



Third Quarter 2022 Earnings Presentation

November 2022

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Important Information

Forward-Looking Statements

This presentation contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. All statements, other than statements of historical fact, contained in this presentation are forward-looking statements, including, but not limited to, any statements regarding our 2022 guidance and our estimates of number of gaming terminals, locations, revenues, Adjusted EBITDA, and capital expenditures. The words “predict,” “estimated,” “anticipates,” “believes,” “estimates,” “expects,” “intends,” “may,” “plans,” “projects,” “will,” “would,” “continue,” and similar expressions or the negatives thereof are intended to identify forward looking statements. These forward looking statements represent our current reasonable expectations and involve known and unknown risks, uncertainties and other factors that may cause our actual results, performance and achievements, or industry results, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. We cannot guarantee the accuracy of the forward-looking statements, and you should be aware that results and events could differ materially and adversely from those contained in the forward looking statements due to a number of factors including, but not limited to: Accel's ability to successfully integrate its business with the business of Century and realize the full benefits of the Century acquisition; Accel's ability to operate in existing markets or expand into new jurisdictions; the existing and potential future adverse impact of the COVID-19 pandemic on Accel's business, operations and financial condition, including as a result the suspensions of all video gaming terminal operations by the Illinois Gaming Board between November 19, 2020 and January 23, 2021, which suspensions could be reinstated; Accel's ability to manage its growth effectively; Accel's ability to offer new and innovative products and services that fulfill the needs of location partners and create strong and sustained player appeal; Accel's dependence on relationships with key manufacturers, developers and third parties to obtain gaming terminals, amusement machines, and related supplies, programs, and technologies for its business on acceptable terms; the negative impact on Accel's future results of operations by the slow growth in demand for gaming terminals and by the slow growth of new gaming jurisdictions; Accel's heavy dependency on its ability to win, maintain and renew contracts with location partners; unfavorable macroeconomic conditions or decreased discretionary spending due to other factors such as increased interest rates, increased inflation, high fuel rates, recessions, epidemics or other public health issues (including COVID-19 and its variant strains), terrorist activity or threat thereof, civil unrest or other economic or political uncertainties, that could adversely affect Accel's business, results of operations, cash flows and financial conditions and other risks and uncertainties indicated from time to time in documents filed or to be filed with the Securities and Exchange Commission (“SEC”).

Accordingly, forward-looking statements, including any projections or analysis, should not be viewed as factual and should not be relied upon as an accurate prediction of future results. The forward-looking statements contained in this presentation are based on our current expectations and beliefs concerning future developments and their potential effects on the Accel. These forward-looking statements involve a number of risks, uncertainties (some of which are beyond our control), or other assumptions that may cause actual results or performance to be materially different from those expressed or implied by these forward-looking statements. These risks and uncertainties include, but are not limited to, those factors described in the sections entitled “Risk Factors” in the Quarterly Reports on Form 10-Q and in the Annual Report on Form 10-K filed by Accel with the SEC, as well as Accel's other filings with the SEC.

Except as required by law, we do not undertake publicly to update or revise these statements, even if experience or future changes make it clear that any projected results expressed in this or other presentations or future quarterly reports, or company statements will not be realized. In addition, the inclusion of any statement in this presentation does not constitute an admission by us that the events or circumstances described in such statement are material. We qualify all of our forward-looking statements by these cautionary statements. In addition, the industry in which we operate is subject to a high degree of uncertainty and risk due to a variety of factors including those described in the section entitled “Risk Factors” in the Quarterly Reports on Form 10-Q and in the Annual Report on Form 10-K filed by Accel with the SEC, as well as Accel's other filings with the SEC. These and other factors could cause our results to differ materially from those expressed in this presentation.

Industry and Market Data

Unless otherwise indicated, information contained in this presentation concerning our industry and the markets in which we operate, including our general expectations and market position, market opportunity, and market size, is based on information from various sources, on assumptions that we have made that are based on those data and other similar sources, and on our knowledge of the markets for our services. This information includes a number of assumptions and limitations, and you are cautioned not to give undue weight to such information. In addition, projections, assumptions, and estimates of our future performance and the future performance of the industry in which we operate are necessarily subject to a high degree of uncertainty and risk due to a variety of factors, including those described in the Quarterly Reports on Form 10-Q and in the Annual Report on Form 10-K filed by Accel with the SEC, as well as Accel's other filings with the SEC. These and other factors could cause results to differ materially from those expressed in the estimates made by third parties and by us.

Use of Non-GAAP Financial Measures

This presentation includes non-GAAP financial measures, including Adjusted EBITDA, Adjusted net income, and Net Debt. Adjusted EBITDA is defined as net income plus amortization of intangible assets and route and customer acquisition costs; (gain) loss on change in fair value of contingent earnout shares; stock-based compensation expense; other expenses, net; tax effect of adjustments; depreciation and amortization of property and equipment; interest expense; emerging markets; and income tax expense. Adjusted net income is defined as net income plus amortization of intangible assets and route and customer acquisition costs; (gain) loss on change in fair value of contingent earnout shares; stock-based compensation expense; other expenses, net; and tax effect of adjustments. Net Debt is defined as Debt, net of current maturities plus Current maturities of debt less Cash and cash equivalents. Management believes that these non-GAAP measures of financial results enhance the understanding of Accel's underlying drivers of profitability and trends in Accel's business and facilitate company-to-company and period-to period comparisons, because these non-GAAP financial measures exclude the effects of certain non-cash items or represent certain nonrecurring items that are unrelated to core performance. Management of Accel also believes that these non-GAAP financial measures are used by investors, analysts and other interested parties as measures of financial performance and to evaluate Accel's ability to fund capital expenditures, service debt obligations and meet working capital requirements. See the slide entitled “Non-GAAP to GAAP Reconciliation” on page 10 for additional information.

Accel at a Glance

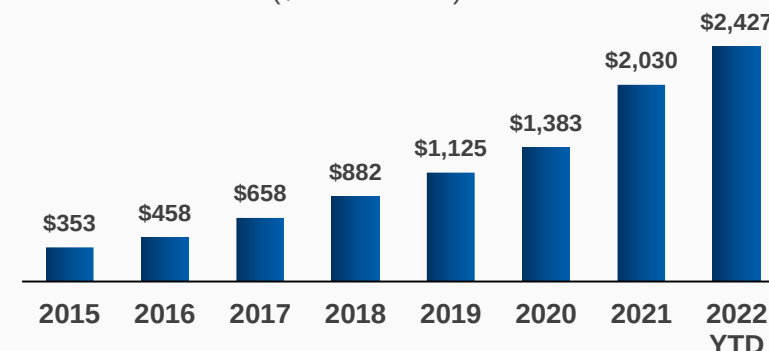
High Quality Service Company in Gaming Vertical



As of September 30, 2022, Accel owned and operated 22,429 terminals across 3,517 locations in Illinois, Montana, and Nevada

Strong Track Record of Growth

Average Daily Net Video Gaming Revenue⁽¹⁾
(\$ in thousands)



Contracted, Recurring Revenue



Up to **8-year** agreements



99% Contract renewal rate⁽²⁾



Strong backlog of contracted locations waiting to go-live

Disciplined Stewards of Capital



Balance sheet strength
Conservative net leverage
\$309mm of Net Debt⁽³⁾



Gaming legislation provides significant embedded opportunity for additional growth

1. Calculated as Net Video Gaming Revenue in the period divided by the number of operational days. For the year ended December 31, 2020, there were 217 gaming days. For the year ended December 31, 2021, there were approximately 347 gaming days.

2. Voluntary contract renewal rate for the 3 years ending December 31, 2021 excluding Century.

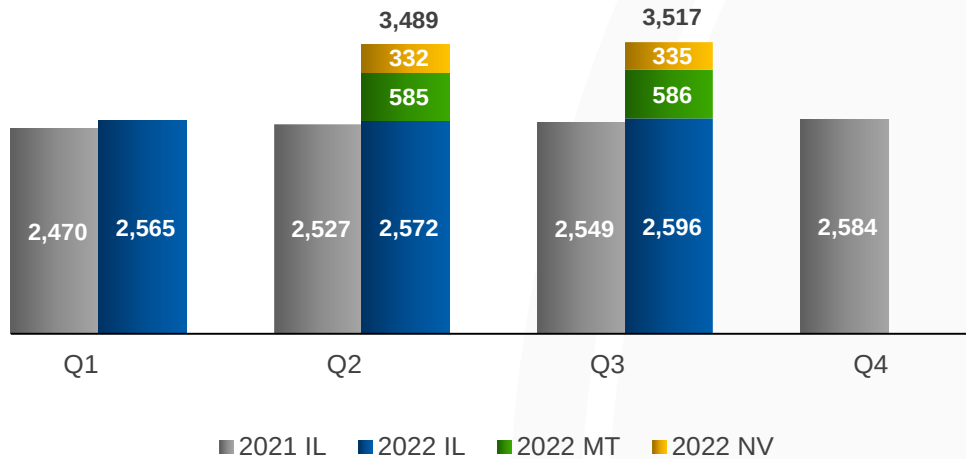
3. Calculated as of September 30, 2022. Net Debt is a non-GAAP financial measure that may not be comparable to other similarly titled measures of other companies. Accel does not consider this non-GAAP measure in isolation or as an alternative to similar financial measures determined in accordance with GAAP. For more information with respect to these Non-GAAP financial measures, see page 2 "Use of Non-GAAP Financial Measures," and for a reconciliation of each of these measures to their most directly comparable GAAP measure, see page 10 "Non-GAAP to GAAP Reconciliation."

Recent Highlights

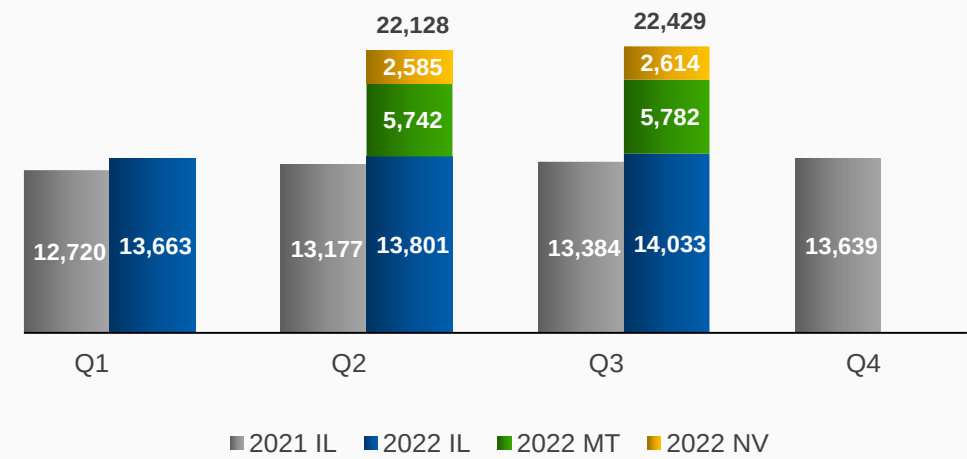
- Illinois Q3 2022 same store sales grew 3% compared to Q3 2021
- Expanded Nebraska footprint with two acquisitions of amusement operators:
 - On August 1, Accel paid \$9.5 million to purchase the amusement assets of VVS, Inc.
 - On September 9, Accel paid \$2.8 million to purchase River City Amusement Company
- Repurchased \$22.5 million of Accel A-1 Common Stock in Q3 2022

Accel Quarterly KPIs

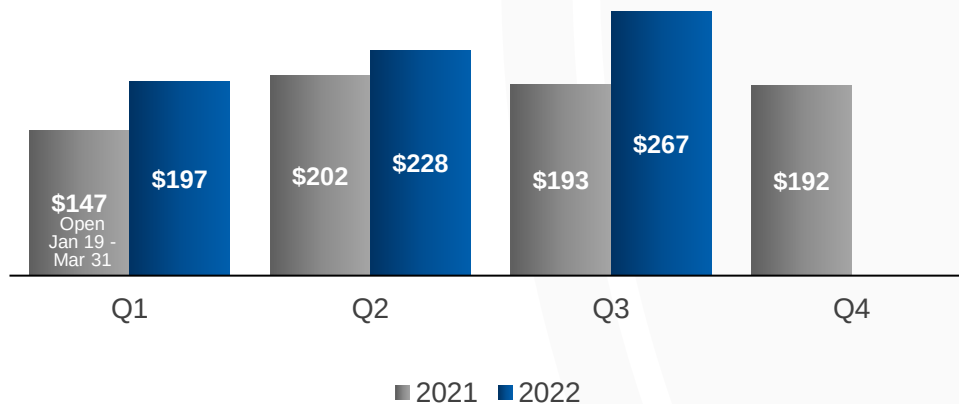
Locations (#)



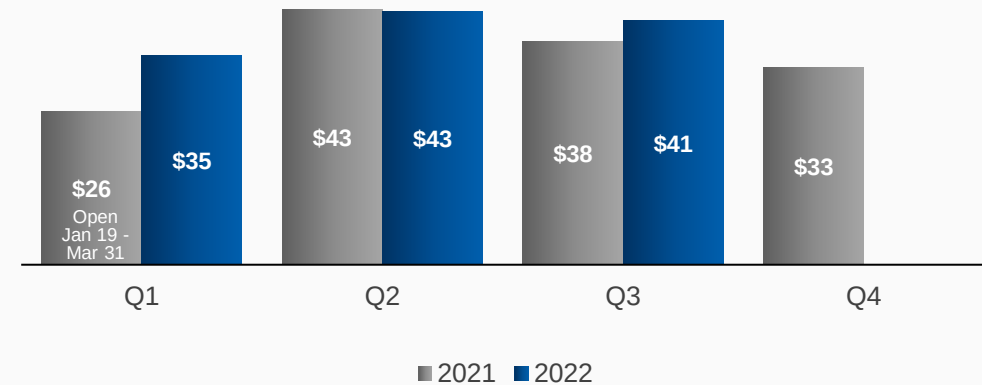
Terminals (#)



Revenue (\$mm)



Adjusted EBITDA⁽¹⁾ (\$mm)



1. Adjusted EBITDA is a non-GAAP financial measure that may not be comparable to other similarly titled measures of other companies. Accel does not consider this non-GAAP measure in isolation or as an alternative to similar financial measures determined in accordance with GAAP. For more information with respect to these Non-GAAP financial measures, see page 2 "Use of Non-GAAP Financial Measures," and for a reconciliation of each of these measures to their most directly comparable GAAP measure, see page 10 "Non-GAAP to GAAP Reconciliation."

2022 Results

\$ in millions

	Q3 2021	Q3 2022	% Change		YTD 2021	YTD 2022	% Change
Locations	2,549	3,517	38%		2,549	3,517	38%
Terminals	13,384	22,429	68%		13,384	22,429	68%
Revenue	\$193	\$267	38%		\$542	\$692	28%
Adj EBITDA ⁽¹⁾	\$38	\$41	9%		\$106	\$119	12%
CapEx ⁽²⁾	\$8	\$20	152%		\$19	\$33	76%
Net Debt ⁽³⁾	\$148	\$309	109%		\$148	\$309	109%

1. Adjusted EBITDA is a non-GAAP financial measures that may not be comparable to other similarly titled measures of other companies. Accel does not consider this non-GAAP measure in isolation or as an alternative to similar financial measures determined in accordance with GAAP. For more information with respect to these Non-GAAP financial measures, see page 2 "Use of Non-GAAP Financial Measures," and for a reconciliation of each of these measures to their most directly comparable GAAP measure, see page 10 "Non-GAAP to GAAP Reconciliation."

2. Presented as cash spend.

3. Net Debt is a non-GAAP financial measures that may not be comparable to other similarly titled measures of other companies. Accel does not consider this non-GAAP measure in isolation or as an alternative to similar financial measures determined in accordance with GAAP. For more information with respect to these Non-GAAP financial measures, see page 2 "Use of Non-GAAP Financial Measures," and for a reconciliation of each of these measures to their most directly comparable GAAP measure, see page 10 "Non-GAAP to GAAP Reconciliation."

Note: Numbers may not total due to rounding. Variances may not recalculate due to rounding.

Reaffirm Guidance

\$ in millions

	2022 Guidance ⁽¹⁾
Locations	3,550 – 3,600
Terminals	22,700 – 23,200
Revenue	\$960 – \$990
Adj EBITDA ⁽²⁾	\$160 – \$165
CapEx ⁽³⁾	\$38 – \$43

1. 2022 guidance includes Century's results as of the acquisition date and assumes the results from Georgia will not be added back to our Adjusted EBITDA during the second half of 2022 because Georgia has operated for more than 24 months and would no longer be an "Emerging Market."

2. Adjusted EBITDA is a non-GAAP financial measure that may not be comparable to other similarly titled measures of other companies. Accel does not consider this non-GAAP measure in isolation or as an alternative to similar financial measures determined in accordance with GAAP.

For more information with respect to these Non-GAAP financial measures, see page 2 "Use of Non-GAAP Financial Measures." Although we provide guidance for Adjusted EBITDA, we are not able to provide guidance for net income, the most directly comparable GAAP measure. Certain elements of the composition of GAAP net income, including stock-based compensation expenses, are difficult to predict and estimate, and are often dependent on future events which may be uncertain or outside of our control. These elements make it impractical for us to provide guidance on net income or to reconcile our Adjusted EBITDA guidance to net income without unreasonable efforts. For the same reason, we are unable to address the probable significance of the unavailable information.

3. Presented as cash spend.

Historical Financial Summary

\$ in millions

	Twelve Months Ended				Three Months Ended		Q3	Nine Months Ended		YTD
	December 31,				September 30,		YoY	September 30,		YoY
	2018	2019	2020	2021	2021	2022	Growth	2021	2022	Growth
No. of Locations	1,686	2,312	2,435	2,584	2,549	3,517	38%	2,549	3,517	38%
No. of Terminals	7,649	10,499	12,247	13,639	13,384	22,429	68%	13,384	22,429	68%
Net Gaming Revenue	322	411	301	706	186	256	37%	521	662	27%
Other Revenue	13	18	16	29	7	11	55%	21	29	36%
Gross Revenues	335	429	316	735	193	267	38%	542	692	28%
% YoY Growth	35%	28%	(26%)	132%		38%			28%	
Less: Cost of Revenue (exclusive of amortization and depreciation expense shown below) ⁽¹⁾	(217)	(282)	(211)	(494)	(130)	(188)	45%	(364)	(476)	31%
Gross Profit	118	147	105	241	64	79	25%	178	216	21%
% Margin	35%	34%	33%	33%	33%	30%		33%	31%	
Less: G&A Expenses	(54)	(69)	(77)	(111)	(28)	(40)	42%	(79)	(104)	32%
EBITDA	63	77	28	130	36	40	11%	99	113	13%
Adjusted EBITDA ⁽²⁾	64	80	34	140	38	41	9%	106	119	12%
% Margin	19%	19%	11%	19%	19%	15%		20%	17%	
% YoY Growth	36%	25%	(57%)	312%		9%			12%	
Less: D&A of Property & Equipment	(21)	(26)	(21)	(25)	(7)	(8)		(19)	(21)	
Less: Amortization of intangible assets and route and customer acquisition costs	(15)	(18)	(23)	(22)	(6)	(5)		(18)	(12)	
EBIT	28	33	(16)	83	23	26		62	80	
Less: Other Expenses, net	(3)	(20)	(9)	(13)	(4)	(3)		(9)	(8)	
Less: Interest Expense, net	(10)	(13)	(14)	(13)	(3)	(6)		(10)	(14)	
Less: Income tax benefit (expense)	(4)	(5)	17	(15)	(4)	(5)		(12)	(17)	
Less: Gain (loss) on change in fair value of contingent earnout shares ⁽³⁾	--	(10)	8	(10)	(1)	10		(7)	19	
Less: Gain (loss) on change in fair value of warrants ⁽⁴⁾	--	(21)	13	--	--	--		--	--	
Less: Loss on debt extinguishment	--	(1)	--	(1)	--	--		--	--	
Reported Net Income (Loss)	11	(37)	(0)	32	11	22		25	61	
Adjusted Net Income	23	23	6	71	17	19		54	59	

1. Cost of Revenue and Cost of Manufacturing Goods Sold consists of (i) taxes on net video gaming revenue that is payable to the local jurisdiction, (ii) licenses, permits and other fees required for the operation of gaming terminals and other equipment, (iii) location revenue share, which is governed by local governing bodies and location contracts, (iv) ATM and amusement commissions payable to locations, (v) ATM and amusement fees, and (vi) costs associated with the sale of gaming terminals.

2. Adjusted EBITDA and Adjusted Net Income are non-GAAP financial measures that may not be comparable to other similarly titled measures of other companies. Accel does not consider these non-GAAP measures in isolation or as an alternative to similar financial measures determined in accordance with GAAP. For more information with respect to these Non-GAAP financial measures, see page 2 "Use of Non-GAAP Financial Measures," and for a reconciliation of each of these measures to their most directly comparable GAAP measure, see page 10 "Non-GAAP to GAAP Reconciliation."

3. Gain (loss) on change in fair value of contingent earnout shares represents a non-cash fair value adjustment at each reporting period end related to the value of these contingent shares. Upon achieving such contingency, shares of Class A-2 common stock convert to Class A-1 common stock resulting in a non-cash settlement of the obligation.

4. Gain (loss) on change in fair value of warrants represents a non-cash fair value adjustment at each reporting period end related to the value of these warrants.

Note: Numbers may not total due to rounding.

Accel Balance Sheet

\$ in millions

	December 31, 2021	September 30, 2022
Assets		
<i>Current Assets:</i>		
Cash and cash equivalents	\$199	\$212
Other current assets	\$49	\$72
Total current assets	\$248	\$284
Property and equipment, net	\$152	\$207
Route and customer acquisition costs, net	\$16	\$18
Location contracts acquired, net	\$151	\$189
Goodwill	\$46	\$99
Other assets	\$3	\$41
Total assets	\$616	\$838
Liabilities and Stockholders' Equity		
<i>Current liabilities:</i>		
Short term debt and current maturities	\$18	\$23
Accrued state and location gaming expense	\$15	\$21
Other current liabilities	\$39	\$48
Total current liabilities	\$72	\$93
<i>Long-term liabilities:</i>		
Long-term debt	\$324	\$498
Contingent earnout share liability	\$43	\$23
Other liabilities	\$19	\$43
Total liabilities	\$458	\$657
Total stockholders' equity	\$158	\$181
Total liabilities and stockholders' equity	\$616	\$838

Note: Numbers may not total due to rounding.

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Non-GAAP to GAAP Reconciliation

\$ in millions

	Twelve Months Ended				Three Months Ended		Nine Months Ended	
	December 31,				September 30,		September 30,	
	2018	2019	2020	2021	2021	2022	2021	2022
Reported Net Income (Loss)	11	(37)	(0)	32	11	22	25	61
(+) Amortization of intangible assets and route and customer acquisition costs ⁽¹⁾	15	18	23	22	6	5	18	12
(+) Stock Based Comp ⁽²⁾	0	2	6	6	1	1	5	5
(+) (Gain) loss on change in fair value of contingent earnout shares ⁽³⁾	—	10	(8)	10	1	(10)	7	(19)
(+) (Gain) loss on change in fair value of warrants	—	21	(13)	—	—	—	—	—
(+) Other Expenses, net ⁽⁴⁾	3	20	9	13	4	3	9	8
(+) Tax effect of adjustments ⁽⁵⁾	(6)	(11)	(10)	(11)	(6)	(2)	(10)	(7)
Adjusted Net Income	23	23	6	71	17	19	54	59
(+) D&A of Property & Equipment	21	26	21	25	7	8	19	21
(+) Interest Expense, net	10	13	14	13	3	6	10	14
(+) Emerging Markets ⁽⁶⁾	—	—	1	3	1	0	2	2
(+) Income Tax (Benefit) Expense	10	17	(7)	26	10	7	21	24
(+) Loss on debt extinguishment	—	1	—	1	—	—	—	—
Adjusted EBITDA	64	80	34	140	38	41	106	119

	Three Months Ended				Three Months Ended		
	March 31,	June 30,	Sep. 30,	Dec. 31,	March 31,	June 30,	September 30,
	2021	2021	2021	2021	2022	2022	2022
Reported Net Income	2	12	11	7	16	22	22
(+) Amortization of intangible assets and route and customer acquisition costs ⁽¹⁾	6	6	6	4	4	4	5
(+) Stock Based Comp ⁽²⁾	2	2	1	2	2	2	1
(+) (Gain) loss on change in fair value of contingent earnout shares ⁽³⁾	3	3	1	3	(3)	(6)	(10)
(+) Other Expenses, net ⁽⁴⁾	2	3	4	4	3	2	3
(+) D&A of Property & Equipment	6	6	7	6	6	7	8
(+) Interest Expense, net	3	3	3	3	4	4	6
(+) Emerging Markets ⁽⁶⁾	1	1	1	1	0	1	0
(+) Income Tax (Benefit) Expense	2	6	4	3	5	7	5
(+) Loss on Debt Extinguishment	—	—	—	1	—	—	—
Adjusted EBITDA	26	43	38	33	35	43	41

	September 30,	
	2021	2022
Debt, net of current maturities	310	498
(+) Current maturities of debt	18	23
(-) Cash and cash equivalents	(180)	(212)
Net Debt	148	309

1. Amortization of intangible assets and route and customer acquisition costs consist of upfront cash payments and future cash payments to third-party sales agents to acquire the location partners that are not connected with a business combination, as well as the amortization of other intangible assets. Accel amortizes the upfront cash payment over the life of the contract, including expected renewals, beginning on the date the location goes live, and recognizes non-cash amortization charges with respect to such items. Future or deferred cash payments, which may occur based on terms of the underlying contract, are generally lower in the aggregate as compared to established practice of providing higher upfront payments, and are also capitalized and amortized over the remaining life of the contract. Future cash payments do not include cash costs associated with renewing customer contracts as Accel does not generally incur significant costs as a result of extension or renewal of an existing contract. Location contracts acquired in a business combination are recorded at fair value as part of the business combination accounting and then amortized as an intangible asset on a straight-line basis over the expected useful life of the contract of 15 years. Amortization of intangible assets and route and customer acquisition costs aggregates the non-cash amortization charges relating to upfront route and customer acquisition cost payments and location contracts acquired, as well as the amortization of other intangible assets.

2. Stock-based compensation consists of options, restricted stock units and warrants.

3. (Gain) loss on change in fair value of contingent earnout shares represents a non-cash fair value adjustment at each reporting period end related to the value of these contingent shares. Upon achieving such contingency, shares of Class A-2 common stock convert to Class A-1 common stock resulting in a non-cash settlement of the obligation.

4. Other expenses, net consists of (i) non-cash expenses including the remeasurement of contingent consideration liabilities, (ii) non-recurring expenses relating to lobbying efforts and legal expenses in Pennsylvania and lobbying efforts in Missouri, (iii) non-recurring costs associated with COVID-19 and (iv) other non-recurring expenses.

5. Calculated by excluding the impact of the non-GAAP adjustments from the current period tax provision calculations.

6. Emerging markets consist of the results, on an Adjusted EBITDA basis, for non-core jurisdictions where our operations are developing. Markets are no longer considered emerging when Accel has installed or acquired at least 500 gaming terminals in the jurisdiction, or when 24 months have elapsed from the date Accel first installs or acquires gaming terminals in the jurisdiction, whichever occurs first. The Company currently views Nebraska, Iowa and Pennsylvania as its emerging markets. Prior to July 2022, Georgia was considered an emerging market.