

**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): September 28, 2026

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)

One Madison Avenue
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 September 28, 2026, Flutter Entertainment plc (the “Company”) issued a press release regarding the provisional executive measure by the Brazilian Government banning online betting and gaming in Brazil and the cessation of the Company’s operations in Brazil, which is furnished as Exhibit 99.1 to this Form 8-K and incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release dated September 28, 2026
104	The cover page of this Current Report on Form 8-K, formatted in Inline XBRL

SIGNATURES

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

Flutter Entertainment plc
(Registrant)

Date: September 28, 2026

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



New York, September 28, 2026: Flutter Entertainment plc (NYSE: FLUT) ("Flutter") the world's leading online sports betting and iGaming operator notes the provisional executive order issued by the Brazilian Government banning online betting and gaming in Brazil.

Complying with the provisional executive measures announced on September 25, 2026, Flutter has ceased operating sports betting and iGaming in Brazil. Flutter is extremely disappointed by this development and is reviewing all available options, including the potential to appeal. Flutter continues to engage constructively with the Brazilian authorities on sensible, effective regulation to protect customers from the risks of the unregulated market.

The executive order is expected to require Congressional approval or amendment within 120 days to remain in effect. Should Congress reject this measure, we would expect our online sports betting and iGaming activity to recommence.

If Flutter Brazil is unable to operate for the remainder of the year, it is expected to result in a reduction to 2026 revenue of approximately \$70m and a reduction in adjusted EBITDA of approximately \$20m.

At this stage, Flutter is assessing the associated non-cash accounting implications¹ of the announced measures and will provide additional disclosures in due course.

Forward-Looking Statements

This press release contains "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. These statements reflect our current expectations as to future events based on certain assumptions and include any statement that does not directly relate to any historical or current fact. In some cases, you can identify these forward-looking statements by the use of words such as "outlook", "believe(s)", "expect(s)", "potential", "continue(s)", "may", "will", "should", "could", "would", "seek(s)", "predict(s)", "intend(s)", "trends", "plan(s)", "estimate(s)", "anticipates", "projection", "goal", "target", "aspire", "will likely result", and or the negative version of these words or other comparable words of a future or forward-looking nature. Such forward-looking statements are subject to various risks and uncertainties and there are or will be important factors that could cause actual outcomes or results to differ materially from those indicated in these statements. The ability to predict results or actual effects of our plans and strategies is inherently uncertain. Accordingly, actual results may differ materially from those expressed in, or implied by, the forward-looking statements. In addition, we may incur additional or unexpected costs in connection with the matters discussed in this press release. The ability to predict results or actual effects of our plans and strategies is inherently uncertain. Accordingly, actual results may differ materially from those expressed in, or implied by, the forward-looking statements.

Factors that could cause Flutter's results to differ materially from those described in the forward-looking statements can be found in Part I, "Item 1A. Risk Factors" of Flutter's Annual Report on Form 10-K for the fiscal year ended December 31, 2025 as filed with the Securities and Exchange Commission (the "SEC") and other periodic filings with the SEC, which are accessible on the SEC's website at www.sec.gov. Flutter undertakes no obligation to publicly update or review any forward-looking statement, whether as a result of new information, future developments or otherwise, except as required by law.

¹ At Q2 2026, Flutter Brazil's carrying value primarily included \$539m goodwill, \$127m online customer relationships, \$124m trademarks and \$31m computer software and technology.

About Flutter Entertainment plc

Flutter is the world’s leading online sports betting and iGaming operator, with a market leading position in the US and across the world. Our ambition is to leverage our size and our challenger mindset to change our industry for the better. By Changing the Game, we believe we can deliver long-term growth while promoting a positive, sustainable future for all our stakeholders. We are well-placed to do so through the distinctive, global advantages of the Flutter Edge, which gives our brands access to group-wide benefits, as well as our clear vision for sustainability through our Positive Impact Plan.

Flutter operates a diverse portfolio of leading online sports betting and iGaming brands including FanDuel, Sky Betting & Gaming, Sportsbet, PokerStars, Paddy Power, Sisal, Snai, tombola, Betfair, MaxBet, Adjarabet and Betnacional. We are the industry leader with \$16,383m of revenue globally for fiscal 2025, up 17% YoY, and \$4,326m of revenue globally for the quarter ended June 30, 2026.

Contacts:

Investor Relations:

Paul Tymms, Investor Relations

Ciara O’Mullane, Investor Relations

Sophie Nottage, Investor Relations

Email: investor.relations@flutter.com

Media Relations:

Kate Delahunty, Corporate Communications

Lindsay Dunford, Corporate Communications

Rob Allen, Corporate Communications

Email: corporatecomms@flutter.com

