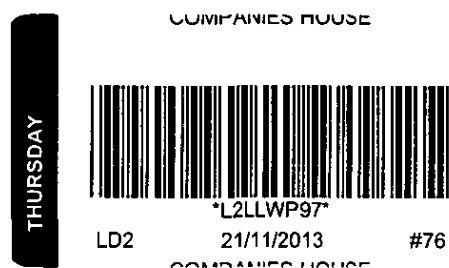


ADS DOT COM LIMITED



Director's Report And Financial Statements

For the year ended 31 December 2012

Company Registration No 3974844 (England And Wales)

ADS DOT COM LIMITED

COMPANY INFORMATION

Directors	Paul Dever (appointed 31st January 2013) Silvano Cafolla (appointed 31st January 2013) David Myles Gavagan (resigned 18th October 2012) Ian Price (resigned 31st January 2013)
Secretary	John Gerard Loughrey
Company number	3974844
Registered office	Devonshire House 60 Goswell Road London EC1M 7AD
Auditors	Grant Thornton Chartered Accountants & Registered Auditor 24-26 City Quay Dublin 2 Ireland
Bankers	National Westminster Bank PLC PO Box 204 No 1 Hatton Garden London EC1P 1DU

ADS DOT COM LIMITED

CONTENTS

	Page
Directors report	4 – 6
Independent auditors' report	7 – 8
Profit and loss account	9
Balance sheet	10
Notes to the financial statements	11 – 18

ADS DOT COM LIMITED

DIRECTORS REPORT

FOR THE YEAR ENDED 31 DECEMBER 2012

The directors have pleasure in presenting their report and financial statements for the year ended 31 December 2012 which are stated in US dollars

Principal activities and review of the business

The company ceased to trade at the end of October 2010 and there were no employees remaining in the company as at the balance sheet date

The results for the year and the financial position at the year end were considered satisfactory by the directors

Results and dividends

The results for the year are set out on page 9, which shows retained loss of \$27,890

The directors do not recommend payment of a dividend

Principal risk and uncertainties

The most significant risks faced by the Company and the steps taken to manage these risks, are described in note 15 of the financial statements

Key performance indicators

The company considers the following measures to be important indicators of the underlying performance of the business

Operating margin

Operating margin for the company was (3%) compared with 0% in 2011

Gross margin

Gross margin for the company was 100% compared with 0% in 2011

Directors and directors' interests

The following directors have held office since 1 January 2012

Paul Dever (appointed 31st January 2013)

Silvano Cafolla (appointed 31st January 2013)

David Myles Gavagan (resigned 18th October 2012)

Ian Price (resigned 31st January 2013)

The directors interest in the shares of the company were as stated below

	Ordinary shares of £1 each	
	31 December 2012	1 January 2012
Paul Dever	-	-
Silvano Cafolla	-	-
David Gavagan	-	-
Ian Price	-	-

ADS DOT COM LIMITED

DIRECTORS REPORT (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2012

Directors and directors' interest (continued)

At the balance sheet date the ultimate parent company of Ads Dot Com Limited is Amaya Gaming Group Inc , a company incorporated and registered in Quebec, with a registered office at 7600 Trans-Canada Highway, Pointe-Claire, Quebec H9R 1C8, Canada

The director's interest in the shares of Amaya Gaming Group Inc were as stated below

	Ordinary shares of \$1 each	
	31 December 2012	1 January 2012
Paul Dever	-	-
Silvano Cafolla	-	-

	Exercise Price	Expiration date	Number of Share Options 2012	2011
Paul Dever	C\$ 4 20	July 2022	20,000	-
Silvano Cafolla	C\$ 4 20	July 2022	5,000	-

Auditors

Grant Thornton are deemed to be re-appointed under Section 487 (2) of the Companies Act 2006

ADS DOT COM LIMITED

DIRECTORS REPORT (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2012

Director's responsibilities

The directors are responsible for preparing the financial statements in accordance with applicable law and regulations

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). The financial statements are required by law to give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the director is required to

- select suitable accounting policies and then apply them consistently,
- make judgements and estimates that are reasonable and prudent,
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business

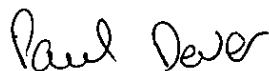
The directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the company and enable him to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Statement of disclosure to auditor

(a) so far as the directors are aware, there is no relevant audit information of which the company's auditors are unaware, and

(b) they have taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information

By order of the board on 31st July 2013



Paul Dever
Director

ADS DOT COM LIMITED

INDEPENDENT AUDITORS' REPORT

TO THE SHAREHOLDERS OF ADS DOT COM LIMITED

We have audited the financial statements of Ads Dot Com Limited for the year ended 31st December 2012 which comprise the Profit and Loss Account, Balance Sheet and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the company's shareholders, as a body, in accordance with Sections 495 and 496 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's shareholders those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's shareholders as a body, for our audit work, for this report, or for the opinions we have formed.

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITOR

As explained more fully in the Directors' Responsibilities Statement set out on page 6, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors.

SCOPE OF THE AUDIT OF THE FINANCIAL STATEMENTS

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by directors, and the overall presentation of the financial statements.

OPINION ON FINANCIAL STATEMENTS

In our opinion the financial statements

give a true and fair view of the state of the company's affairs as at 31st December 2012 and of its profit for the year then ended,

have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and

have been prepared in accordance with the requirements of the Companies Act 2006.

ADS DOT COM LIMITED

INDEPENDENT AUDITORS' REPORT (CONTINUED)

TO THE SHAREHOLDERS OF ADS DOT COM LIMITED

OPINION ON OTHER MATTERS PRESCRIBED BY THE COMPANIES ACT 2006

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements

MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us, or
- the financial statements are not in agreement with the accounting records and returns, or
- certain disclosures of directors' remuneration specified by law are not made, or
- we have not received all the information and explanations we require for our audit



Aidan Connaughton (Senior Statutory Auditor)
For and on behalf of
GRANT THORNTON
Chartered Accountants
& Statutory Auditor

24-26 City Quay
Dublin 2
Ireland

31st July 2013

ADS DOT COM LIMITED

PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31 DECEMBER 2012

	Notes	2012 US\$ Discontinued Operations	2011 US\$ Discontinued Operations
Turnover	2	1,031,547	-
Cost of sales		-	-
Gross profit		1,031,547	-
Administrative expenses		(1,060,057)	-
Operating profit/(loss)	3	(28,510)	-
Other interest receivable and similar income	4	-	769
Profit/(loss) on ordinary activities before taxation		(28,510)	769
Tax credit/(expense) on profit/(loss) on ordinary activities	5	620	58,290
Profit/(loss) for the year	11	(27,890)	59,059

The profit and loss account has been prepared on the basis that all operations are discontinued operations

There are no recognised gains and losses other than those passing through the profit and loss account

ADS DOT COM LIMITED

BALANCE SHEET

AS AT 31 DECEMBER 2012

	Notes	2012		2011	
		US\$	US\$	US\$	US\$
Fixed assets					
Tangible assets	6		-		49,404
Current assets					
Debtors	7	4,486,569		15,294,007	
Cash at bank and in hand		5,856		12,896	
		<u>4,492,425</u>		<u>15,306,903</u>	
Creditors: amounts falling due within one year	8	(2,356,126)		(13,182,237)	
Net current assets			2,136,299		2,124,666
Total assets less current liabilities			2,136,299		2,174,070
Provisions for liabilities					
Deferred tax liability	9		-		(9,881)
			<u>2,136,299</u>		<u>2,164,189</u>
Capital and reserves					
Called up share capital	10		2		2
Profit and loss account	11		2,136,297		2,164,187
Shareholders' funds	12		<u>2,136,299</u>		<u>2,164,189</u>

Approved by the Board and authorised for issue on 31st July 2013



Paul Dever
Director

ADS DOT COM LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2012

1 Accounting policies

1.1 Accounting convention

The financial statements have been prepared under the historical cost convention and in accordance with applicable UK Accounting Standards and are presented in US dollars

1.2 Compliance with accounting standards

The financial statements are prepared in accordance with generally accepted accounting principles under the historical cost convention and comply with financial reporting standards of the Accounting Standards Board as promulgated by the Institute of Chartered Accountants in England and Wales

1.3 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows

Leasehold improvements	Straight line over the term of the lease
Computer equipment	20% diminishing balance
Fixtures, fittings & equipment	20% diminishing balance

1.4 Leasing

Rentals applicable to operating leases where substantially all of the benefits and risk of ownership remain with the lessor are charged against profits on a straight line basis over the period of the lease

1.5 Deferred taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more tax. Timing differences are differences between the profit as computed for taxation purposes and profit as stated in the financial statements as they arise because certain items of income and expenditure in the financial statements are dealt with in different periods for taxation purposes

Deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted

1.6 Foreign currency translation

Transactions denominated in foreign currencies are translated into US dollars at the rate of exchange ruling at the date of the transaction. Current assets and liabilities in foreign currencies are translated into US dollars at the rates of exchange ruling at the end of the financial year. All exchange differences are dealt with in the profit and loss account. The exchange rate in use at the year end was £1 US\$1.6168 (2011 - £1 US\$1.5456)

ADS DOT COM LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2012

1 Accounting policies (continued)

1.7 Share-based payment arrangements

The ultimate parent company, CryptoLogic Limited, operates a share option plan for directors, officers and other key employees within the group. The group applies the fair value method to all grants of share options. The fair value of options granted is estimated at the date of grant using the Black-Scholes option pricing model incorporating assumptions regarding risk-free interest rates, dividend yield, volatility factor of the expected market price of CryptoLogic Limited's shares and the expected life of the options. The estimated fair value of the options is accounted for over the options' vesting period.

1.8 Financial assets and liabilities

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as either financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

1.9 Cash flow statement

The directors have availed of the exemption in Financial Reporting Standard No 1 (Revised 1996) from including a cash flow statement in the financial statements on the grounds that the company is over 100% owned and its parent publishes a consolidated cash flow statement.

2 Turnover

The company ceased to fully trade at the end of October 2010 when the company provided services to other group companies. The company continues to wind down the provision of these services.

3	Operating profit	2012	2011
		US\$	US\$
	Net operating profit is stated after all recharges		
	Depreciation of tangible assets	7,540	-
	Loss/(Gain) on foreign exchange transactions	40,575	-
	Operating lease rentals	817,010	-
	Auditors' remuneration	4,626	-
		<u> </u>	<u> </u>
4	Investment income	2012	2011
		US\$	US\$
	Bank interest	-	769
		<u> </u>	<u> </u>
		-	769
		<u> </u>	<u> </u>

ADS DOT COM LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2012

5 Taxation

(a) Analysis of charge in the period

	2012 US\$	2011 US\$
Domestic current year tax		
Current tax charge	9,261	130
Over provision in respect of prior years	-	(68,301)
Total current tax charge	<u>9,261</u>	<u>(68,171)</u>
Deferred tax		
Origination and reversal of timing differences (note 9)	(9,881)	9,881
Tax on profit/(loss) on ordinary activities	<u>(620)</u>	<u>(58,290)</u>
(b) Factors affecting the tax charge for the year		
Profit/(loss) on ordinary activities before taxation	<u>(28,510)</u>	<u>769</u>
Profit/(loss) on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 24.5% (2011 - 28%)	<u>(6,984)</u>	<u>154</u>
Effects of		
Depreciation and other timing differences	12,104	-
Over provision in respect of prior years	-	(68,301)
Other reconciling items	4,141	(24)
	<u>16,245</u>	<u>(68,325)</u>
Total current tax (credit)/charge	<u>9,261</u>	<u>(68,171)</u>

ADS DOT COM LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2012

6 Tangible fixed assets

	Leasehold improvements	Computer equipment	Fixtures, fittings & equipment	Total
	US\$	US\$	US\$	US\$
Cost				
At 1 January 2012	417,184	644,051	152,377	1,213,612
Disposals	-	(14,387)	(27,477)	(41,864)
At 31 December 2012	417,184	629,664	124,900	1,171,748
Depreciation				
At 1 January 2012	417,184	627,361	119,663	1,164,208
Charge for the year	-	2,303	5,237	7,540
At 31 December 2012	417,184	629,664	124,900	1,171,748
Net book value				
At 31 December 2012	-	-	-	-
At 31 December 2011	-	16,690	32,714	49,404

While the Company ceased to trade at the end of October 2010 a group company is occupying the lease and utilising the assets. Therefore, it has not been deemed necessary to impair the tangible fixed assets. All relevant costs incurred in the occupation and utilisation of the lease have been recharged in full to the respective group company.

7 Debtors

	2012 US\$	2011 US\$
Amounts owed by parent and fellow subsidiary undertakings	4,394,407	15,085,291
Other debtors	87,606	18,120
Prepayments and accrued income	4,556	123,454
Corporation tax asset	-	67,142
	4,486,569	15,294,007

8 Creditors: amounts falling due within one year

	2012 US\$	2011 US\$
Trade creditors	45,122	132,813
Amounts owed to parent and fellow subsidiary undertakings	2,289,258	12,974,600
Corporation tax	9,592	-
Accruals and deferred income	12,154	74,824
	2,356,126	13,182,237

ADS DOT COM LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2012

9 Deferred taxation

	2012 US\$	2011 US\$
Included in provisions	-	9,881

The movement in the deferred tax account during the year was:

	2012 US\$	2011 US\$
Profit and loss account movement	(9,881)	9,881

Balance of the deferred tax account consists of the tax effect of timing differences in respect of:

	2012 US\$	2011 US\$
Accelerated capital allowances	-	9,881
	-	9,881

10 Share capital

	2012 £	2011 £
Authorised		
5,000,000 Ordinary shares of £1 each	5,000,000	5,000,000
	US\$	US\$
Allotted, called up and fully paid		
1 Ordinary share of £1	2	2

11 Statement of movements on profit and loss account

	Profit and loss account US\$
Balance at 1 January 2012	2,164,187
Profit/(loss) for the year	(27,890)
Balance at 31 December 2012	2,136,297

ADS DOT COM LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2012

12 Reconciliation of movements in shareholders' funds	2012	2011
	US\$	US\$
Opening shareholders' funds	2,164,189	2,105,130
Profit/(loss) for the financial year	(27,890)	59,059
	<u> </u>	<u> </u>
Closing shareholders' funds	<u>2,136,299</u>	<u>2,164,189</u>

13 Financial commitments

At 31 December 2012 the company was committed to making the following payments under non-cancellable operating leases in the year to 31 December 2012

	Land and buildings	
	2012	2011
	US\$	US\$
Operating leases which expire		
Within one year	-	-
Between two and five years	-	297,064
	<u> </u>	<u> </u>
	-	297,064
	<u> </u>	<u> </u>

14 Directors' emoluments	2012	2011
	US\$	US\$
Emoluments for qualifying services	-	-
Pension contribution	-	-
	<u> </u>	<u> </u>

Emoluments disclosed above include the following amounts paid to the highest paid director

Emoluments for qualifying services	-	-
	<u> </u>	<u> </u>

ADS DOT COM LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2012

15 Principal risk and uncertainties

The directors consider that the principal risks and uncertainties faced by the company are in the following categories

15 (a) Currency Risk

The Company operates internationally giving rise to exposure to changes in foreign exchange rates. The currency risk is derived from revenue denominated in currencies other than US dollars, its functional currency, primarily British pounds and euro, and expenses associated with its multinational operations (primarily British pounds and euro) as well as the respective receivable and payable balances. The Company's management monitors the exchange rate fluctuations on a continuous basis and acts accordingly.

15 (b) Competition risk

The directors of the company manage competition risk through close attention to customer service levels and sourcing competitive products.

15 (c) Liquidity risk

Liquidity risk is the risk that arises when the maturity of assets and liabilities does not match. An unmatched position potentially enhances profitability, but can also increase the risk of losses. The company has procedures with the object of minimising such losses such as maintaining sufficient liquid current assets and by having available an adequate amount of committed credit facilities.

ADS DOT COM LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2012

16 Control

The immediate parent company of Ads Dot Com Limited is Intertainet Advertising Company Limited, a company registered in Cyprus

The company's ultimate holding and controlling party is Amaya Gaming Group Inc, a company incorporated and registered in Quebec, Canada

The smallest and largest group in which the results of the company are consolidated at the balance sheet date is that headed by Amaya Gaming Group Inc. The consolidated accounts of the group are available to the public and may be obtained from 7600 TransCanada Highway, Pointe-Claire, Quebec H9R 1C8, Canada

17 Related party transactions

In accordance with Financial Reporting Standard 8, the company has availed of the exemption not to disclose transactions with entities that are part of the group or investees of the group qualifying as related parties where 100% of its voting rights are controlled within the group