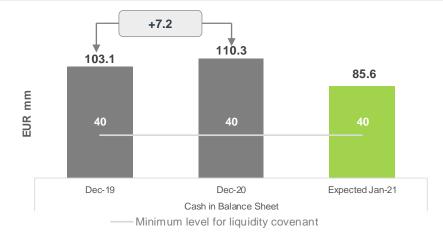
03. Credit Profile⁽¹⁾

Figures in EUR mm, except where noted otherwise.

Total Gross Debt⁽²⁾

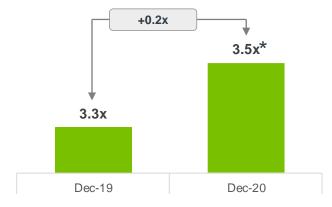


Total Cash in Balance



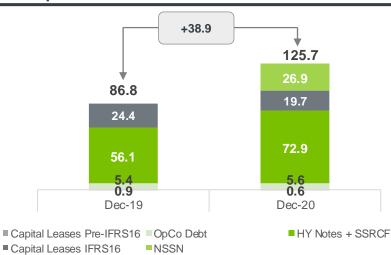
Leverage Ratio

(Net Debt⁽⁴⁾ / LTM Adjusted EBITDA)



* Proforma over 2019 Adjusted EBITDA

Interest Expense⁽⁵⁾



(1) Figures reflect consolidated accounts, except where noted otherwise.

(2) Figures include accrued interest and impact of deferred financing fees.

(3) In the €83.2 mm of Opco debt as of December 31, €69.2 mm is in non-guarantor companies.

(4) 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).

(5) Figures based on end of period financial debt outstanding and interest rates; excludes fees on unused revolver availability and amortization of deferred financing fees.

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03. Ongoing Discussions with Lenders

- As explained in the key highlights and with further detail provided throughout the presentation, the Group has once again had to close or reduce its operations in many countries and locations since December and into the first quarter of 2021, impacting significantly its revenue and cash flow generation capacity.
- In this context, in early 2021, the Company initiated discussions with an Ad Hoc Committee of certain holders of its New Super Senior Notes and Senior Secured Notes to explore all available routes to enhance the Group's liquidity and balance sheet and enable the Group to meet its financial and operational obligations throughout 2021 and beyond, particularly in light of the worsening health crisis since the end of 2020.
- As of the date of this presentation, the Group and the Ad Hoc Committee are working constructively to explore potential options to improve the Group's liquidity and enhance its capital structure, including the potential provision of new money funding.
- Further details will be provided as these discussions advance if and when relevant milestones are met.

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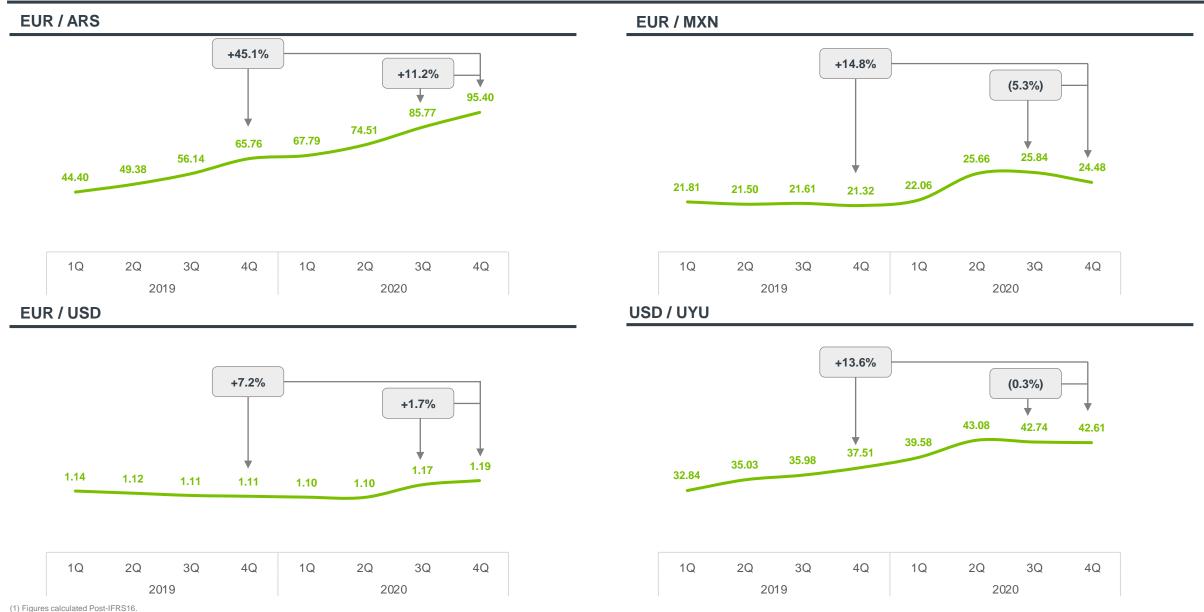
- 1. Trading Update
- 2. Operational Results
- 3. Liquidity and Credit Overview
- 4. Appendix



Appendix I – Exchange rates



04. Exchange Rate Evolution (Period Average)

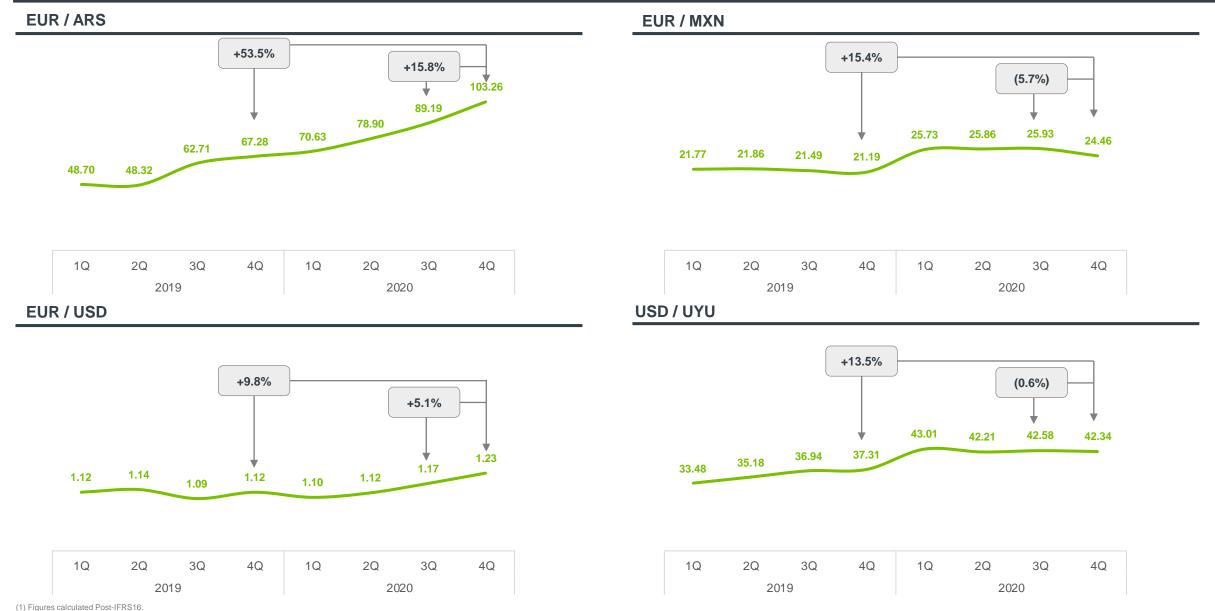


(2) All countries are affected in March by the closure of halls and previous restrictions for the COVID 19 pandemic.

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04. Exchange Rate Evolution (End of Period)

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Appendix II – Discussion Materials



Important Notice

As prefaced above on page 28, the Company has been engaged in discussions with an ad hoc committee of its noteholders (the "Ad Hoc Committee") to consider alternative approaches for the Group. In connection with those discussions, the Company agreed to make the following discussion materials (the "Materials") publicly available in certain circumstances. The Company considers that the publication of its annual financial statements is one such circumstance.

- The Materials were prepared for the purpose of facilitating preliminary discussions with the Ad Hoc Committee, and not for any other purpose. They do not, and are not intended to, form the basis on which any person (including, without limitation, a member of the Ad Hoc Committee) could make an investment decision. The Materials were provided to the Ad Hoc Committee on a non-reliance basis, and no reliance should be placed on them by any person or for any reason.
- The Materials have not been independently verified by any person, and no representation, warranty, guarantee, or assurance of any kind (whether express or implied) is given as to the accuracy, completeness, or reasonableness of all or any part of the Materials (including, without limitation, any forward looking statements contained therein). The Company, its affiliates, and its and their respective representatives (including, without limitation, its and their professional advisers) expressly disclaim any and all liability arising from or in relation to the Materials. No person undertakes any obligation to update or correct the Materials, nor do they assume any duties or responsibilities to any person in connection with the Materials.
- Without limiting the generality of the foregoing, the Materials were prepared on 1 February 2021, on the basis of preliminary information, views, estimates, and projections prepared during January 2021. Such information, views, estimates, and projections are no longer current, and neither the Company nor its affiliates nor any other person shall be under any obligation to correct or update the Materials or anything contained therein, nor do they assume hereby any obligation to disclose any such updated or corrected version that may at any time be prepared.

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		Reopening	g Time	eline in Ju	uly 20	20			Reopening Timeline Update ⁽¹⁾												
			20	020								20	20						2021		
	1Q	2Q			3Q		4Q Q			2Q			3Q			4Q			1Q		
	Mar 1 15 31	Apr May	Jun		-	Sep	20 2		ar Apr 531 115	May 30 1 15 31	Jun 1 15 30	Jul 1 15 31	Aug	Sep 1 15 30	Oct 1 15 31	Nov 1 15 30	Dec 1 15 31	Jan 1 15 31	Feb 1 15 28	Mar 1 15 31	1
Argentina	1 15 51	1 15 50 1 15 51	1 15 50	1 15 51 1	15 51 1	15 50			5 51 1 15	50 1 15 51	1 15 50	1 15 51	1 15 51	1 15 50	1 15 51	1 15 50	1 15 51		1 15 20	1 15 5.	Argentina
Mexico		MEXCITY	& EDOME	x					EDOME MEX CI												Mexico
		Rest of States							Rest of	States											
Panama									Gaming Hal	s											Panama
Colombia									Gaming Hal	ls											Colombia
Uruguay									Racetrack												Uruguay
	Roi							_	Gaming Hal												
Spain		cades & Gaming Halls								Gaming Halls											Spain
Italy								G	aming Halls												Italy
Italy								R	oute Business												Italy
Online																					Online

Reopening Timeline in July 20

% Active slots	20	20e	2021e			
	Sept	Sept Q4		Q2		
Argentina	50%	70%	85%	100%		
Mexico	50%	60%	85%	95%		
Panama	50%	100%	100%	100%		
Colombia	50%	100%	100%	100%		
Uruguay	50%	60%	85%	100%		

Unrestricted Operation No Operation by Law Opening ⁽¹⁾

Operation with potential restrictions (time, capacity) Temporary closures in some regions

Reopening delay

Reopening Timeline Update

% Active slots	202	20a	2021e				
	Sept	Q4	Q1	Q2			
Argentina		50%	50%	50%			
Mexico	25%	30%	30%	60%			
Panama		50%	20%	63%			
Colombia	50 %	65%	60%	70%			
Uruguay	65%	65%	65%	65%			

Source: Company information

Note:

1) Expected dates, subject to variations based on existing or new government regulations or decisions.

04. Re-opening Prospects in July 2020 vs. Actuals (2/2)

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	July-20 Prospects	Real evolution and prospects as of today
Argentina	 <u>Reopening date</u>: expected for September 1st Capacity: restrictions declining from 50% portfolio to 100% by Q2 2021 	 <u>Reopening date</u>: December 14th Capacity: restrictions stable at 50%, expected to last until 2H21
	Opening hours: no restrictions	Opening hours: Curfew from 1am to 6am imposed on January 18 th
Mexico	 <u>Reopening date</u>: full reopening by September 1st. Some halls already in operation 	 <u>Reopening date</u>: 21 halls in operation by September 1st out of 88 to be reopened. Increase to 63 by end of November Progressive reduction of open halls to 31 by January 20th
	 <u>Capacity</u>: restrictions declining from 50% portfolio to 100% by Q2 2021 	 Mexico City operated from mid-October to mid-December. The State of Mexico never reopened
	<u>Opening hours</u> : no restrictions	 <u>Capacity</u>: restrictions stable at 50%, expected to last until 2H21
		 <u>Opening hours</u>: several curfews in place in different estates limiting night operations. In some places the Company cannot operate on weekends or Monday
Panama	 <u>Reopening date</u>: full reopening by August 15th <u>Capacity</u>: restrictions declining from 50% portfolio to 100% by EOY2020 	 <u>Reopening date</u>: halls reopened on October 12th. Partial closings imposed early January. Full closure of halls in the Ci of Panama from January 12th to March 15th
	Opening hours: no restrictions	<u>Capacity</u> : restrictions stable at 50%, expected to last until 2H21
	- <u>opening riodis</u> . No restrictions	 <u>Opening hours</u>: initial curfew implied closings at 20:30, then extended to 22:30 in November and back to 20:30 in December. Currently, open casinos (3 units, outside Panama City) operating from 6:00 to 20:30
Colombia	 <u>Reopening date</u>: full reopening by August 1st Capacity: restrictions declining from 50% portfolio to 100% by EOY2020 	 <u>Reopening date</u>: halls reopened on September 1st outside Bogota and on October 1st in Bogota (c.50% of assets). Particlosings imposed since early January in Bogota
	Opening hours: no restrictions	 <u>Capacity</u>: restrictions stable at 60%, expected to last until 2H21
	- <u>Opening rious</u> , no restrictions	 <u>Opening hours</u>: additional curfew in Bogota resulting in activity closing after 20:00 and on weekends
Uruguay	 <u>Reopening date</u>: full reopening by July 15th. Hotel Carrasco to open in September 	 <u>Reopening date</u>: halls reopened on August 6th. Racetrack closed from mid December to mid January 2021. Carraso Hotel still closed and not expected to open before March 1st
	 <u>Capacity</u>: restrictions declining from 50% portfolio to 100% by Q2 2021 	 <u>Capacity</u>: restrictions stable at 65%, expected to last until 2H21
	<u>Opening hours</u> : no restrictions	<u>Opening hours</u> : no restrictions
Italy	Reopening date: full reopening by June 15 th	 <u>Reopening date</u>: full reopening of halls by June 30th. Initial closure of gaming halls on October 26th and gaming in bars of the second se
	<u>Capacity:</u> social distancing. Limited capacity restrictions affecting only to VLTs	November 6 th . Initial closing was expected to last until December 4 th , however it was extended initially to January 15 and now has been furtherly extended to March 5 th
	Opening hours: no restrictions	 <u>Capacity</u>: social distancing. Limited capacity restrictions affecting mainly VLTs
		Opening hours: no restrictions
Spain	 <u>Reopening date</u>: full reopening by June 15th Constitut costal distancing Limited constitut costrictions offecting only Discost 	 <u>Reopening date</u>: full reopening by June 30th. Certain regions (starting with Catalonia in October) have imposed temporar opening restrictions in October, November, December and January. Currently several regions are fully locked down
	 <u>Capacity</u>: social distancing. Limited capacity restrictions affecting only Bingo halls 	(including Cantabria, Castilla - La Mancha, Castilla y León or Valencia)
	Opening hours: no restrictions	 <u>Capacity</u>: social distancing. Limited capacity restrictions affecting only Bingo hall
		 <u>Opening hours</u>: operating under curfew restrictions and under opening times restrictions for bars and restaurants since November (these situations vary overtime, but typically bars are closed at 18:00 and can only open at night for dinner service or take away service, except in Madrid)

04. 2020 Trading Update

2Q2020 - 4Q2020 Actuals

€m	2Q2020	3Q2020	4Q2020 ⁽¹⁾	Total
Adj. EBITDA	(39.1)	(9.8)	(16.8)	(65.8) 🧗
Non-recurring Items	(4.7)	(8.6)	(14.1)	(27.4)
Online Marketing Growth	(2.0)	(3.4)	(4.2)	(9.6)
EBITDA	(45.8)	(21.9)	(35.1)	(102.8)
Coporate Income Tax Paid	(1.1)	(0.8)	(1.4)	(3.3)
Chg. WC & Other	6.3	22.2	19.5	48.0
Chg. Deferred Gaming Taxes	2.2	1.2	1.2	4.7
Operating Cash Flow	(38.4)	0.7	(15.7)	(53.5)
Maintenance Capex	(6.6)	(3.3)	(10.4)	(20.3)
Growth Capex	(0.6)	(0.8)	(2.8)	(4.2)
Investment CF	(7.2)	(4.1)	(13.2)	(24.5)
Net Interest Expense	(29.9)	(5.3)	(29.9)	(65.2)
Capex Financing	3.7	(2.7)	(4.0)	(3.0)
Changes in Financial Debt	(3.2)	80.1	79.3	156.2 🧃
Other	(2.0)	(21.9)	(25.2)	(49.1)
Financing Cash Flow	(31.3)	50.1	20.1	38.9
Total Cash Flow	(77.0)	46.7	(8.8)	(39.1)
Cash Balance BoP	150.1	73.1	119.8	
Total CF	(77.0)	46.7	(8.8)	
Cash Balance EoP	73.1	119.8	111.0	
Not Available Cash	(25.1)	(21.6)	(26.4)	
Available Cash	48.0	98.2	84.6	

Key Highlights

- Significant underperformance in 4Q2020 and specially in November and December as a result of additional operational restrictions and delays in reopenings
- B Non-recurring items impacted by costs of refinancing and PWP Court Case resolution together with savings efforts
- **O** Working capital and Capex financing figures mainly include:
 - The Italian Government deferral of €30m of PREU payments from 2020 to 2021, generating c.€15m of positive Working Capital
 - Overdue payables have been extended to over €70m by September (to deal with further delays and operational restrictions) and then only modestly reduced to c.€55m (to be confirmed shortly with closed December accounts)
 - The existing due commercial payables will have to be dealt with in 2021 (ongoing negotiations to push payment plans from Q1 to Q2 and Q3 2021)
 - Impact of provisions on payables and receivables as a result of updated analysis on recoverability
- O Changes in Financial Debt mainly driven by the €250m financing, out of which €95m were used to repay the SSRCF. Additionally, the figure considers changes in local debt as a result of refinancings and extensions
- Segative outflow includes fees and expenses from financial restructuring that are capitalized and amortized progressively to the maturity of the new instruments. This amount includes other typically negative items related to FX fluctuations

Source: Company information and HL analysis

Notes:

1) Company estimate. Closing provisions pending analysis with external auditors

Expected Revenue vs. 2019FY Revenue ⁽¹⁾⁽²⁾

	Actuals 2020 (Euro Terms) ⁽³⁾	2021 Expectation (Euro Terms) ⁽³⁾	Expected normalization (Local Currency) ⁽⁴⁾	
Spain AWP	 Revenue generated in 3Q in the range 80-90% of 2019 revenue, which then decreased to 50-80% in 4Q driven by new lock-downs, curfew and opening time restrictions 	 Slow start of 2021 due to severe restrictions until March (50- 60%). Progressive recovery since April (80-90%), affected by decrease in third party PoS 	 Revenue and EBITDA expected to be above 90% of 2019 levels by 2022 	
Spain SB	 Revenue grew until October from 70% to 115% of 2019 revenue due to minimal restrictions, then decreased to 50% in November driven by new lock-downs, curfew and opening time restrictions 	 Expected to continue strong trend, only weakened in 1Q due to operational restrictions Quarterly revenues in the range 70-110% 	 Revenue and EBITDA expected to be above 100% of 2019 levels by 2022 	
Italy	 Revenue generated in 3Q in the range 70-85% of 2019 revenue, which then decreased to 0% after the Company's activity was discontinued since November 6th 	 Italy will reopen in March and is expected to generate similar revenue levels to 3Q2020 in both 2Q and 3Q before reaching 85- 90% revenue in 4Q 	 Revenue and EBITDA expected to be above 85% of 2019 levels by 2022 due to higher taxes and VLT ID requirements introduced pre-pandemic 	
Mexico	 Revenue generated in 3Q in the range 0-20% of 2019 revenue, which then increased to 30-40% in 4Q as a result of re-openings in the country (68 halls in November, which was then reduced to c.40 by year end) 	 Soft performance in 1Q. As Mexico City and EDOMEX reopen (expected before March) revenue will recover to 60-70% and then progressively to 90% by EoY 	 Revenue and EBITDA expected to recover 2019 levels in the second half of 2021 and 2022, respectively 	
HRU ⁽⁵⁾	 Revenues rapidly reached 85% of 2019 levels in local currency, which has been maintained to year end. In Euro terms UYU devaluation reduces this figure to c.65-70% of 2019 levels 	 HRU expected to continue solid revenue levels in local currency, which will be affected by currency devaluation (c.80% in Euro terms) 	 Operating and accounting revenue expected to reach 2019 levels in 1H2021 and 1H2022, respectively. EBITDA expected to meet c.90% vs. 2019 by 2022 	
Carrasco	 Revenue generated in 3Q reached the range 50-95% of 2019 revenue, which then remained within the range 60-85% in 4Q (volatility due to take fluctuations) 	 Carrasco will not fully recover until international travel is back on track (c.75%) 	 Revenue expected to recover 2019 levels in the first half of 2021, and above 90% of EBITDA by 2022 	
Colombia	 Revenue generated in September below 20% of 2019 revenue, which then increased to 45-70% in 4Q driven by halls re-openings on October 1st in Bogota 	 Affected by partial restrictions in Bogota in 1Q From then, progressive recovery and expected to reach c.85% revenue by year end 	 Revenue and EBITDA expected to recover 2019 levels in 2H2022 and 1H2022, respectively 	
Panama	 No activity in 3Q. Revenue generated in 4Q in the range 25%-50%, driven by partial closings, 50% capacity restrictions and curfews (opening hours were reduced in December) 	 City of Panama is closed until mid March (25% revenue in 1Q) From then, gradual recovery to over 90% levels expected by year end despite USD devaluation 	 Revenue and EBITDA expected to recover 2019 levels in 2H2022 	
Argentina	 No activity until December 14th. Revenue generated in December below 30% of 2019 level, given reopening on the 14th, 50% capacity restrictions and curfews 	 Argentina is affected by severe devaluation and capacity restrictions. Revenue recovery above 50% in 2H2020 as restrictions are relaxed, reaching 80-90% revenue by year end 	 Business will normalize below 2019 figures in Euros due to severe devaluation 	
Online	 Revenue generated in 3Q within the range 100-130% of 2019 levels, which further increased above 130% in 4Q 	 Expected quarterly revenues in the range 140-160% 	 Already above 2019 	

Source: Company information

Notes:

1) Expectations should be updated in case Government measures and operational restrictions differ significantly from the current situation

2) Percentages refer to the % of Gross Win vs. similar period in 2019

3) Percentages calculated in Euros

4) Percentages calculated in local currency

5) HRU figures represents the % of Operating Gross Win to remove the FX impact on Accounting Gross Win

04. 2021-2022 Main Cash Flow Figures Guideline⁽¹⁾

	2021FY	2022FY
EBITDA	run rate will not be achieved in 2021	 The Company expects to progressively recover its pre-COVID revenue and profitability levels in 2H2022 Main challenges to this recovery include: i) deterioration of the macro context post-COVID in most of the markets where the Company operates; and ii) reduced capacity, specially in the Company's route businesses as many third party locations will not remain in business The Company expects to offset this impact on revenue with margin improvements and online growth that should help it reach pre-COVID Adjusted EBITDA run rate level by year end In terms of NR items and online growth marketing expenses the Company expects to incur the same levels as in 2021
Working Capital and Deferred Gaming Taxes	 The Company closed 2020 with i) c.€55m of extended commercial payables; ii) €45m of deferred gaming taxes in Spain; and iii) c.€15m of PREU payables in Italy (net of receivables) The company expects to reduce significantly commercial payables (already delayed from 2020) and PREU payables in the first part of 2021, while deferred gaming taxes in Spain will be paid over the course of several years 	 The Company expects normalized Working Capital and Capex Financing levels, impacted only by progressive repayment of tax deferrals in Spain and minimal extended payables from 2021
Capex Investments	 Projections consider reduction of Capex levels to c.€45m as a result of reducing investments to critical and minimum requirements to stay competitive as the Company gets progressively back to normal in 2H2021 	 Progressive recovery to Maintenance Capex levels in the range c.€55-60m, while in 2022 the Company might be facing significant license renewal upfront fees There are license maturities in Italy and Argentina in 1H2022. The network license in Italy required a €22.5m investment in 2013 and licenses in Argentina could amount to c.€10m (assuming the same renewal criteria as in 2012). In both cases, Governments are considering potential calendar modifications or changes to the mechanics that determine the cost of the license (which may have an impact on both the required amounts and timing of the outflows)
Financing Cash Flows	The Company is facing €70m of interest payments in the year (considering PIK toggle for both April and October coupons) and €17m of local debt maturities, which together with expected outflows from FX movements and effective conversion rates (c.€10-15m) will increase pressure on the liquidity of the Company	Interest expense reflects exercising toggle PIK in couponsAssumes the refinancing or extension of existing local debt maturities
Liquidity Need	 Despite an initial cash position of €110m at the beginning of 2021, the Company will face liquidity constraints to pay March and April coupons, and will require funding to continue 	 Taking into account the required additional amounts to serve deferred gaming taxes in Spain and FX friction costs, the Company may still need financial support to cover for such license

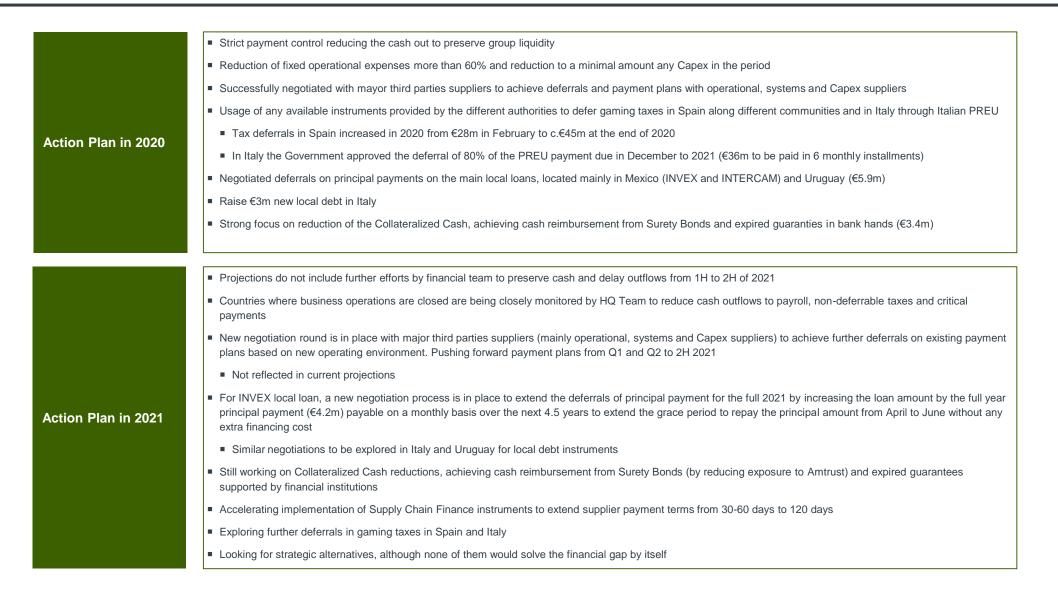
Source: Company information

These assumptions have been made based on current expectations of operational restrictions related to the COVID-19 pandemic and macro recoveries thereafter. These projections are subject to change in case such operational restrictions differ from our current estimates as described in the presentation

²⁾ Both figures do not include execution costs or added financial costs

04. Company Actions to Preserve Cash in 2020 and 2021

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04. 2020 Revenue Evolution – Actuals vs July forecasts

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Spain: Gross Win Slot and Sports Betting (2020 vs 2019)

- The slots business has showed a positive trend since the reopening, reaching over 85% of revenue versus last year (2019) when operating with only capacity restrictions
- The comeback of the retail Sports Betting business has been even stronger. Results have been similar to 2019, beating last year's numbers in October and December
- From mid-October to mid-December, many regions applied temporary closures in arcades, affecting recovery revenue trends (hence the drop in revenues in November)
- In January, the Company expects to register a similar drop to November, given the cumulative impact of additional operational restrictions across different regions

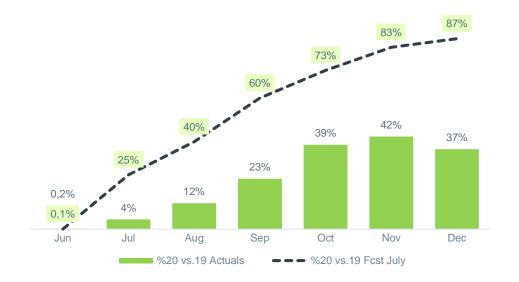


Italy: Gross Win Slot and Network (2020 vs 2019)

- Since the reopening in June, Bingo halls and Route business showed strong and progressive recovery until mid October with a lower number of active machines (Revenue comparison vs. last year is affected by higher gaming taxes, higher retention on prizes and the need to present your Health ID Card to operate VLTs)
- As a result of the impact of the second wave of the pandemic in the country, on October 26, the Government decreed a temporary closure of all bingo halls and limited operations in bars (from 5:00 to 18:00 hrs). On November 6, all gaming activity were discontinued until December 4, decision that was then extended to January 15 and then, finally, to March 5

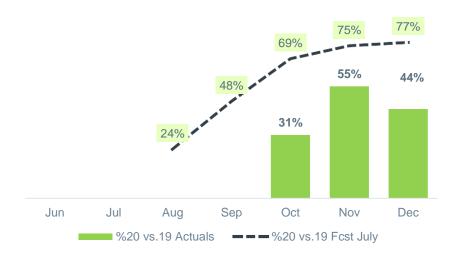
04. 2020 Revenue Evolution – Actuals vs July forecasts codere

Mexico: Total Gross Win (2020 vs 2019)



- The opening of halls in Mexico was slower than expected, but until November the Company was able to reopen progressively new halls with operational restrictions (including opening times and, in some cases, age limits). The City of Mexico was opened in mid-October. Revenues of open halls rapidly evolved over 80% of 2019 revenues in most cases
- The second wave of the pandemic disrupted the trend in November, first by preventing new openings and introducing additional curfews and operational restrictions, then, in December and January, by closing again halls that have been operating for weeks
- With additional limitations in place, revenue per open hall declined to 60-65% of 2019 levels

Panama: Total Gross Win (2020 vs 2019)



- The recovery in Panama was progressing well until mid November when it started to stabilize. Revenue levels stabilized in softer levels than other markets, as casinos in this country were operating under more severe restrictions (opening hours and capacity) than elsewhere
- Similarly to other Latam countries, the pandemic took a turn for the worse at the end of December, and additional restrictions were implemented, specially in Panama City
- In January 12, authorities ordered new temporary closures in Ciudad De Panama (5 halls, from Jan 1 to Mar 15) and partial closures and stricter curfews for the remaining halls (4) during January

04. 2020 Revenue Evolution – Actuals vs July forecasts

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Argentina (2020 vs 2019)

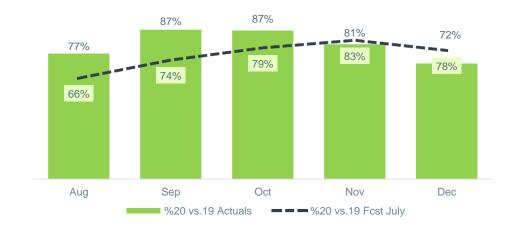


- Argentina is operating since December 14 reaching 70% of 2020 January revenues (YTD) with only 50% of slots active.
- Initial recovery trends in the market are solid and similar to other markets. A curfew from 1.00 am to 6.00 am has been imposed starting January 18 (impact under assessment).
- In Uruguay, on August 6, gaming halls and Casino Carrasco reopened with capacity restrictions (1 person per 5 square meters) to ensure social distancing (2 meters). Despite this, revenue recovery was strong and sustained in time in all of our gaming halls.
- Maroñas and Las Piedras Racetracks were opened on May 16 and May 18 respectively. Racing was taking place under strict, supervised, health measures dictated by the Health Care Ministry, under which only essential personnel is allowed on-site.
- On December, Racetracks were temporarily closed from Dec 21 to Jan 15 due to the increase of COVID cases in the country.

Uruguay - CN: Total Gross Win (2020 vs 2019)



Uruguay - HRU: Total Gross Win (2020 vs 2019)



Capital structure⁽¹⁾

	Amount outstanding				
	Amount outstanding (€m)	Leverage @ 2022E Adj. EBITDA	Coupon	Maturity	Trading price
Local debt			•	· · · · ·	
Uruguay	40.8	0.2x	4.11% - 8.35%	2020-2029	n.a.
lcela	24.5	0.1x	TIIE + 3.5% - TIIE + 4.9%	2025-2027	n.a.
España	5.3	0.0x	1.71%	2020-2028	n.a.
Italia	2.6	0.0x	1.40%	2021-2023	n.a.
Panama	8.8	0.0x	7.5% - 8.25%	2022-2024	n.a.
Mexico	2.2	0.0x	TIIE + 5.0%	2022	n.a.
Colombia	0.4	0.0x	IBR + 5.5%	2020	n.a.
Total Local Debt ⁽²⁾	84.5	0.3x			
€250m SSSN	250.0	0.9x	10.75%	2023	104.5%
Super Senior Debt	250.0	0.9x			
€500m SSN	500.0	1.9x	4.5% Cash + 5.000% Cash / 6.250% PIK	2023	64.0%
\$300m SSN ⁽³⁾	244.5	0.9x	4.5% Cash + 5.875% Cash / 7.125% PIK	2023	64.0%
Total A&R Notes	744.5	2.8x			
Total Gross Debt	1,079.0	4.1x			
Leases Total Gross Debt (Incl. leases)	200.0 1,279.0	0.8x 4.8x			
Cash and equivalents ⁽⁴⁾	(84.6)	(0.3x)			
Total Net Debt (Incl. leases)	1,194.4	4.5x			
Adj. EBITDA 2022E ⁽⁵⁾	266.1				

Source: Company informationSource: Company information and HL analysis Notes:

1) SSSN and SSN amount outstanding as of December 2020. Local debt and leases amounts as of September 2020

2) Local debt basket of €95m: as of September 2020, there were c.€10.5m available under the basket

3) Considers a USDEUR exchange rate of 1.2271

4) Includes Company's estimation of available cash as of December 2020

5) Post – IFRS 16 Adjusted EBITDA

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