Press Release **11 April 2006**

Gaming VC Holdings S.A.

("Gaming VC" or "the Group")

Preliminary Results

Gaming VC Holdings S.A., a leading European online casino provider, today announces its unaudited Preliminary Results for the year ended 31 December 2005.

Financial Highlights

The Casino business was acquired by Gaming VC on 21 December 2004 so the comparative 2004 figures only reflect 11 days trading.

- Recommended final dividend of 21p per share to be paid on 22 May 2006. Total dividend for year of 42p per share represents yield of 9.7% on last night's closing price.
- Turnover of €40.4 million (2004: €0.7 million)
- Gross margin 76% (2004: 79%)
- Operating profit of €13.4 million (2004: €0.4 million)
- Profit before tax of €12.8 million (2004: €0.3 million)
- Basic earnings per share of €0.41
- Average daily revenue €113k for 1Q 2006

Business Highlights

- Average 2% per month revenue growth since October 2005 achieved
- New registrations continue to increase: 14,700 Q1 06 (11,200 Q4 05; 8,450 Q3 05)
- New depositing player numbers tracking registrations
- German speaking markets show continued strong growth
- New technology has enabled greater customer differentiation and targeting
- Gaming VC does not accept wagers from residents of the USA
- Relative value of players acquired over last two quarters is on par with players acquired in previous years (€60 revenue per month per player)

Commenting on these results, Steve Barlow, Chief Executive of Gaming VC, said: "These results demonstrate Gaming VC's ability to deliver strong increases in revenues as seen by the achievement of at least 2% per month revenue growth since October 2005. Our cost base remains broadly fixed with incremental revenues contributing directly to profits.

"The Group's focus on non-US markets has led to improved awareness of Gaming VC amongst our peer group and shareholders. The Board anticipates that this financial year will deliver another strong set of results, with the creation of shareholder value a key objective for the Group."

- Ends -

For further information:

Gaming VC Holdings S.A.

Steve Barlow, Chief Executive Tel: +44 (0) 20 7398 7700

investors@gamingvc.com www.gamingvc.com

Media enquiries:

Abchurch

Chris Lane / Katherine Murphy Tel: +44 (0) 20 7398 7700

katherine.murphy@abchurch-group.com www.abchurch-group.com

Chairman's statement

I am pleased to present Gaming VC's maiden set of preliminary results since our admission to AIM in December 2004. These results are in line with market expectations and I am pleased to say that we are delivering our target of 2% average revenue growth per month.

The results for the year ended 31 December 2005 show an operating profit of €13.4 million (2004: €0.4 million) and a net profit of €12.8 million (2004: €0.3 million). The Board has recommended a final dividend of 21p (gross) per share, giving a total distribution of 42p for the year. Earnings per share on profit after tax were €0.41 (2004: €0.02). The dividend will be paid on 22 May 2006 to holders on the share register at 21 April 2006.

Gaming VC provides a proven business model and is a leading online gaming operator in German speaking countries. Importantly, we do not accept wagers from US customers and as such are not affected by current or potential prohibitive legislation in that market. The Board is confident that this lack of exposure to the United States significantly enhances the value of the Group relative to our peer group. Our aim is to continue growing in our core German markets, where new marketing initiatives have proven to be successful and we are continuing to expand market share. We are also selectively looking at opportunities to replicate this model in other geographic areas.

A key factor in Gaming VC's growth is its committed and experienced management team. In January 2006, we welcomed Gerard Cassels to Gaming VC's management commitee as Finance Director. Gerard brings a wealth of experience to the Group, having held the position of Finance Director within several successful listed companies in Europe.

Furthermore, the Board proposes that Adrian J R Smith is appointed as a Non-Executive Director. Adrian is the CEO of the Woolton Group, and has significant public company and corporate governance experience, having been the Non-Executive Chairman of the Carter and Carter Group from 2002 through to its flotation in 2005. In addition to his continued non-executive director position at Carter and Carter plc, he serves on the board of Tutogen Medical Inc. in the USA, and the Harbor Branch Oceanographic Institution. His management experience includes Deloitte Touche Tohmatsu, Grant Thornton LLP and Arthur Andersen LLP, as well as Procter and Gamble. It is expected that Adrian will be Chairman of the Remuneration committee and will also sit on the other core governance committees of Audit and Nomination.

Shareholders will be asked to confirm Gerard Cassels' and Adrian Smith's appointments at the forthcoming AGM.

We are well positioned to maintain our growth in 2006 and are confident that our efforts to build Gaming VC's presence in the online casino market will continue to deliver positive results. Trading in 2006 to date has been comfortably in line with management's expectations.

Nigel Blythe-Tinker
Chairman

Chief Executive's Statement

Over the past financial year we have established a robust operational framework which will allow Gaming VC to move to the next stage of growth as we leverage our position as a leading online Casino in German speaking markets. The strong increase in revenues is a testament to the durability of our Casino business and the strengths of our marketing strategy which both indicate future growth opportunities. The German gaming market remains considerably buoyant and we are consistently adding to our customer base.

The strategy going forward is to continue to build on the strongly cash generative core business in German speaking markets, whilst looking selectively at opportunities to enter other national markets with a Casino offering that is custom tailored to each targeted country.

Casino

Gaming VC is now in a position where we have a reliable customer base that provides the Group with good forward visibility of earnings. To further sustain growth, we have developed a monthly direct mail campaign for customer acquisition, in addition to the quarterly publication of our Casino Club magazine. These new campaigns follow two high volume test direct mail campaigns that we ran in July and August 2005. The combination of these two marketing initiatives has resulted in strong customer acquisition and retention levels that are among the highest in the industry with our average customer playing for 22 months.

This anchor marketing campaign has now been operating for 6 months and has significantly improved the performance of the core business as shown below:

	Q3 2005	**Q4 2005**	**Q1 2006**
New registrations	8,458	11,187	14,777
New depositing customers	4,663	5,245	7,428
Daily average revenue	€ 98,500	€ 106,350	€ 112,800

In addition, we have begun to add e-mail, banner and affiliate programmes to our overall marketing strategy in support of our direct mail efforts, and we are also working on the launch of new casino games, such as a football biased slot game for the World Cup in June 2006.

New territories

One of our growth strategies is to examine opportunities to replicate our proven business model in new geographical markets.

In Spain, additional marketing spend has been allocated to drive the customer numbers needed to achieve critical mass. Spain was selected as the first test market for a new casino as it was identified as a market that had no contentious legislation for internet gaming, an appropriate level of internet infrastructure and no current dominant market leader in the online gaming sector. An initial broad media campaign to heighten customer awareness of the Casino Club brand was launched in September 2005.

Encouragingly, visits to the Spanish site in September and October 2005 were over 9,000 per day, with online channels showing good leads to the site. However, the conversion of leads to paid play was significantly slower than expected. Subsequent analysis identified areas of web navigation and Spanish support services as contributing factors. These issues have now been addressed with both site and customer support improvements. Phase two of the Spanish marketing campaign, which entails a low additional cost, went live in March 2006.

Since February 2006, we have soft launched a second new casino in Russia in conjunction with experienced local business people who have significant internet and marketing experience. The new site (www.casino-club.ru) offers the usual suite of casino games in both Euros and Roubles. Gaming VC's initial financial investment in this new casino represents only a small part of our overall marketing budget for 2006.

With both Spain and Russia, it is still too early to have statistically meaningful operating data. Following a detailed operational review in 2005, we now have sophisticated reactive feedback controls in place which are integral to both trials. These give us instant and detailed market data which will ensure that additional resources will only be committed where we have a strong degree of confidence about the potential for significant upside.

Poker

Casino Club's online poker room completed a soft-launch in August 2005, and underwent beta-level testing during the European summer holidays. A marketing programme to promote this new product began in September 2005, including promotion in Casino Club magazine to the existing German customer base, a direct marketing campaign to new prospects and inclusion in the rollout of the Spanish marketing campaign. Poker is now accounting for about 4% of our daily revenues.

With this offering, members of the Casino have the ability to play poker on our website although we expect that growth in 2006 will come predominantly from the Casino operation.

Group Financial Performance

The Casino business was acquired on 21 December 2004 so the comparative 2004 figures only reflect 11 days trading.

The total gross wagers placed were €1.6 billion (2004: €58 million) and net revenues were €40.4 million (2004: €0.7 million). The gross profit for the financial year ended 31 December 2005 was €30.8 million (2004: €0.5 million) with the primary operating cost element for the Group being the turnkey online casino services provided by Boss Media SA and its subsidiaries.

In the financial year there were no significant one-off jackpot winners in the Group's slot machine games with associated "progressive" jackpots. The total of the available jackpots at the end of December 2005 was €1.7 million (2004: €0.9 million) with the largest available individual jackpot being €0.8 million (2004: €0.4 million). Upon this jackpot becoming payable it will be a charge against the relevant period's gross profit. The last major jackpot win was for €0.5 million in November 2004.

The Group operating profit for the financial year ended 31 December 2005 was €13.4 million (2004: €0.4 million) after the deduction of distribution and administrative expenses.

Distribution costs of €7.4 million (2004: nil) reflect the third party marketing costs incurred by the Group to recruit active members to the Casino.

The marketing costs for 2005 include over €2 million that was related to the initial launch of the Casino in Spain and nearly €3 million associated with the launch and promotion of poker. Neither of these one-off expenses is expected to be repeated in the ongoing operation of the business. The core marketing of the Casino in 2006 is expected to account for circa €5 million out of a total estimated marketing expenditure of €9 million. The balance will be spent testing alternative marketing channels to direct mail and marketing in new territories outside Germany and Austria.

The major items within the administrative expenses incurred during the financial year are detailed below

	2005	**2004**
	€'000	**€'000**
Employment costs	2,378	26
Travel	1,121	59
Legal, accounting and tax	1,941	40
Re-organisation costs	545	0
Amortization of intangible assets	2,802	37
All other costs	1,207	1
Total administrative expenses	9,994	161

Employment costs are analysed in note 2 to the financial results.

The 2005 legal, accounting and tax costs included a one-off charge for a full audit after 6 months trading which cost €0.2 million. This was needed to give initial audited numbers as at the time of the IPO in December 2004, because audited accounts for the business being acquired were not available. In addition, given the Group's complex physical and legal structures, ongoing professional advice costs are higher than for a business based in one domicile.

The re-organisation costs include the costs related to closure of the London office, reductions in headcount and a €0.2 million settlement of contractual obligations to Dr Willis on his standing down as an executive director of the Group.

The amortization of intangible assets is detailed in note 5 to the financial results. This is a non-cash charge primarily to reflect the reduction in economic value over their useful lives of the intangible assets acquired on the purchase of the Casino business in December 2004.

Net financing costs for the financial year ended 31 December 2005 of €0.6 million (2004: €0.007 million) are analysed in note 3 to the financial results. The majority of Group revenues are in Euros, as are both the cost of sales and marketing. Employment costs are primarily US Dollar denominated and most legal, tax and accounting services are incurred in Sterling. Dividend payments are also Sterling denominated.

The Group's operational structure, with the core business in Curaçao, allows for an effective global tax charge of €0.01 million. The Group periodically reviews all of the relevant and controlling tax regulations to optimise the available benefits. A Group effective tax charge of less than 2% of net profit is envisaged to continue for the foreseeable future.

In the reporting period the Group generated €17 million (2004: consumed €0.2 million) from operating activities. After payment of the interim dividend of €9.6 million during the year, the Group's closing cash balance at 31 December 2005 was €7.3 million (2004: €1.3 million). Due to the nature of the business there are no significant working capital pressures on the Group during periods of revenue growth. The Group had no significant capital expenditure during the year and does not envisage any in 2006.

Dividends

We consider that the current dividend policy remains appropriate for the Group. The core business is cash generative and not capital intensive and we will continue to return excess capital to shareholders, as appropriate.

The Board recommends a final dividend of 21p (gross) (c €0.302) per share (2004: nil), making a total distribution of 42p (c €0.604) for the year. This will be paid on 22 May 2006 to shareholders on the register at the close of business on 21 April 2006.

While the total dividend for 2005 will be greater than the earnings per share in the year, given the financial performance of the Group in 2005 and the strong start to 2006, the Board considers the final dividend is merited. As at 31 March 2006 our cash balances were more than sufficient to cover the final dividend.

Outlook

Gaming VC has started 2006 in a strong position. We are exploring opportunities to replicate our casino product in other markets on a selective basis, but we will only commit meaningful resources after detailed feedback analysis and when we have confidence about the upside potential. In the meantime, our leading position in German speaking markets provides a very stable foundation, especially as we see significant potential for further growth in these core markets over the foreseeable future. We look forward to the remainder of the current financial year with much confidence.

Steve Barlow
Chief Executive

Consolidated Income Statement
For the year ended 31 December 2005

In thousands of euro	Note	**Year ended 31 December 2005**	1 month Period ended 31 December 2004(*)
Revenue	1	**40,443**	670
Cost of Sales		**(9,677)**	(137)
Gross profit		**30,766**	533
Distribution expenses		**(7,410)**	-
Administrative expense		**(9,994)**	(161)
Operating profit before financing costs		**13,362**	372
Financial income	3	**46**	7
Financial expense	3	**(601)**	-
Net financing costs		**(555)**	7
Profit before Tax		**12,807**	379
Income tax expense	4	**(13)**	(5)
Profit for the year/period		**12,794**	374
Basic earnings per share (euro)	6	**0.41**	0.024
Diluted earnings per share (euro)	6	0.41	0.024

Consolidated statement of recognised income and expense
For the year ended 31 December 2005

In thousands of euro	**Year ended 31 December 2005**	1 month Period ended 31 December 2004(*)
Profit and total recognised income and expense for the year/period	**12,794**	374

(*) Prior period since incorporation on 30 November 2004

Consolidated Balance Sheet
As at 31 December 2005

In thousands of euro	Note	**31 December 2005**	31 December 2004
Assets			
Property, plant and equipment		**46**	-
Intangible assets	5	**102,752**	105,479
Total non-current assets		**102,798**	105,479
Trade receivables		**2,151**	620
Prepayments		**531**	132
Cash and cash equivalents		**7,233**	1,270
Total current assets		**9,915**	2,022
Total assets		**112,713**	107,501
Equity			
Issued share capital		**38,608**	38,608
Share premium		**67,522**	67,522
Retained earnings		**4,109**	383
Total equity attributable to equity holders of the parent		**110,239**	106,513
Liabilities			
Trade and other payables		**1,158**	736
Accrued expenses		**1,316**	252
Total current liabilities		**2,474**	988
Total liabilities		**2,474**	988
Total equity and liabilities		**112,713**	107,501

Consolidated statement of cashflows
For the year ended 31 December 2005

In thousands of euro	Note	**Year ended 31 December 2005**	1 month Period ended 31 December 2004 (*)
Cash flows from operating activities			
Cash receipts from customers		**38,911**	50
Cash paid to suppliers and employees		**(21,966)**	(268)
Net cash from operating activities		**16,945**	(218)
Cash flows from investing activities			
Interest received		**46**	-
Acquisition of business		**-**	(105,516)
Acquisition of property, plant and equipment		**(67)**	-
Acquisition of intellectual property	5	**(75)**	-
Net cash from investing activities		**(96)**	(105,516)
Cash flows from financing activities			
Proceeds from the issue of share capital		**-**	117,562
Payment of transaction costs		**(867)**	(10,565)
Dividend paid		**(9,559)**	-
Net cash from financing activities		**(10,426)**	106,997
Net increase in cash and cash equivalents		**6,423**	1,263
Cash and cash equivalents at beginning of the year/period		**1,270**	-
Effect of exchange rate fluctuations on cash held	3	**(460)**	7
Cash and cash equivalents at end of the year/period		**7,233**	1,270

(*) Prior period since incorporation on 30 November 2004

Notes to the consolidated financial statements

1 Segment reporting

Segment information is presented in respect of the Group's business and geographical segments.

Business segments
Based on risks and returns the management considers that the primary reporting format is by business segment. The directors consider that there currently is only one business segment being the casino operation of games of chance. Therefore the disclosures for the primary segment have already been given in these financial statements. A second business segment of skill based games was launched in the last quarter of the year. It only achieved revenue of €327,000 in the year which has been included in games of chance. It is expected to be sufficiently material to be disclosed separately in the full year accounts for 2006.

Geographical segments
Within the year the core business activity has been concentrated in the German language countries.
Development specifically tailored for other European language countries is ongoing. Owing to current legislation in the US the company continues to block access to its games to potential players located there.

Segment capital expenditure is the total cost incurred during the year to acquire segment assets that are expected to be used for more than one year.

In presenting information on the basis of geographical segments, segment revenue is based on the geographical location of customers. Segment assets are based on the location of the assets themselves.

Geographical segments

	Germany		Austria		Other Countries		Consolidated	
In thousands of euro	**2005**	2004	**2005**	2004	**2005**	2004	**2005**	2004
Revenue from games of chance	**30,293**	496	**7,805**	134	**2,345**	40	**40,443**	670
Segment assets	-	-	-	-	**112,713**	107,501	**112,713**	107,501
Capital expenditure	-	-	-	-	**142**	105,516	**142**	105,516

2 Personnel expenses

	Year ended 31 December 2005	1 month Period ended 31 December 2004
In thousands of euro		
Wages and salaries	**1,713**	15
Compulsory social security contributions	**135**	-
Contributions to defined contribution plans	**39**	1
Equity-settled transactions	**491**	9
	2,378	25

3 Net financing costs

In thousands of euro	**Year ended 31 December 2005**	1 month Period ended 31 December 2004
Interest income	**46**	-
Net foreign exchange gain through profit	**-**	7
Financial income	**46**	7
Interest expense		-
Interest expenses and bank charges	**(141)**	-
Net foreign exchange loss through profit	**(460)**	
Financial expenses	**(601)**	-
Net financing costs	**(555)**	7

4 Income tax expense

	Year ended 31 December 2005	1 month Period ended 31 December 2004
Recognised in the income statement		
In thousands of euro		
Current tax expense		
Current year	**13**	5
Adjustments for prior period	**-**	-
	13	5
Deferred tax expense		
Origination and reversal of temporary differences	**-**	-
Reduction in tax rate	**-**	-
Benefits of tax losses recognises	**-**	-
	-	-
Total income tax expense in income statement	**13**	5

Reconciliation of effective tax rate

In thousands of euro	**Year ended 31 December 2005**	1 month Period ended 31 December 2004
Profit before tax	**12,807**	374
Income tax using the domestic corporation tax rate	**2,818**	82
Effect of tax rates in foreign jurisdictions (Rates decreased)	**(2,805)**	(75)
Tax exempt revenues	**-**	(2)
	13	5

5 Intangible assets

In thousands of euro	Goodwill	Trade-marks	Software licence	Consulting	Magazine	Total

Cost						
Balance at 30 November 2004	-	-	-	-	-	-
Acquisitions through business combinations	73,613	15,144	11,840	419	4,500	105,516
Balance at 31 December 2004	73,613	15,144	11,840	419	4,500	105,516
Balance at 1 January 2005	73,613	15,144	11,840	419	4,500	105,516
Other acquisitions	-	-	75	-	-	75
At 31 December 2005	**73,613**	**15,144**	**11,915**	**419**	**4,500**	**105,591**
Amortisation						
Balance at 30 November 2004	-	-	-	-	-	-
Amortisation for the period	-	-	16	1	20	37
Balance at 31 December 2004	-	-	16	1	20	37
Balance at 1 January 2005	-	-	16	1	20	37
Amortisation for the year	-	-	1,197	105	1,500	2,802
At 31 December 2005	**-**	**-**	**1,213**	**106**	**1,520**	**2,839**
Carrying amounts						
At 31 December 2004	73,613	15,144	11,824	418	4,480	105,479
At 31 December 2005	**73,613**	**15,144**	**10,702**	**313**	**2,980**	**102,752**

Valuation methodologies
The valuation methodology of each type of identifiable intangible asset is detailed below.

Asset	**Valuation methodology**
Magazine-related	Cost
Consulting	Income (cost saving)
Software licence	Income (incremental value plus loss of profits)
Trade-marks	Relief from royalty
Goodwill	Residual balance

The valuation conclusions, for the assets acquired through business combinations, were cross-checked relative to the overall consideration paid in the transaction over net tangible assets, to ensure that the proportion of value attributed to (i) each identifiable tangible asset: and (ii) to all of the identified intangible assets combined in the total purchase price appears reasonable.

In addition, the implied weighted average return on assets was reconciled with the cost of capital derived for the business as a whole to check for the reasonableness of values placed on intangible assets and the discount rates/returns used.

Amortisation and impairment charge

The amortisation is recognised in the following line items in the income statement:

	Year	1 month Period

In thousands of euro	ended 31 December 2005	ended 31 December 2004
Administrative expenses	**2,802**	37

Impairment tests for cash-generating units containing goodwill

The following units have significant carrying amounts of goodwill:

In thousands of euro	31 December 2005	31 December 2004
Casino operation: GVC Corporation II B.V.	**73,613**	73,613

All the intangible assets acquired in 2004 were valued at the year end and the resultant goodwill was tested for reasonableness.

6 Earnings per share

The calculation of basic earnings per share at 31 December 2005 was based on the profit attributable to ordinary shareholders of €12,793,954 (2004: €373,040) and a weighted average number of ordinary shares outstanding during the year ended 31 December 2005 of 31,135,762 (2004: 15,555,381), calculated as follows:

Profit attributable to ordinary shareholders

In thousands of euro	Year ended 31 December 2005	1 month Period ended 31 December 2004
Profit attributable to ordinary shareholders	**12,794**	374

Weighted average number of ordinary shares

	Year ended 31 December 2005	1 month Period ended 31 December 2004
Issued ordinary shares beginning of the year/period	**31,135,762**	**25,000**
Effect of shares issued in December 2004	**-**	**15,555,381**
Weighted average number of ordinary shares at end of the year/period	**31,135,762**	**15,580,381**

Earnings per share

In euro	Year ended 31 December 2005	1 month Period ended 31 December 2004
Basic earnings per share	**0.411**	0.024

Diluted earnings per share

The calculation of diluted earnings per share at 31 December 2005 was based on the profit attributable to ordinary shareholders of €12,793,954 (2004: €373,040) and a weighted average number of ordinary shares outstanding during the year ended 31 December 2005 of 31,135,762 (2004: 15,555,381), calculated as follows:

Profit attributable to ordinary shareholders (diluted)	**Year ended 31 December 2005**	1 month Period ended 31 December 2004
In thousands of euro		
Profit attributable to ordinary shareholders (diluted)	**12,794**	374

Weighted average number of ordinary shares (diluted)

	Year ended 31 December 2005	1 month Period ended 31 December 2004
Weighted average number of ordinary shares at end of the year/period	**31,135,762**	15,580,381
Effect of share options on issue	**-**	-
Weighted average number of ordinary shares (diluted) at end of year/period	**31,135,762**	15,580,381

Diluted earnings per share

	Year ended 31 December 2005	1 month Period ended 31 December 2004
Diluted earnings per share	**0.411**	0.024