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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): **May 10, 2021**

**SCIPLAY CORPORATION**

(Exact name of registrant as specified in its charter)

**Nevada**  
(State or other jurisdiction  
of incorporation)

**001-38889**  
(Commission  
File Number)

**83-2692460**  
(IRS Employer  
Identification No.)

**6601 Bermuda Road, Las Vegas, NV 89119**  
(Address of registrant's principal executive office)

**(702) 897-7150**  
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Exchange Act:

Title of each class	Trading symbol(s)	Name of each exchange on which registered
Class A common stock, par value \$.001 per share	SCPL	The NASDAQ Stock Market

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

- Emerging growth company
- If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.
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## Item 2.02. Results of Operations and Financial Condition.

The information contained under Item 2.02 in this Current Report on Form 8-K, including Exhibit 99.1, is being furnished and, as a result, such information shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section, nor shall such information be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

On May 10, 2021, SciPlay Corporation (the “Company”) issued a press release announcing, among other things, results for the three months ended March 31, 2021. A copy of the press release that will be discussed on the Company’s earnings call is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

The Company’s press release, in addition to containing results that are determined in accordance with accounting principles generally accepted in the United States of America (“GAAP”), contains certain “non-GAAP financial measures” as that term is defined by the rules of the Securities and Exchange Commission (the “SEC”). The Company’s press release includes the most directly comparable financial measures calculated and presented in accordance with GAAP, information reconciling the non-GAAP financial measures to the most directly comparable GAAP financial measures, a statement disclosing the reasons why the Company’s management believes that presentation of the non-GAAP financial measures provides useful information to investors regarding the Company’s financial condition and results of operations, and a statement disclosing the additional purposes for which the Company’s management uses the non-GAAP financial measures.

The non-GAAP financial measures used in the press release should not be considered in isolation of, as a substitute for, or superior to, the financial information prepared in accordance with GAAP. The non-GAAP financial measures as defined in the press release may differ from similarly titled measures presented by other companies. The non-GAAP financial measures, as well as other information in the press release, should be read in conjunction with the Company’s financial statements filed with the SEC.

## Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

<b><u>Exhibit No.</u></b>	<b><u>Description</u></b>
99.1	<a href="#">Press Release of the Company, dated May 10, 2021.</a>
104	Cover Page Interactive Data File – the cover page XBRL tags are embedded within the Inline XBRL document.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**SCIPLAY CORPORATION**

Date: May 10, 2021

By: /s/ Michael D. Cody

Name: Michael D. Cody

Title: Chief Financial Officer

## SciPlay Reports Results for the First Quarter 2021

Strong Revenue Growth Up 28% Outperforms the Social Casino Market

Increased Net Income 22% and AEBITDA 32% Reflecting Strong Operating Leverage

Growth was Broad Based with Strong Performance Across the Portfolio

Achieved Payer Conversion Record of 8.1%

LAS VEGAS, May 10, 2021 /PRNewswire/ -- SciPlay Corporation (NASDAQ: SCPL) ("SciPlay" or the "Company") today reported results for the first quarter ended March 31, 2021.

**Josh Wilson, Chief Executive Officer of SciPlay**, said, "Our teams continued to execute at a high level this quarter delivering strong top and bottom line results with broad based strength across the portfolio. Our payer focus and live-ops strategy delivered sequential growth in key monetization metrics and we achieved record payer conversion for the 5th consecutive quarter. The soft launch of *Solitaire Pets Adventure* in April is an important step in our path to diversification in the \$20B+ casual genre. This is an exciting time in SciPlay's journey as we invest to build our pipeline of games to drive long-term growth and shareholder value."

**Mike Cody, Chief Financial Officer of SciPlay**, added "This was another strong quarter of execution and monetization, building on the gains from 2020. Importantly we were able to deliver 28% top line growth, performing above the social casino market. Our social casino portfolio has never been stronger and our investment in the casual genre should enhance our ability to deliver shareholder value."

### SUMMARY RESULTS

(\$ in millions)	Three Months Ended March 31,	
	2021	2020
Revenue	\$ 151.1	\$ 118.3
Net income	37.9	31.1
Net income margin	25.1 %	26.3 %
Net cash provided by operating activities	19.6	23.5
Capital expenditures	2.1	1.2
<u>Non-GAAP Financial Measures</u> <sup>(1)</sup>		
Adjusted EBITDA ("AEBITDA")	\$ 45.9	\$ 34.8
AEBITDA margin	30.4 %	29.4 %
<u>Balance Sheet Measures</u>		
	As of March 31, 2021	As of December 31, 2020
Cash and cash equivalents	\$ 272.0	\$ 268.9
Available liquidity <sup>(2)</sup>	422.0	418.9

(1) The financial measures "AEBITDA" and "AEBITDA margin" are non-GAAP financial measures defined below under "Non-GAAP Financial Measures" and are reconciled to the most directly comparable GAAP measures in the accompanying supplemental tables at the end of this release.

(2) Available liquidity is calculated as cash and cash equivalents plus the undrawn capacity on our revolver.

### Key Performance Indicators

(in millions, except Average Revenue Per Daily Active Users ("ARPDau"), Average Monthly Revenue Per Paying User ("AMRPPU"), and percentages)

	Three Months Ended March 31,		Increase / (Decrease)
	2021	2020	
Mobile Penetration	88%	85%	3.0pp
Average Monthly Active Users	6.7	7.5	(0.8)
Average Daily Active Users	2.5	2.6	(0.1)
ARPDau	\$0.67	\$0.49	\$0.18
Average Monthly Paying Users	0.5	0.5	—
AMRPPU	\$92.80	\$83.58	\$9.22
Payer Conversion Rate	8.1%	6.3%	1.8pp

pp = percentage points.

### First Quarter 2021 Financial Highlights

- **First quarter revenue** was \$151.1 million, an increase of 27.7% over the prior year period driven by strong performance from our portfolio of social casino games. Mobile revenue grew 31.2% from the prior year period to \$132.8 million.
- **Net income** was \$37.9 million compared to \$31.1 million in the prior year period, an increase of 21.9% primarily driven by revenue growth. Net income margin was 25.1%, a decrease of 120 bps from the prior year period.
- **AEBITDA**, a non-GAAP financial measure defined below, was \$45.9 million compared to \$34.8 million, an increase of 31.9% from the prior year period, driven by revenue growth partially offset by the increases in operating expenses. AEBITDA margin, a non-GAAP financial measure defined below, was 30.4%, an increase of 100 bps from the prior year period.
- **Net cash provided by operating activities** was \$19.6 million, a \$3.9 million decrease over the prior year period reflecting an increase in accounts receivable related to the timing of payments from our platform providers.
- **Cash and cash equivalents** increased \$3.1 million to \$272.0 million from the fourth quarter 2020.

### First Quarter Key Performance Highlights

- **Payer conversion rate** reached an all-time high of 8.1% validating our continued payer focus and live-ops strategy to drive increased monetization.
- **Average Monthly Revenue Per Paying User (AMRPPU)** increased 11.0% to \$92.80 from the prior year period.
- **Average Revenue Per Daily Active User (ARPDau)** grew 36.7% from the prior year period to \$0.67.
- Mobile penetration increased 300 bps from the prior year period to 88%.

### **Earnings Conference Call**

As previously announced, SciPlay executive leadership will host a conference call on Monday, May 10, 2021, at 9:15 a.m. EDT to review the Company's first quarter results. To access the call live via a listen-only webcast and presentation, please visit <http://investors.sciplay.com> and click on the webcast link under the News and Events section. To access the call by telephone, please dial: +1 (877) 870-4263 for U.S. and +1 (412) 317-0790 for International and ask to join the SciPlay Corporation call. A replay of the webcast will be archived in the Investors section on [www.sciplay.com](http://www.sciplay.com).

### **About SciPlay**

We are a leading developer and publisher of digital games on mobile and web platforms. We currently offer seven core games, including four social casino games and three primary casual games, and recently added a solitaire social game targeted toward casual game players. Our social casino games typically include slots-style game play and occasionally include table games-style game play, while our casual games blend slots-style or bingo game play with adventure game features. All of our games are offered and played on multiple platforms, which include Apple, Google, Facebook, Amazon, and Microsoft. In addition to our internally created game content, our content library includes recognizable, real-world slot and table games content from Scientific Games Corporation. This content allows players who like playing land-based slot machines to enjoy some of those same titles in our free-to-play games.

You can access our filings with the SEC through the SEC website at [www.sec.gov](http://www.sec.gov) or through our website, and we strongly encourage you to do so. We routinely post information that may be important to investors on our website at [www.sciplay.com/investors/](http://www.sciplay.com/investors/), and we use our website as a means of disclosing material information to the public in a broad, non-exclusionary manner for purposes of the SEC's Regulation Fair Disclosure (Reg FD). The information contained on, or that may be accessed through, our website is not incorporated by reference into, and is not a part of, this document, and shall not be deemed "filed" under the Securities Exchange Act of 1934, as amended.

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**SCIPLAY CORPORATION**  
**CONSOLIDATED STATEMENTS OF INCOME**  
(Unaudited, in millions, except per share amounts)

	Three Months Ended	
	March 31,	
	2021	2020
Revenue	\$ 151.1	\$ 118.3
Operating expenses:		
Cost of revenue <sup>(1)</sup>	47.1	37.9
Sales and marketing <sup>(1)</sup>	34.7	28.2
General and administrative <sup>(1)</sup>	15.7	10.2
Research and development <sup>(1)</sup>	9.5	7.3
Depreciation and amortization	3.4	2.0
Restructuring and other	0.3	0.5
Total operating expenses	110.7	86.1
Operating income	40.4	32.2

Other (expense) income, net	(0.4)	0.5
Net income before income taxes	40.0	32.7
Income tax expense	2.1	1.6
Net income	37.9	31.1
Less: Net income attributable to the noncontrolling interest	32.6	26.7
Net income attributable to SciPlay	<u>\$ 5.3</u>	<u>\$ 4.4</u>
Basic and diluted net income attributable to SciPlay per share:		
Basic	<u>\$ 0.23</u>	<u>\$ 0.19</u>
Diluted	<u>\$ 0.21</u>	<u>\$ 0.19</u>

Weighted average number of shares of Class A common stock used in per share calculation:

Basic shares	23.2	22.7
Diluted shares	25.1	23.7

(1) Excludes depreciation and amortization.

**SCIPLAY CORPORATION**  
**CONDENSED CONSOLIDATED BALANCE SHEETS**  
(Unaudited, in millions, except par value)

	As of	
	March 31, 2021	December 31, 2020
<b>ASSETS</b>		
Current assets:		
Cash and cash equivalents	\$ 272.0	\$ 268.9
Accounts receivable, net	53.3	36.6
Prepaid expenses and other current assets	13.0	5.9
Total current assets	338.3	311.4
Property and equipment, net	4.1	4.4
Operating lease right-of-use assets	7.9	8.5
Goodwill	127.8	129.8
Intangible assets and software, net	44.8	30.3
Deferred income taxes	80.5	82.5
Other assets	1.9	1.9
Total assets	<u>\$ 605.3</u>	<u>\$ 568.8</u>
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>		
Current liabilities:		
Accounts payable	\$ 20.6	\$ 23.2
Accrued liabilities	30.3	22.9
Due to affiliate	2.9	5.5
Total current liabilities	53.8	51.6
Operating lease liabilities	6.9	7.5
Liabilities under TRA	68.5	68.5
Other long-term liabilities	16.1	5.7
Total stockholders' equity <sup>(1)</sup>	460.0	435.5
Total liabilities and stockholders' equity	<u>\$ 605.3</u>	<u>\$ 568.8</u>

(1) Includes \$377.0 million and \$355.5 million in noncontrolling interest as of March 31, 2021 and December 31, 2020, respectively.

**SCIPLAY CORPORATION**  
**CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS**  
(Unaudited, in millions)

	Three Months Ended	
	March 31,	
	2021	2020
Net cash provided by operating activities	\$ 19.6	\$ 23.5
Net cash used in investing activities	(2.1)	(1.2)
Net cash used in financing activities	(14.2)	—
Effect of exchange rate changes on cash, cash equivalents and restricted cash	(0.2)	(0.3)
Increase in cash, cash equivalents and restricted cash	3.1	22.0
Cash, cash equivalents and restricted cash, beginning of period	268.9	110.6
Cash, cash equivalents and restricted cash, end of period	<u>\$ 272.0</u>	<u>\$ 132.6</u>

Supplemental cash flow information:

Cash paid for income taxes	\$ 3.8	\$ —
Cash paid for contingent consideration included in operating activities	—	4.0
Supplemental non-cash transactions:		
Non-cash additions to intangible assets related to license agreements	16.1	—

**SCIPLAY CORPORATION**  
**RECONCILIATION OF NET INCOME ATTRIBUTABLE TO SCIPLAY TO AEBITDA**  
(Unaudited, in millions)

	Three Months Ended	
	March 31,	
	2021	2020
Net income attributable to SciPlay	\$ 5.3	\$ 4.4
Net income attributable to noncontrolling interest	32.6	26.7
Net income	37.9	31.1
Restructuring and other	0.3	0.5
Depreciation and amortization	3.4	2.0
Income tax expense	2.1	1.6
Stock-based compensation	1.8	0.1
Other expense (income), net	0.4	(0.5)
AEBITDA	\$ 45.9	\$ 34.8
Revenue	\$ 151.1	\$ 118.3
Net income margin (Net income/Revenue)	25.1 %	26.3 %
AEBITDA margin (AEBITDA/Revenue)	30.4 %	29.4 %

**RECONCILIATION OF NET INCOME MARGIN  
TO AEBITDA MARGIN**

	Three Months Ended March 31,			
	2021		2020	
Net income margin (Net income/Revenue)	25.1	%	26.3	%
Restructuring and other	0.2	%	0.4	%
Depreciation and amortization	2.3	%	1.7	%
Income tax expense	1.4	%	1.4	%
Stock-based compensation and other expense	1.4	%	(0.4)	%
AEBITDA margin (AEBITDA/Revenue)	30.4	%	29.4	%

## Forward-Looking Statements

Throughout this press release, we make "forward-looking statements" within the meaning of the U.S. Private Securities Litigation Reform Act of 1995. Forward-looking statements describe future expectations, plans, results or strategies and can often be identified by the use of terminology such as "may," "will," "estimate," "intend," "plan," "continue," "believe," "expect," "anticipate," "target," "should," "could," "potential," "opportunity," "goal," or similar terminology. These statements are based upon management's current expectations, assumptions and estimates and are not guarantees of timing, future results or performance. Therefore, you should not rely on any of these forward-looking statements as predictions of future events. Actual results may differ materially from those contemplated in these statements due to a variety of risks and uncertainties and other factors, including, among other things:

- the impact of the COVID-19 pandemic and any resulting social, political, economic and financial complications;
- our ability to attract and retain players;
- expectations of growth in total consumer spending on social gaming, including social casino gaming;
- our reliance on third-party platforms;
- our ability to continue to launch and enhance games that attract and retain a significant number of paying players;
- our reliance on a small percentage of our players for nearly all of our revenue;
- our ability to adapt to, and offer games that keep pace with, changing technology and evolving industry standards;
- competition;
- our dependence on the optional purchases of coins, chips and cards to supplement the availability of periodically offered free coins, chips and cards;
- restrictions and covenants in debt agreements, including those that could result in acceleration of the maturity of our indebtedness;
- the discontinuation or replacement of LIBOR, which may adversely affect interest rates;
- fluctuations in our results due to seasonality and other factors;
- dependence on skilled employees with creative and technical backgrounds;
- our ability to use the intellectual property rights of our parent, Scientific Games Corporation, and other third parties, including the third-party intellectual property rights licensed to Scientific Games Corporation, under our intellectual property license agreement with our parent;
- protection of our proprietary information and intellectual property, inability to license third-party intellectual property and the intellectual property rights of others;
- security and integrity of our games and systems;
- security breaches, cyber-attacks or other privacy or data security incidents, challenges or disruptions;
- reliance on or failures in information technology and other systems;
- the impact of legal and regulatory restrictions on our business, including significant opposition in some jurisdictions to interactive social gaming, including social casino gaming, and how such opposition could lead these jurisdictions to adopt legislation or impose a regulatory framework to govern interactive social gaming or social casino gaming specifically, and

how this could result in a prohibition on interactive social gaming or social casino gaming altogether, restrict our ability to advertise our games, or substantially increase our costs to comply with these regulations;

- laws and government regulations, both foreign and domestic, including those relating to our parent, Scientific Games Corporation, and to data privacy and security, including with respect to the collection, storage, use, transmission, sharing and protection of personal information and other consumer data, and those laws and regulations that affect companies conducting business on the internet, including ours;
- the continuing evolution of the scope of data privacy and security regulations, and our belief that the adoption of increasingly restrictive regulations in this area is likely within the U.S. and other jurisdictions;
- risks related to foreign operations, including the complexity of foreign laws, regulations and markets; the uncertainty of enforcement of remedies in foreign jurisdictions; the effect of currency exchange rate fluctuations; the impact of foreign labor laws and disputes; the ability to attract and retain key personnel in foreign jurisdictions; the economic, tax and regulatory policies of local governments; and compliance with applicable anti-money laundering, anti-bribery and anti-corruption laws;
- influence of certain stockholders, including decisions that may conflict with the interests of other stockholders;
- our ability to achieve some or all of the anticipated benefits of being a standalone public company; and
- our dependence on distributions from SciPlay Parent Company, LLC ("SciPlay Parent LLC") to pay our taxes and expenses including substantial payments we will be required to make under the Tax Receivable Agreement (the "TRA").
- failure to establish and maintain adequate internal control over financial reporting;
- stock price volatility;
- litigation and other liabilities relating to our business, including litigation and liabilities relating to consumer protection, gambling-related matters, employee matters, alleged service and system malfunctions, alleged intellectual property infringement and claims relating to our contracts, licenses and strategic investments;
- our ability to complete acquisitions and integrate businesses successfully;
- our ability to pursue and execute new business initiatives;
- natural events and health crises that disrupt our operations or those of our providers or suppliers;
- changes in tax laws or tax rulings, or the examination of our tax positions;
- our dependence on certain key providers; and
- U.S. and international economic and industry conditions.

Additional information regarding risks and uncertainties and other factors that could cause actual results to differ materially from those contemplated in forward-looking statements is included from time to time in our filings with the SEC, including under "Risk Factors" in Part II, Item 1A of our Quarterly Report on Form 10-Q for the quarter ended March 31, 2021 and Part I, Item 1A "Risk Factors" in our 2020 Annual Report on Form 10-K filed with the SEC on March 1, 2021. Forward-looking statements speak only as of the date they are made and, except for our ongoing obligations under the U.S. federal securities laws, we undertake no and expressly disclaim any obligation to publicly update any forward-looking statements whether as a result of new information, future events or otherwise.

This press release may contain references to industry market data and certain industry forecasts. Industry market data and industry forecasts are obtained from publicly available information and industry publications. Industry publications generally state that the information contained therein has been obtained from sources believed to be reliable, but that the accuracy and completeness of that information is not guaranteed. Although we believe industry information to be accurate, it is not independently verified by us and we do not make any representation as to the accuracy of that information. In general, we believe there is less publicly available information concerning international social gaming industries than the same industries in the U.S. Some data is also based on our good faith estimates, which are derived from our review of internal surveys or data, as well as the independent sources referenced above. Assumptions and estimates of our and our industry's future performance are necessarily subject to a high degree of uncertainty and risk due to a variety of factors, including those described under "Risk Factors" in Part II, Item 1A of our Quarterly Report on Form 10-Q for the quarter ended March 31, 2021 and Part I, Item 1A "Risk Factors" of our 2020 Annual Report on Form 10-K. These and other factors could cause future performance to differ materially from our assumptions and estimates.

### **Non-GAAP Financial Measures**

Adjusted EBITDA, or AEBITDA, as used herein, is a non-GAAP financial measure that is presented as supplemental disclosure and is reconciled to net income attributable to SciPlay as the most directly comparable GAAP measure as set forth in the above table. We define AEBITDA to include net income attributable to SciPlay before: (1) net income attributable to noncontrolling interest; (2) interest expense; (3) income tax expense; (4) depreciation and amortization; (5) restructuring and other, which includes charges or expenses attributable to: (a) employee severance; (b) management changes; (c) restructuring and integration; (d) M&A and other, which includes: (i) M&A transaction costs; (ii) purchase accounting adjustments; (iii) unusual items (including certain legal settlements) and (iv) other non-cash items; (e) contingent acquisition consideration and (f) cost-savings initiatives; (6) stock-based compensation; (7) loss (gain) on debt financing transactions; and (8) other expense (income) including foreign currency (gains) and losses. We also use AEBITDA margin, a non-GAAP measure, which we calculate as AEBITDA as a percentage of revenue.

Our management uses AEBITDA and AEBITDA margin to, among other things: (i) monitor and evaluate the performance of our business operations; (ii) facilitate our management's internal comparisons of our historical operating performance and (iii) analyze and evaluate financial and strategic planning decisions regarding future operating investments and operating budgets. In addition, our management uses AEBITDA and AEBITDA margin to facilitate management's external comparisons of our results to the historical operating performance of other companies that may have different capital structures and debt levels. Our management believes that AEBITDA and AEBITDA margin are useful as they provide investors with information regarding our financial



condition and operating performance that is an integral part of our management's reporting and planning processes. In particular, our management believes that AEBITDA is helpful because this non-GAAP financial measure eliminates the effects of restructuring, transaction, integration or other items that management believes have less bearing on our ongoing underlying operating performance. Management believes AEBITDA margin is useful as it provides investors with information regarding the underlying operating performance and margin generated by our business operations.



CONTACT: Media Relations, Christina Karas +1 702-532-7986, Senior Director, Corporate Communications, [media@scientificgames.com](mailto:media@scientificgames.com); Investor Relations, Jim Bombassei, +1 702-532-7643, Senior Vice President, Investor Relations, [IR@scientificgames.com](mailto:IR@scientificgames.com)