

**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): November 28, 2024

Flutter Entertainment plc

(Exact Name of Registrant as Specified in its Charter)

Ireland
(State or Other Jurisdiction
of Incorporation)

001-37403
(Commission
File Number)

98-1782229
(IRS Employer
Identification Number)

290 Park Ave South, 14th Floor
New York, New York
(Address of Principal Executive Offices)

10010
(Zip Code)

Registrant's Telephone Number, Including Area Code: (646) 930-0950

Not Applicable
(Former Name or Former Address, if Changed Since Last Report.)

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 (see General Instruction A.2.):

- 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 Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Ordinary Shares, nominal value of €0.09 per share	FLUT	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

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.

Item 7.01 Regulation FD Disclosure.

On November 28, 2024, Flutter Entertainment plc (the “Company”) released, via the Regulatory News Service in London, an announcement (the “RNS Announcement”) regarding the submission to the Company of a notification on Standard Form TR-1 (Standard Form for Notification of Major Holdings), which is furnished as Exhibit 99.1 to this Form 8-K and is incorporated herein by reference. The RNS Announcement was made in order to comply with disclosure requirements pursuant to the United Kingdom Financial Conduct Authority’s Disclosure Guidance and Transparency Rules.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

<u>Exhibit No.</u>	<u>Description</u>
99.1	RNS Announcement dated November 28, 2024
104	The cover page of this Current Report on Form 8-K, formatted in Inline XBRL

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.

Flutter Entertainment plc
(Registrant)

Date: November 29, 2024

By: /s/ Edward Traynor
Name: Edward Traynor
Title: Group Company Secretary

TR-1: Standard form for notification of major holdings

1. Issuer Details**ISIN**

IE00BWT6H894

Issuer Name

Flutter Entertainment Public Limited Company

UK or Non-UK Issuer

Non-UK

2. Reason for Notification

An acquisition or disposal of financial instruments

3. Details of person subject to the notification obligation**Name**

Parvus Asset Management Europe Limited

City of registered office (if applicable)

Country of registered office (if applicable)

GB

4. Details of the shareholder**Full name of shareholder(s) if different from the person(s) subject to the notification obligation, above**

City of registered office (if applicable)

Country of registered office (if applicable)

5. Date on which the threshold was crossed or reached

21-Nov-2024

6. Date on which Issuer notified

27-Nov-2024

7. Total positions of person(s) subject to the notification obligation

	<u>% of voting rights attached to shares (total of 8.A)</u>	<u>% of voting rights through financial instruments (total of 8.B 1 + 8.B 2)</u>	<u>Total of both in % (8.A + 8.B)</u>	<u>Total number of voting rights held in issuer</u>
Resulting situation on the date on which threshold was crossed or reached	2.400011	2.539822	4.939833	8796223
Position of previous notification (if applicable)	1.711000	4.968000	6.679000	

8. Notified details of the resulting situation on the date on which the threshold was crossed or reached

8A. Voting rights attached to shares

<u>Class/Type of shares ISIN code (if possible)</u>	<u>Number of direct voting rights (DTR5.1)</u>	<u>Number of indirect voting rights (DTR5.2.1)</u>	<u>% of direct voting rights (DTR5.1)</u>	<u>% of indirect voting rights (DTR5.2.1)</u>
IE00BWT6H894	4273634		2.400011	
Sub Total 8.A	4273634		2.400011%	

8B1. Financial Instruments according to (DTR5.3.1R.(1) (a))

<u>Type of financial instrument</u>	<u>Expiration date</u>	<u>Exercise/conversion period</u>	<u>Number of voting rights that may be acquired if the instrument is exercised/converted</u>	<u>% of voting rights</u>
Sub Total 8.B1				

8B2. Financial Instruments with similar economic effect according to (DTR5.3.1R.(1) (b))

<u>Type of financial instrument</u>	<u>Expiration date</u>	<u>Exercise/conversion period</u>	<u>Physical or cash settlement</u>	<u>Number of voting rights</u>	<u>% of voting rights</u>
Equity Swap	13/03/2025		Cash	3137304	1.761865
Equity Swap	03/07/2025		Cash	1304438	0.732554
Equity Swap	05/01/2026		Cash	80847	0.045403
Sub Total 8.B2				4522589	2.539822%

9. Information in relation to the person subject to the notification obligation

2. Full chain of controlled undertakings through which the voting rights and/or the financial instruments are effectively held starting with the ultimate controlling natural person or legal entities (please add additional rows as necessary)

<u>Ultimate controlling person</u>	<u>Name of controlled undertaking</u>	<u>% of voting rights if it equals or is higher than the notifiable threshold</u>	<u>% of voting rights through financial instruments if it equals or is higher than the notifiable threshold</u>	<u>Total of both if it equals or is higher than the notifiable threshold</u>
Edoardo Mercadante		2.400011	2.539821	4.939833%
Edoardo Mercadante	Parvus Asset Management (Cayman) Limited	2.400011	2.539821	4.939833%
Edoardo Mercadante	Parvus Asset Management Limited	2.400011	2.539821	4.939833%
Edoardo Mercadante	Parvus Asset Management Europe Limited	2.400011	2.539821	4.939833%

10. In case of proxy voting

Name of the proxy holder

The number and % of voting rights held

The date until which the voting rights will be held

11. Additional Information

Parvus Asset Management Europe Limited has been appointed as Investment Manager to a number of funds and managed accounts. Under the terms of the various investment management agreements, Parvus Asset Management Europe Limited holds the power to vote any physical shareholdings held by these clients.

12. Date of Completion

27-Nov-2024

13. Place Of Completion

London, United Kingdom