



Intertain Group Limited Announces First Quarter 2015 Financial Results and 2015 Revenue and Adjusted Net Income Guidance

TORONTO, May 13, 2015 - **The Intertain Group Limited** ("Intertain" or the "Company") (TSX:IT) today announced its financial results for the three months ended March 31, 2015. The Company has also provided 2015 financial guidance. All amounts are stated in Canadian dollars unless otherwise noted.

Financial Highlights:

	3 month period ended March 31, 2015	3 month period ended March 31, 2014
	\$000	\$000
Revenue	32,792	3,130
Adjusted EBITDA (1)	10,964	2,012
Adjusted net income (2)	9,598	1,621
Basic adjusted net income per share	\$0.29	\$0.12
Diluted adjusted net income per share	\$0.25	\$0.10

(1) Adjusted EBITDA, as defined by the Company means income before financing costs (net of interest income), income taxes, share-based compensation, amortization, and acquisition related costs. Adjusted EBITDA is a non-IFRS measure. Reconciliation to Net Loss is included in this release.

(2) Adjusted net income as defined by the Company means income before share-based compensation, amortization of intangible assets resulting from purchase price allocation following acquisitions, acquisition related costs, and interest accretion. Adjusted net income is a non-IFRS measure. Reconciliation to Net Loss is included in this release.

Q1 and Subsequent Highlights:

- **Completed the Acquisition of Certain Assets of Gamesys Limited "Gamesys" for £370 Million in Cash, 7.4 Million Intertain Common Shares Plus an Earn-Out (the "Jackpotjoy Acquisition")**
 - The purchase price consisted of cash and share consideration worth approximately £425.8 million, plus certain cash earn-out payments.
 - Assets acquired include the Jackpotjoy, Starspins and Botemania brands (the "Jackpotjoy Business").
 - For the three months ended March 31, 2015, the Jackpotjoy Business generated £35.7 million of gross win and £13.9 million of EBIT.
- **Completed Equity Funding of \$483 Million**
 - Intertain closed an offering of 32,200,000 subscription receipts, which were issued at a price of \$15.00 per Subscription Receipt for aggregate gross proceeds of \$483 million.
 - On closing of the Jackpotjoy Acquisition, the subscription receipts were exchanged for common shares of Intertain.



- **Signed Definitive Documentation for Secured Debt of US\$352.5 Million**
 - Intertain entered into definitive agreements with Macquarie Capital (USA) Inc. in respect of certain credit facilities (the “Credit Facilities”).
 - The Credit Facilities consist of a seven-year US\$335.0 million term loan credit facility, which was used for the Jackpotjoy Acquisitions, and a five-year senior secured US\$17.5 million revolving credit facility to be used for working capital and general corporate purposes.

“It’s been an exciting quarter for Intertain, and our results include a full cycle from our Vera&John acquisition which closed December 23, 2014,” said John Kennedy FitzGerald, President and CEO of Intertain. “During Q1 we worked tirelessly to close the Jackpotjoy acquisition and feel that we are in now a position, with our assets, to begin executing our global growth strategy, specifically focusing on the female demographic and on regulated markets.”

Adjusted EBITDA & Adjusted Net Income for Quarter Ended March 31, 2015

	3 month period ended March 31, 2015	3 month period ended March 31, 2014
	\$000	\$000
Net income (loss) for the period	(26,161)	(2,499)
Financing costs, net	2,466	616
Taxes	(20)	123
Amortization	8,438	556
EBITDA	(15,277)	(1,204)
Share-based compensation	1,950	283
Acquisition related costs	24,291	2,933
Adjusted EBITDA	10,964	2,012
Net income (loss) for the period	(26,161)	(2,499)
Share-based compensation	1,950	283
Amortization of acquisition related purchase price intangibles	8,399	551
Acquisition related costs	24,291	2,933
Interest accretion	1,119	353
Adjusted Net Income	9,598	1,621
Basic Adjusted Net Income per share	\$0.29	\$0.12
Diluted Adjusted Net Income per share	\$0.25	\$0.10



2015 Full Year Financial Guidance

The following represents forward-looking information and users are cautioned that actual results may vary.

- **Total revenues³ of \$325M to \$355M. Assumptions include:**
 - USD/CAD exchange rate of 1.21, as at close on May 11, 2015
 - GBP/CAD exchange rate of 1.89 as at close on May 11, 2015
 - EURO/CAN exchange rate of 1.35 as at close on May 11, 2015
 - Includes other income earned from the Amaya revenue guarantee
 - Potential revenue earned from additional acquisitions that may occur in 2015 is not included
 - Revenue guidance is listed gross of UK Point of Consumption tax

- **Total Adjusted Net Income⁴ of \$93M to \$106M. Assumptions include:**
 - USD/CAD exchange rate of 1.21, as at close on May 11, 2015
 - GBP/CAD exchange rate of 1.89 as at close on May 11, 2015
 - EURO/CAN exchange rate of 1.35 as at close on May 11, 2015
 - Potential Adjusted Net Income earned from additional acquisitions that may occur in 2015 is not included

- **Diluted Adjusted Net Income⁵ per share of \$1.40 to \$1.60. Assumptions include:**
 - USD/CAD exchange rate of 1.21, as at close on May 11, 2015
 - GBP/CAD exchange rate of 1.89 as at close on May 11, 2015
 - EURO/CAN exchange rate of 1.35 as at close on May 11, 2015
 - Potential Adjusted Net Income earned from additional acquisitions that may occur in 2015 is not included
 - Diluted weighted average shares outstanding is 66.4 million shares and is calculated using the treasury method assuming an average share price for the period of \$17.39 (the closing price of Intertain (TSX: IT) on May 11, 2015)

(3) Revenue consists of the difference between total amount wagered by players less all winnings payable to players, less bonus and jackpot contributions.

(4) Adjusted Net Income as defined by the Company means income before share-based compensation, amortization of intangible assets resulting from purchase price allocation followings acquisitions, acquisition related costs and interest accretion. Adjusted net income is a non-IFRS measure.

(5) Diluted adjusted net income as defined by the Company.

2015 First Quarter Financial Statements and Management's Discussion and Analysis

The financial statements, notes to the financial statements and Management's Discussion and Analysis for the three months ended March 31, 2015, will be available on the SEDAR website at www.sedar.com.

2015 First Quarter Conference Call

A conference call to discuss Intertain's first quarter 2015 results will be held on May 13, 2015, at 8:30am ET. John Kennedy FitzGerald, President and CEO of Intertain, and Keith Laslop, CFO, will host the call. A question-and-answer session will follow the presentation.



To participate, interested parties are asked to dial (647) 788-4919 or (877) 291-4570 10 minutes prior to the scheduled start of the call. A replay of the conference call will be available until May 27, 2015 by dialing (800) 585-8367 or (416) 621-4642 and using reference number 42166858.

About The Intertain Group Limited

Intertain is an online gaming company that provides entertainment to a global consumer base. Intertain currently offers bingo and casino to its customers using the InterCasino www.intercasino.com, Costa www.costabingo.com, Vera&John www.verajohn.com, and Jackpotjoy www.jackpotjoy.com brands. For more information about Intertain please visit www.intertain.com.

Disclaimer in Regards to Forward-Looking Statements and Non-IFRS Financial Measures

Certain statements included herein, including those that express management's expectations or estimates of our future performance constitute "forward-looking statements" within the meaning of applicable securities laws, including, without limitation, our statements as to guidance regarding total revenues, total adjusted net income and total adjusted diluted income. The purpose of the guidance provided herein is to enhance our disclosure and assist in understanding our expected and targeted financial results, and this information may not be appropriate for other purposes. Forward-looking statements are necessarily based upon a number of estimates and assumptions that, while considered reasonable by management at this time, are inherently subject to significant business, economic and competitive uncertainties and contingencies. The additional key assumptions that the Company has made in connection with the forward-looking statements is that the Company will be able to successfully integrate and realize the benefits of its completed acquisitions. Investors are cautioned not to put undue reliance on forward-looking statements. Events or circumstances that could cause the actual results to differ materially from those in the forward-looking statements include general economic, business and market conditions, foreign exchange rates, governmental and regulatory actions, including changes in law or in the interpretation of laws relating to online gaming. Except as required by law, the Company does not intend, and undertakes no obligation, to update any forward-looking statements to reflect, in particular, new information or future events. Additional information identifying risks and uncertainties is contained in Intertain's filings with the Canadian securities regulators, including its annual information form dated March 31, 2015, available at www.sedar.com.

This release contains non-IFRS financial measures and are noted where used. These financial measures are commonly used to compare companies and management believes they are important measures in evaluating Intertain. However, they are not recognized measures under IFRS and do not have a standardized meaning prescribed by IFRS. Therefore, they may not be comparable to similar measures presented by other issuers. Investors are cautioned that such measures should not be construed as alternatives to comparable IFRS measures determined in accordance with IFRS.

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