



Lottomatica Group S.p.A.

Report on remuneration policy and compensation paid

Year 2025

Approved by the Board of Directors of Lottomatica Group S.p.A. on March 3rd, 2025

LOTTOMATICA GROUP S.p.A.

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(fully paid up)

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Letter from the Chair of the Nomination and Remuneration Committee



Dear Shareholders,

I am pleased to present this report, which highlights the significant growth in market capitalization, revenue, and most importantly, long-term value created by Lottomatica.

Despite the uncertainties in the macroeconomic environment, our financial results went beyond expectations, confirming the Group as the leading operator in Italy's gaming industry and the fourth largest in Europe, leading the market in all areas of operation.

The Company has achieved a remarkable milestone with the acquisition of SKS365 (now PWO), a strategic move aimed at both strengthening our market position and revenue generation. The growth stems not only from increased revenues but also from the successful and rapid implementation of synergies resulting from the optimization of systems and processes.

These efforts have positioned Lottomatica for a more efficient and streamlined operation, paving the way for transformative growth in the long term.

This growth, which is detailed within the document, serves as the foundation for the proposals regarding the alignment of the compensation packages for the CEO and the Executives with Strategic Responsibilities ("ESR"), ensuring that these are in line with the value already created and the prospects for future value generation. These proposed adjustments will help further align the interests of the management team with those of the Shareholders.

Lottomatica remains deeply committed to creating positive ESG impacts. The recent "B" rating awarded by CDP underscores our dedication to environmental sustainability, while our commitment to responsible gaming is testified by the extension of the G4 certification to our direct retail network and our first responsible gaming certification within the World Lottery Association (WLA), which qualified us as the first Italian betting operator to achieve this distinction.

Moreover, Lottomatica is dedicated to promoting diversity and inclusivity within the Company. Our commitment in addressing the gender pay gap, for example, is reflected in the integration of gender equality objectives into our management incentive systems.

We have taken on board feedback from proxy advisers and investors to make important strides in increasing transparency and simplicity. This approach not only enhances our governance but also strengthens our commitment to continuous improvement.

In 2024 the Nomination and Remuneration Committee has:

- examined and adopted peer groups that are better aligned with the Company's specific characteristics and focus on sustainability (for comparative salary analysis) for the CEO and the ESR;
- reviewed the compensation components for the CEO, CFO, and other ESR, adjusting the long-term incentive element to further align compensation with performance and long-term value creation.

I would like to take this opportunity to thank my colleagues on the Nomination and Remuneration Committee, the Board of Statutory Auditors, and the Chairman of the Board of Directors for their ongoing support and collaboration.

Nadine Faruque

Chair of the Nomination
and Remuneration Committee

Foreword

This "Report on Remuneration Policy and Remuneration Paid" hereinafter also referred to as the "Remuneration Report" or "Report", approved by the Board of Directors of Lottomatica Group S.p.A. (hereinafter referred to as the "Company or Group") on 3 March 2025, upon the proposal of the Nomination and Remuneration Committee, has been defined in compliance with, and in application of, the applicable legal and regulatory requirements¹.

The Report illustrates, in a clear and comprehensible manner:

- in Section One, subject to the binding vote of the Shareholders, the remuneration policy adopted for the financial year 2025 by Lottomatica Group for the remuneration of the Company's Directors, Group's Executives with Strategic Responsibilities (hereinafter also "ESR") and the members of the Company's Board of Statutory Auditors, specifying the general purposes pursued, the bodies/individuals involved, the way in which it contributes to the Company's strategy and the procedures used for the adoption and implementation of the policy;
- in Section Two, subject to the advisory vote of the Shareholders, the remuneration paid in financial year 2024 to the Directors and Statutory Auditors by name, and to the Executives with Strategic Responsibilities of Lottomatica Group in aggregate form.

The policy illustrated in this Remuneration Report is also adopted by the Company in compliance with the provisions of Consob Regulation No. 17221/2010 on related party transactions and the procedure on related party transactions adopted by the Company on 5 May 2023.

This policy is inspired by the principles and recommendations contained in Article 5 of the Corporate Governance Code for Listed Companies approved by the Corporate Governance Committee in January 2020 and effective as of 1 January 2021, to which the Company adhered on 27 February 2023.

The two sections of the Report are preceded by a summary of the main information ("Executive Summary"), with the aim of providing the market and investors with an immediately readable picture of the key elements of the remuneration policy for the Directors and Statutory Auditors of Lottomatica Group, as well as the Group's Executives with Strategic Responsibilities for the financial year 2025.

The text of this Report shall be made available to the public at the Company's registered office and on the Company's website no later than the twenty-first day prior to the date of the Shareholders' Meeting convened to approve the Financial Statements for the year 2024, and called to express a binding resolution on Section One and an advisory vote on Section Two of the Remuneration Report, in accordance with the provisions of the applicable regulations².



¹ Art.123-ter of Legislative Decree No. 58/98 ss.mm.ii. ("TUF"), Art.84-quater of the Consob Issuers' Regulations adopted by resolution no. 11971/99 and ss.mm.ii. ("Consob Issuers' Regulations") and Annex 3A - Schedules 7-bis and 7-ter Consob Regulations, as amended by Consob by resolution No. 21623 of 11 December 2020 in order to transpose Directive (EU) 2017/828 on the encouragement of long-term shareholder engagement ("SRD II").

² Article 123-ter, paragraph 3-ter and paragraph 6 respectively, TUF.

Executive Summary

The main elements of the Group's Remuneration Policy for 2025 are shown in the table below:

Overview

Element	Purpose	Main Features	Values
 <p>Fixed remuneration</p>	Remunerate the role to ensure an appropriate and competitive basic salary	<p>It is defined in line with the complexity and responsibilities of the role</p> <p>It takes into account market benchmarks amongst Italian and gaming peers and ensures an adequate level of competitiveness</p> <p>It takes into account individual performance monitored over a multi-year period</p>	<p>Chairman: € 300,000</p> <p>CEO: € 1,180,000</p> <p>ESR³: fixed remuneration is defined according to the role, its skills and complexity (as measured by organisational weighting carried out through Mercer), and its inherent responsibilities</p>
 <p>Short-term variable remuneration (STI 2025)</p>	Rewards annual performance, based on objective and measurable indicators	<p>The Short-Term Incentive (STI) is linked to pre-determined annual performance targets and is structured as follows:</p> <p>Gate Value: The STI is activated only if Group EBITDA meets or exceeds the Gate Value. If EBITDA falls below this threshold, no STI is paid</p> <p>Key performance indicators:</p> <ul style="list-style-type: none"> • Group EBITDA • Group Net Financial Debt • Synergies (from integration of PWO) • ESG KPIs (three specific KPIs) • ESR-specific objectives <p>Thresholds and caps:</p> <p>Each KPI has a minimum threshold, below which no corresponding portion of the STI is accrued.</p> <p>The overall STI performance cap is set at 200% of the fixed remuneration for the CEO, while for the ESR it depends on the role and on average the cap is 108% of the fixed remuneration</p> <p>KPI weightings:</p> <p>CEO: Group EBITDA (50%), Group Net Financial Debt (20%), Synergies (15%), three specific and measurable ESG KPIs (15%)</p> <p>ESR: Group EBITDA, Group Net Financial Debt, Synergies, ESG KPIs, and ESR-specific objectives with weightings linked to the role</p> <p>The STI is paid in cash and is subject to malus and clawback provisions</p>	<p>CEO:</p> <ul style="list-style-type: none"> • Target: 100% of the fixed remuneration • Maximum: 200% of the fixed remuneration <p>ESR:</p> <ul style="list-style-type: none"> • Target: 63% of the fixed remuneration (average) • Maximum: 108% of the fixed remuneration (average)

³CFO, Managing Director Digital and Betting, Chief of External Relations & Communication



Long-term variable remuneration
(LTI Plan 2025-27)

Remunerate long-term performance on the basis of three-year targets

Fosters the convergence of interests towards the creation of sustainable value in the medium to long-term by strengthening the retention and motivation of key executives

Stock Option Plan divided into 3 cycles (rolling plan):

- Cycle I: 2023-2025 (already allocated in 2023)
- Cycle II: 2024-2026 (already allocated in 2024)
- **Cycle III: 2025-2027 (object of this policy)**

Vesting: three-year (Cycle III: 2025-2027)

Strike Price: € 16.03

CEO:

- Target: 97% of the fixed remuneration
- Maximum: 242% of the fixed remuneration

ESR:

- Target: 73% of the fixed remuneration (average)
- Maximum: 183% of the fixed remuneration (average)

Performance conditions are set annually by the Board of Directors for each plan cycle

Below are the conditions for Cycle III:

- Cumulated Operating Cash Flow vs. Business Plan approved in 2024 for the period 2025-2027 (50%)
- TSR vs Peers over the period (25%)
- TSR vs FTSE MIB over the period (25%)
- ESG Bonus/Malus (10% increase/decrease in options, depending on ESG ranking in gaming sub-industry)

Gate values for each KPI: 90% of the Cumulated Operating Cash Flow, top four among the TSR Peers, 90% of the FTSE MIB TSR

Kick factor: the total number of options awarded in cycle III are increased by 40% in the event that the share price exceeds €20 for more than 20 consecutive trading days during the vesting period⁴

For details of the vesting curves according to the performance parameters outlined above, refer to Section 6.1.3

Lock-up requirements:

40% of the shares resulting from the exercise of options will be subject to holding restrictions:

- 20% locked for 1 year
- 20% locked for 2 years

Plan subject to malus and claw-back conditions



Non-competition agreements

Protects the interests of the Company following the exit of key resources

Key non-competition terms (e.g. restrictions and duration) are specific to each individual

CEO/ESR: duration of 12 months, paid 12 months of the annual fixed remuneration

⁴ In any case, the maximum number of stock options awarded to all beneficiaries of the plan, for the total of the three cycles, including the kick factor, cannot exceed 5% of the Company's share capital, as approved by the AGM held on 15 March 2023.



Pre-defines the cost and modalities of terminations, allowing the Group to make organised transitions with known cost

Specific individual agreements covering the events of termination of office or termination of employment

CEO/ESR: 24 months of total remuneration including fixed and short-term variable remuneration (STI), but excluding LTI and other corporate benefits

Treatment in the event of termination of office or termination of employment



Benefits

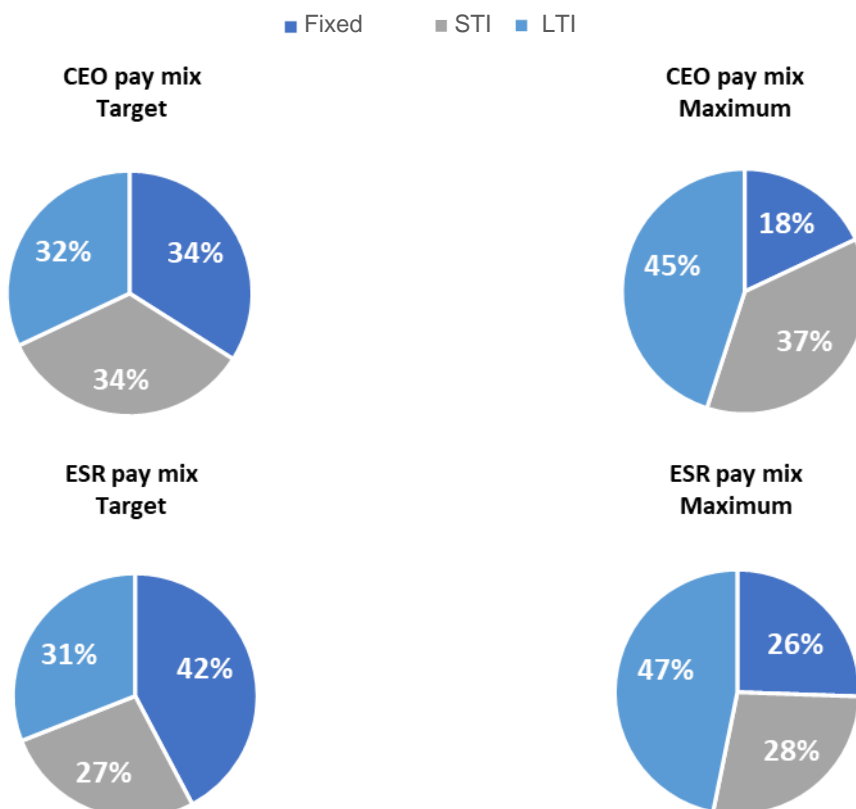
Integrate other remuneration elements in a total reward perspective and sustainable welfare

Primarily include social security benefits, healthcare insurance cover and company car

Similar benefits for the CEO and the ESR and all other executives in the Company

Pay Mix for the CEO and the ESR

The remuneration package of the CEO and the ESR places emphasis on the variable component, with a clear link between strategy, value creation, and performance. A significant proportion of the package is tied to the achievement of predefined results (pay for performance), ensuring alignment with the Company’s long-term goals.



Section 1

1 Objectives / guiding principles

The remuneration policy adopted by Lottomatica Group is designed to attract and retain individuals with the skills necessary to support and enable the corporate strategy, while also motivating management to achieve performance that is sustainable over time. This is achieved through a clear and measurable link between variable compensation and both individual and Group performance. The policy ensures that incentive systems are aligned with the Company's long-term growth strategy, considering the interests of all Shareholders.

Lottomatica has transitioned from a phase of economic growth to a transformational growth model, building upon a solid foundation that enables a more structured and strategic expansion. The remuneration policy reflects this shift by aligning incentives with the Company's strategic priorities, performance-driven culture, and long-term value creation goals.

Rewarding success and value creation: Management remuneration is primarily performance-based and is designed to reflect Lottomatica's growth story. A significant portion of incentives is delivered in shares, ensuring alignment with investor expectations. The long-term incentive systems are structured over multiple years, consistent with the Group's risk profile, to drive sustainable value creation for both Shareholders and Stakeholders.

Competitiveness: Remuneration levels are structured to attract and retain key talent, ensuring alignment with market practices for comparable roles and sustained performance over time.

Equity and Inclusion: Lottomatica's remuneration policy is structured to be fair and inclusive, free from biases related to gender, age, ethnicity, or cultural background. The Company values diversity and inclusion, as reflected in the Diversity & Inclusion Policy, which reinforces the commitment to an inclusive and equitable work environment.

Transparency, clarity, and simplicity: The Group follows a clear and robust governance framework, ensuring full transparency in remuneration disclosure for all Stakeholders.

Key Provisions of the Remuneration Policy: For Directors and Executives with Strategic Responsibilities (ESR), the 2025 policy maintains a structured balance between fixed and variable remuneration components, aligned with best practices and market standards. Key provisions include:

- Performance-driven variable compensation:
 - Short-term and long-term incentives are directly tied to strategic priorities, financial sustainability, and shareholder value creation;
 - Performance objectives are pre-determined, measurable, clear, and challenging, ensuring that they are attainable and directly influenceable by the individual.
- Defined caps on variable remuneration:
 - STI: The CEO's maximum short-term incentive payout is 200% of the fixed remuneration, while for the ESR it depends on the role and amounts on average to 108% of the fixed remuneration;
 - LTI: The maximum number of options granted per participant is capped at 242% of fixed remuneration for the CEO and 183% on average for the ESR.

An adequate deferral between the performance period observed and the actual disbursement, at least of part of the incentive, as well as the application of incentive and investment systems based on financial instruments. This is in order to adopt mechanisms that allow, also with a view to retention, to link short-term results to the creation of longer-term value, providing that part of the same has an overall period of vesting of the rights and allocation/retention of the financial instruments equal to at least five years, in line with the provisions of the Corporate Governance Code and the most recent recommendations of the relevant Committee.

Malus and Clawback provisions allow the Company to reclaim, in whole or in part, any variable remuneration component, including both the Short-Term Incentive (STI) and the Long-Term Incentive (LTI) granted in the form of financial instruments, or to withhold deferred amounts or shares, in the event of one or more of the following circumstances:

- i) the economic and financial data or information used to assess performance objectives are found to be manifestly erroneous or falsified; and/or
- ii) the beneficiary has engaged in wilful misconduct or gross negligence that was a determining factor in the payment of the bonus and/or the allocation of financial instruments.

1.1 Target recipients

The remuneration policy applies to the members of the Board of Directors, the Statutory Auditors and the ESR of Lottomatica Group. The Company has identified 3 Executives with Strategic Responsibilities (ESR) in the positions of:

- Managing Director Digital and Betting: Alessandro Fiumara;
- Chief Financial Officer: Laurence Lewis Van Lancker;
- Chief of External Relations & Communication: Gennaro Schettino.

1.2 Link with the strategy

The Remuneration Policy, through the short-term and long-term incentive systems, supports the realisation of the Company's strategy, through the definition of objectives capable of promoting the creation of sustainable value for Shareholders and other Stakeholders in a medium to long-term perspective.

For organic growth: increase EBITDA, also through the defence and/or increase of market shares of businesses by leveraging the Group's key assets and capabilities, including its omnichannel network, its brand portfolio and brand positioning, the quality of its franchise network, its product offering and state-of-the-art and efficient technology platforms.

For inorganic growth: successfully complete the integration of the acquired company PWO (formerly SKS) and pursue further horizontal and vertical consolidation in all segments (through M&A/bolt-ons).

1.3 External experts and market references

As part of its advisory and proposal-making activity, the Committee made use of external experts in order to obtain a variety of market analysis on various matters of interest. In particular, the independent external advisor (Cutillo&Partners) provided information on market trends, practices and remuneration levels in order to monitor the appropriateness of the CEO and ESR remuneration.

In line with Recommendation No. 25 of the Corporate Governance Code, the market benchmark analysis plays an important role in the process of drawing up the remuneration policy: market competitiveness of remuneration is assessed with the support of a methodology for evaluating positions that allows for consistent comparisons and ensures competitive alignment with the external market. For top positions, the reference market used to assess remuneration positioning is carried out with reference to roles with the same level of responsibility and managerial complexity with respect to national and international markets in the industry.

2 Governance model









2.1 Governance of Lottomatica Group

Responsibility, integrity and transparency are the principles on which is based the corporate governance model adopted by Lottomatica Group.

The Group's governance aims to create sustainable value for all Stakeholders, ensuring corporate integrity and maximum transparency in decision-making.

2.2 Board of Directors

The Board of Directors of Lottomatica Group is composed of members who meet the requirements provided for by law and remain in office for a maximum of 3 financial years. The Group's Board of Directors, in office since 3 May 2023, is shown in the table below.

CHAIR	 Andrea Moneta
CEO	 Guglielmo Angelozzi
DIRECTORS	 John Paul Maurice Bowtell
	 Nadine Farida Faruque
	 Catherine Renee Anne Guillouard
	 Augusta Iannini
	 Marzia Mastrogiacomo
	 Gaia Mazzalveri
	 Michele Rabà
	 Michael Ian Saffer
	 Yulia Shakhova

Lottomatica Group has implemented specific regulations and policies on stakeholder engagement, diversity, independence, and organisational impact.

As of 31 December 2024, Lottomatica Group's Board of Directors has an average age of 52, with the majority of members being women, and comprises eleven members of which one executive and ten non-executives: Andrea Moneta (Chair), Guglielmo Angelozzi (CEO), John Paul Maurice Bowtell, Nadine Farida Faruque, Catherine Guillouard, Augusta Iannini, Marzia Mastrogiacomo, Gaia Mazzalveri, Michele Rabà, Michael Ian Saffer, Yulia Shakhova.

The remuneration of Board of Directors is determined by the Shareholders' Meeting.

The following internal committees of the Board of Directors were also established: ESG Committee, Risk and Control Committee, Related Party Transactions Committee and Nomination and Remuneration Committee.




The Board of Directors as an example:

- defines the structure and remuneration of any kind for Directors holding special offices, pursuant to Article 2389, paragraph 3, of the Italian Civil Code, and the remuneration for participation in Board Committees, upon the proposal of the Nomination and Remuneration Committee and having also consulted the Board of Statutory Auditors;
- draws up, with the assistance of the Nomination and Remuneration Committee, the policy for the remuneration of the Company's directors, general managers and Executives with Strategic Responsibilities;
- prepares the remuneration plans based on shares or other financial instruments for directors, employees and collaborators, including Executives with Strategic Responsibilities, submits them to the Shareholders' Meeting for approval pursuant to Article 114-bis of the TUF, and oversees their implementation;
- on an exceptional and non-recurring basis, subject to the opinion of the Nomination and Remuneration Committee, after hearing the opinion of the Control, Risk and Sustainability Committee, may provide for specific temporary exceptions to the remuneration policy described in Section One of the Report, without prejudice to the application of the rules set forth in the Procedure for Related Party Transactions;
- prepares the Report on Remuneration Policy and Remuneration Paid Pursuant to Article 123-ter of the Consolidated Law on Finance, at the proposal of the Nomination and Remuneration Committee;
- approves the Remuneration Report, pursuant to Articles 123-ter of the TUF and 84-quater of the Issuers' Regulation;
- assesses, with the support of the Nomination and Remuneration Committee, the content of the vote on the Remuneration Report expressed by the Shareholders' Meeting and the Committee's proposals on the adequacy, overall consistency and application of the Remuneration Policy for Directors and Executives with Strategic Responsibilities adopted.

2.3 Board of Statutory Auditors

The Board of Statutory Auditors of Lottomatica Group, in office since 3 May 2023, consists of five members, including three statutory auditors and two deputy auditors.

The current composition of the Board of Statutory Auditors is as follows:

CHAIR	 Andrea Lionzo
EFFECTIVE AUDITORS	 Giancarlo Russo Corvace
	 Veronica Tibiletti
DEPUTY AUDITORS	Angela Frisullo
	Alberto Incollingo

Both the Board of Directors and the Board of Statutory Auditors have specific policies on diversity, in order to benefit from a plurality of qualified points of view and to have an open approach to contamination and novelty.

2.4 Nomination and Remuneration Committee

The Nomination and Remuneration Committee, composed of three non-executive and mostly independent members, plays a key role in supporting the Board of Directors in overseeing the Remuneration Policy and designing the short- and long-term incentive plans.

In fact, the Nominations and Remuneration Committee is vested with advisory and proposing functions towards the Board of Directors, with reference to determining the remuneration of the Group's Executive Directors and Directors with Special Responsibilities and Executives with Strategic Responsibilities (ESR), the appointment/replacement of independent Directors, as well as the size and qualitative-quantitative composition of the Board itself.

2.4.1 Main tasks of the Nomination and Remuneration Committee

The main tasks of investigative, proposing and advisory nature assigned to the Nomination and Remuneration Committee are:

- Assist the Board of Directors in defining the optimal composition of the Board and its committees and in the self-assessment activities of the Board and its committees;
- Assist the Board of Directors in identifying candidates for the office of director in cases of co-option in accordance with the Company's Articles of Association;
- Assist the Board of Directors in the event of a list being submitted by the outgoing Board;
- Support the administrative body in preparing, updating and implementing the succession plan for the Chief Executive Officer and other executive directors, as well as in assessing the adequacy of the procedures for the succession of executives with strategic responsibilities;
- Assist the Board of Directors in proposing and overseeing the remuneration policy for directors and executives with strategic responsibilities, ensuring alignment with corporate governance principles and long-term business objectives;
- Periodically assess the adequacy, overall consistency and practical application of the policy for the remuneration of directors and executives with strategic responsibilities;
- Submit proposals or express opinions to the Board of Directors on the remuneration of executive directors and other directors holding special offices as well as on the setting of performance targets related to the variable component of such remuneration, the actual achievement of performance targets and monitoring the implementation of the decisions adopted by the Board;
- Express an opinion on particular and specific matters for which the Board of Directors has requested its examination.

These responsibilities are based on the provisions of the Corporate Governance Code promoted by the Committee for the Corporate Governance of Listed Companies established at Borsa Italiana S.p.A. (the 'Corporate Governance Code') to which the Company adhered by resolution of the Board of Directors on 27 February 2023.

In 2024 the Nomination and Remuneration Committee of Lottomatica worked with the objective of ensuring a transparent, equitable, and fully aligned remuneration policy with the Company's strategic goals and the interests of its Shareholders. Throughout the year, the Committee convened five times to address significant strategic and operational matters, ensuring strict compliance with the provisions of the Corporate Governance Code. In accordance with Recommendation 26 of the Code, no director participated in meetings where proposals concerning their own remuneration were discussed.

The Committee's activities, supported by the Group's Human Resources & Organization Department are focused on the following key areas:

- The analysis of the 2023 Short Term Incentive (STI) results and the definition of Key Performance Indicators (KPIs) for 2024, including corporate, ESG, and individual indicators to ensure alignment with the Group's strategic objectives;
- The update of the STI policy, responding to proxy advisors' and Shareholders' requests for greater clarity and transparency, aims to ensure a clearer structure and enhanced accountability;
- The oversight of succession planning for key roles and key positions within the Group, with the implementation of targeted training and development programs for emerging talents;
- The review of market benchmarks and the proposal of remuneration adjustments to ensure the attraction, retention, and competitiveness of talent within the industry;

- The revision of the Stock Option Plan, with a particular focus on performance criteria and the mitigation of "double dipping" risks arising from the use of EBITDA both in the STI and the Stock Option Plan;
- The monitoring of the launch and implementation of training programs on Gender Bias and Female Leadership, aimed at promoting an inclusive corporate culture that values diversity and respect.

2.4.2 Composition

The Committee consists of three non-executive directors, the majority of whom are independent: Nadine Faruque as Chair, Marzia Mastrogiacomo and Michele Rabà. Each member brings specific expertise relevant to the Committee's responsibilities, including corporate governance, executive compensation, financial management, and regulatory compliance, ensuring a well-rounded and informed approach to remuneration policies and oversight.

2.5 Shareholders' Meeting

The Shareholders' Meeting is entrusted with the following competences with regards to remuneration:

- Determines pursuant to Article 2389 of the Civil Code and Article 22 of the statute, the total annual remuneration for the members of the administrative body;
- Resolves with a binding vote on Section One and, with an advisory vote, on Section Two of this Report, prepared by the Board of Directors and submitted to the Meeting during the approval of the annual Financial Statements;
- Deliberates over any remuneration plans based on shares or other financial instruments for Directors, General Managers, employees, collaborators or other Executives with Strategic Responsibilities, pursuant to Article 114-bis of the TUF.

2.6 Relationship with Shareholders

Lottomatica values the dialogue with its Shareholders and institutional investors on remuneration issues, being aware of the importance of involving them in the drafting and implementation of the Remuneration Policy for Directors and Executives with Strategic Responsibilities and in order to ensure adequate disclosure, acquire opinions and proposals, and in general maintain an adequate channel of communication on remuneration issues, also outside the Shareholders' Meeting.

Lottomatica's actions towards its Shareholders, investors and key Stakeholders are based on a structured and consistent communication process pursued continuously during the year. This process involves Human Resources and Investor Relations, along with support from independent consultants.

To this end, Lottomatica has continued to engage with Shareholders, holding a series of meetings with the main institutional investors and proxy advisors in the period between December 2024 and March 2025. This was done to expand on the views expressed by these parties on key aspects of the Report on the Remuneration Policy and Remuneration Paid submitted to the Annual General Meeting of 2024.

As a result of this engagement, alignments have been made to the 2025 Remuneration Policy, directly reflecting feedback received from Shareholders and Proxy Advisors. This approach underscores Lottomatica's commitment to ensuring that the remuneration framework remains aligned with market expectations, corporate strategy, and best governance practices.

The Committee also ensures that the Board of Directors is kept adequately informed of developments in the dialogue on remuneration issues, including in the context of the periodic reports on relevant issues addressed during its meetings, with the support of the Investor Relations function.

More detailed information on the 'Policy for Managing Dialogue with the Shareholders and the Financial Community' is available on the corporate website. <http://www.lottomaticagroup.com/>

2.7 Approval of the Remuneration Policy

The Nomination and Remuneration Committee defined the structure and content of the Remuneration Policy for the purpose of preparing this Report in line with the recommendations of the Corporate Governance Code and taking into account the helpful feedback provided by its key Stakeholders during the engagement meetings and the remuneration benchmark analyses prepared by independent specialist consulting firms.

The Group's Remuneration Policy for 2025 was approved by the Board of Directors, on the proposal of the Nomination and Remuneration Committee, at its meeting of 3 March 2025, at the same time as the approval of this Report.

The implementation of the Policy, approved at the Shareholders' Meeting, is carried out by the bodies delegated to do so, with the support of the competent corporate functions.

The Remuneration Policy outlined in this section is valid for one year.

3 Changes in remuneration policy in 2025 compared to the previous year

The Remuneration Policy has undergone a number of changes in 2025, compared to the one in 2024, to take into account the feedback from Stakeholders and proxy advisors on the 2024 policy and the remuneration benchmark analyses prepared by external consulting firms. In particular:

- Panel composition: the composition of the Peers reference panel for the remuneration of the CEO and the ESR has been revisited to include a sufficiently broad set of comparable companies that allows for a meaningful benchmark in terms of performance, compensation, and other relevant metrics. The selected peer group counts in total 12 companies in two sub-sets: i) Gaming peers (Flutter, Entain, IGT, Playtech and Evoke), and Italian peers (Nexi, Amplifon, Recordati, Pirelli, Brembo, De Longhi and MFE (Mediaset)). Gaming peers have been selected on the basis of the companies' presence in Lottomatica's gaming verticals of Sports and Gaming (both Online and Retail), relevance of Italy as one of the key markets, focus on regulated markets, and level of activity in M&A. Italian peers have been selected on the basis of the companies' sector characteristics (e.g.

Business-to-Consumer, and/or Online, where innovation and technology are key growth drivers), leadership position in Italy, similar size, strong financial performance and shareholding structure, amongst other. This change results in a panel that is broader (thus more representative) and more comparable to the Group's specific characteristics and therefore ensures a better comparison of performance and related remuneration levels.

- Short-term incentive plan (STI): the 2024 STI included both a Base MBO and an "Extra Performance MBO", designed to incentivize stretch performance. However, the functioning of this dual structure may have led to some complexity in its interpretation. To enhance clarity and alignment with the Remuneration Policy framework, the 2025 STI has been revised to adopt a single, streamlined incentive structure. This new approach simplifies the system while ensuring better comparability with peers. Importantly, the payout curve remains consistent with the 2024 system and as a result there is no change in payout opportunities.
- Long-term incentive plan (LTI): firstly, the three-year cumulated EBITDA, one of the financial performance indicators in the LTI for 2024, has been replaced with Operating Cash Flow in the LTI for 2025. This change addresses the potential issue of "double dipping" due to the presence of EBITDA as a performance indicator in the STI and further focuses management on the cash flow generation of the Group. Secondly, the number of stock options was not available at the time of the shareholder vote on the remuneration policy in 2024, as the grant was scheduled for June 2024, consistent with the previous year. To ensure greater clarity and certainty on the LTI award, the number of stock options awarded will now be determined in advance. Also, full disclosure on the last cycle of the stock option plan (2025-2027) has been provided, and the number of beneficiaries of the LTI has been increased compared to the previous year to reward and incentivise and retain employees in key positions. Lastly, in 2025 the LTI contemplates a kick factor, which rewards stretched performance related to the Group's share price, with the aim of remunerating exceptional performance and strengthening Shareholders and management alignment.
- Termination: the remuneration policy for 2025 contemplates that in case of early termination as good leavers, the CEO and the ESR are awarded an amount equal to 24 months of total remuneration equal to sum of the fixed remuneration and the short-term variable remuneration (STI) but excluding LTI and corporate benefits. This is the result of a change in the agreements with the CEO and certain ESR, who in 2024 had severance indemnities exceeding 24 months of pay. Also, the non-compete agreement for the CEO has been amended to introduce a cap equal to 12 months of the fixed remuneration.
- Derogation powers of the Board of Directors: the derogation powers related to the remuneration policy clearly define the specific circumstances under which exceptions may apply. Additionally, the Group retains the flexibility to grant entry bonuses (capped at 12 months' fixed remuneration) to attract top talent for strategic roles.
- Disclosure in the second section: the second section of the remuneration report has enhanced disclosure on the achievement of performance objectives, including STI and ESG KPIs, to better align disclosure to market practice.

4 Remuneration of the Board of Directors

Article 22 of the Company Statute provides that the Shareholders' Meeting shall determine the remuneration of directors pursuant to Article 2389, first paragraph, of the Italian Civil Code and that the latter may also determine an overall amount for the remuneration of directors, including those holding special offices pursuant to the last paragraph of the aforementioned article.

4.1 Chairman

The 2025 Remuneration Policy for the Chair is set at €300,000 in consideration of the profile of the designated person and the evidence of the remuneration benchmarks.

There are no specific end-of-term benefits or allowances for the Chair in the event of resignation and/or early termination of office.

4.2 Non-Executive Directors

The 2025 Remuneration Policy for Non-Executive Directors provides for the following annual fees - in addition to the base fee resolved by the Shareholders' Meeting of 15 March 2023 equal to €70,000 each, for the duration of the mandate - for participation to the Board Committees, taking into account the evidence of the remuneration benchmarks as well as the skills, professionalism and commitment required to perform the tasks:

- For the Control and Risk Committee a fee of €37,500 for the Chair and €15,000 for the other members;
- For the Nomination and Remuneration Committee a fee of €22,500 for the Chair and €10,000 for the other members;
- For the ESG Committee a fee of €32,500 for the Chair and €10,000 for the other members;
- For the Related Parties Committee a fee of €22,500 for the Chair and €10,000 for the other members.

For non-executive directors, there are no specific termination benefits or indemnities in the event of resignation and/or early termination of office.

COMPENSATIONS	CHAIR	MEMBER
Control and Risk Committee	€ 37,500	€ 15,000
Nomination and Remuneration Committee	€ 22,500	€ 10,000
ESG Committee	€ 32,500	€ 10,000
Related Parties Committee	€ 22,500	€ 10,000

5 Remuneration of the Board of Statutory Auditors

Pursuant to Article 2402 of the Italian Civil Code, the remuneration of the Board of Statutory Auditors is determined by the Shareholders' Meeting at the time of their appointment and for their entire term of office.

The Board of Statutory Auditors in office as of 3rd May 2023, was appointed by the Shareholders' Meeting of 15 March 2023 for a period of three financial years, i.e. by the date of the Shareholders' Meeting that approves the Financial Statements of 2025. On that date, the Shareholders' Meeting set the gross annual remuneration for the Chair of the Board of Statutory Auditors at €70,000 and the gross annual remuneration for each of the Statutory Auditors at €60,000.

ROLE	COMPENSATIONS
Chair	€ 70,000
Acting auditor	€ 60,000

In particular, these fees were defined in line with the competence, professionalism, and commitment required by the role held, as well as the applicable market references, taking into account the Company's size and sectoral characteristics.

For all members of the Board of Statutory Auditors, remuneration is therefore exclusively composed of a fixed part and is in no way linked to the economic results achieved by the Company.

6 Remuneration of the CEO and the ESR

The fixed remuneration levels of the CEO, as Executive Director and Director holding special offices, and of the other ESR are defined taking into consideration the complexity, actual responsibilities and experience required for the role, the remuneration benchmarks of the relevant peer group, as well as the strong performance of the Group both in absolute terms and relative to its peer group. The fixed component of the remuneration package needs to be appropriately sized compared to the variable component, considering the characteristics of the industry in which the Group operates and its listed nature. However, the variable component is expected to represent a significant part of the total remuneration.

Annually, an assessment and potential update of the remuneration policies of the CEO and the ESR is carried out based on individual performance, Group results and strategic plans to verify their alignment with the reference remuneration markets. The assessments made are then approved by the Board of Directors, subject to the opinion of the Nomination and Remuneration Committee.

The variable component within the remuneration packages offered by Lottomatica consists of:

- Short-term incentive plan (STI), payable in cash subject to the achievement of yearly objectives;
- Long-term incentive plan (LTI), currently represented by a stock option plan, the vesting of which is subject to the achievement of medium to long-term objectives.

In addition to the components above, the remuneration package includes benefits and severance agreements.

6.1 CEO Remuneration

Lottomatica does not want to have an average performance but wants to excel in creating value for its Shareholders. Accordingly, the remuneration policy does not simply want to be aligned with the market median but rather be one of the levers through which to retain and motivate one of the best management teams in the market, capable of guaranteeing the expected extra performance.

The CEO's remuneration package is designed consistently with this philosophy, placing great emphasis on the concept of pay for performance.

In fact, the CEO's remuneration policy is designed to reward both absolute and relative growth, as well as the Company's market positioning and long-term value creation objectives. The policy is structured in accordance with the CEO's specific mandates, market best practices, and remuneration benchmarks, with a remuneration package that includes:

- Remuneration as Director and CEO of Lottomatica Group;
- Remuneration as General Manager of Lottomatica Group;
- Short-term incentive plan (STI) 2025;
- Long-term incentive plan (LTI);
- Corporate benefits.

Alignment with Company Performance and Strategy

The CEO's remuneration package, consistent with the broader principles of the Remuneration Policy, is structured to:

- Ensure fair and competitive compensation in line with the CEO's role and performance;
- Support Lottomatica's positioning as a listed company by progressively aligning remuneration policies with market best practices in the gaming sector, particularly in the balance between fixed and variable components;
- Strengthen the link between short-term and long-term performance, focusing on sustainable value creation and ESG priorities;
- Self-finance variable incentive plans, ensuring that performance targets incorporate the cost of the incentives themselves;
- Foster long-term retention and alignment with Shareholders, with equity components subject to a minimum five-year vesting and retention period.

In order to continue on the path of growth in turnover and margins, the Board of Directors of Lottomatica has decided to evolve the CEO's compensation package by further strengthening the variable component linked to long-term value creation results.

The Board of Directors on 3 March 2025 approved, upon recommendation by the Remuneration Committee and subject to approval of this report at the Shareholders meeting, to increase, compared to 2024, the total compensation opportunity of the CEO by 15% at target and by 22% at maximum, all through the long-term component (LTI) in order to maximize alignment with shareholder value creation.

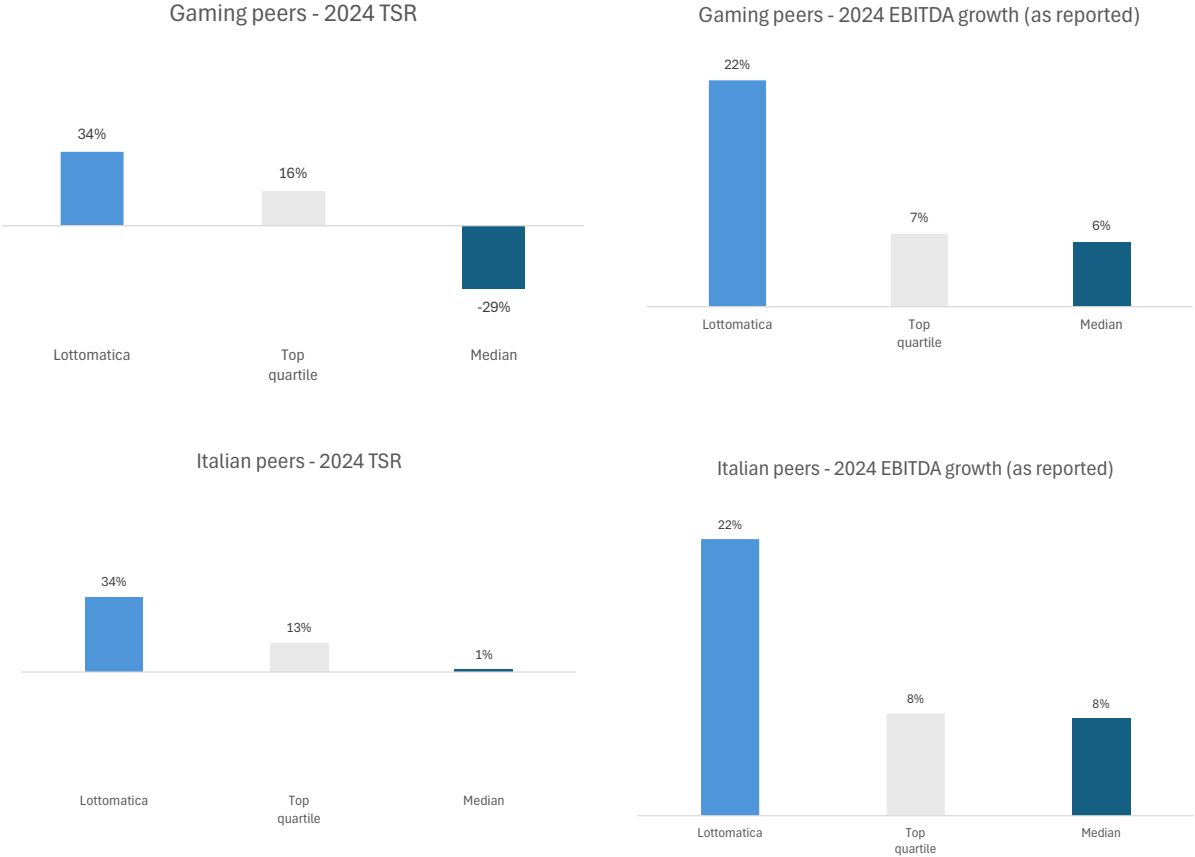
This decision is directly linked to Lottomatica's exceptional financial and operational performance achieved and expected for the future, its competitive market position, and a thorough assessment of the broader and more relevant peer group.

As illustrated in the charts below, the remuneration adjustment reflects:

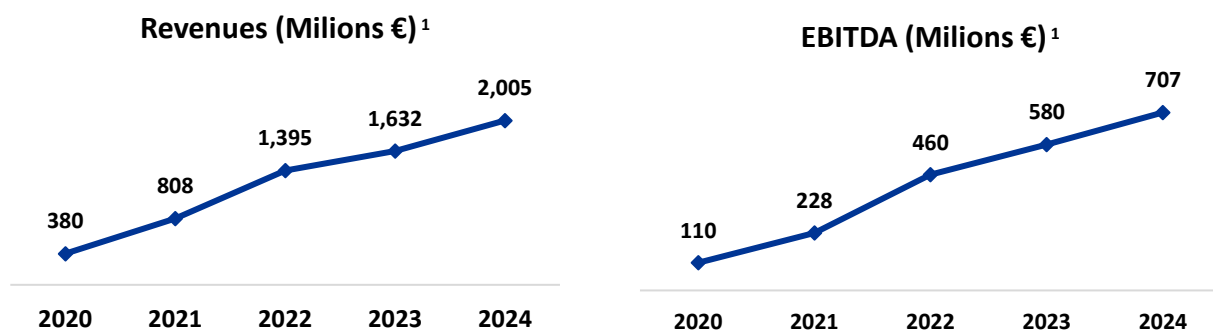
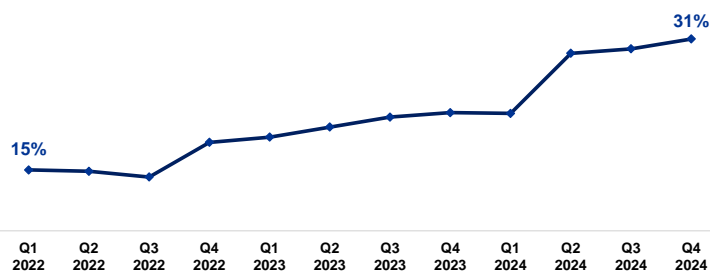
- a detailed peer group analysis, ensuring an accurate comparison with companies of similar scale, financial profile, and industry;
- Lottomatica's record-breaking performance in 2024, both in absolute terms and relative to peers, particularly in EBITDA growth and Total Shareholder Return (TSR) against the MIB index;
- the Group's outstanding progression since 2022, during which:

- revenues increased by 44%;
- EBITDA grew by 54%;
- market share in Online more than doubled, from 15% to 31%, solidifying Lottomatica’s leadership in the Italian gaming sector;
- the significant expansion of the Company’s scale, as demonstrated by:
 - market capitalization growth of 34%;
 - EBITDA increase of 22% in the last twelve months (as of 31/12/2024);
 - growth driven by a combination of organic expansion and successful M&A.

Lottomatica’s performance in 2024 vs peers



Lottomatica's performance 2020-2024

¹Rounded to the millionsGGR market share evolution
Overall Online

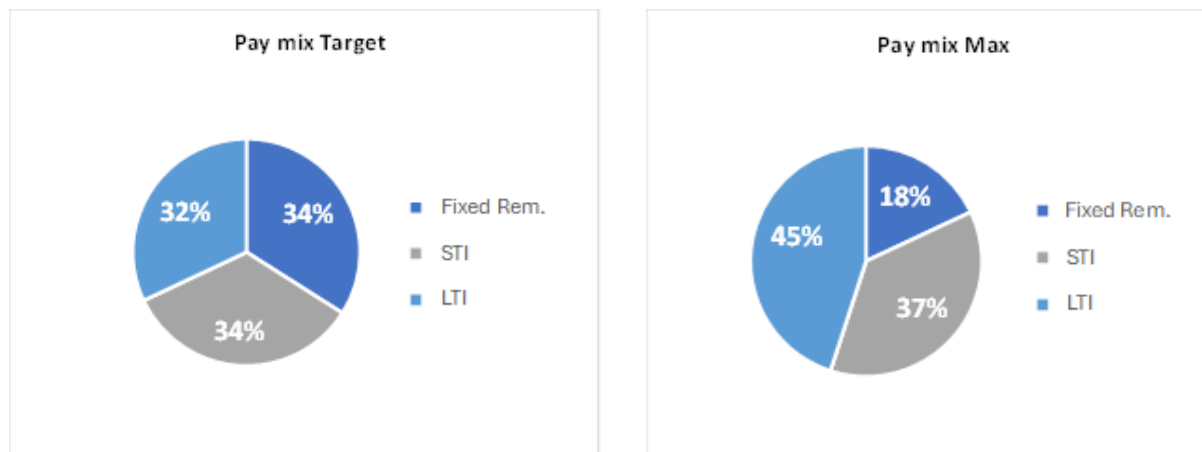
The components and values of the total remuneration of the CEO are shown in the table below.

(.000)	Minimum	Target	Maximum
Fixed remuneration	€ 1,180	€ 1,180	€1,180
STI	€ 0 (*)	€ 1,180	€2,360
LTI	€ 0 (**)	€ 1,144	€ 2,860

*If EBITDA gate is not exceeded, STI value is 0.

** if minimum thresholds are not met, LTI value is 0.

Below is evidence of the CEO pay mix, i.e. the percentage breakdown of the individual remuneration components within the overall package, calculated on an annual basis. The weight of the variable components, both short-term and long-term, is determined by taking as a reference the incentives accrued in the event the target and maximum performance level for each incentive plan are reached.



Based on the analysis conducted in collaboration with an external consulting firm, the CEO's total remuneration was determined to be below the median of the identified peer group. As a result, an adjustment was made to align it with market benchmarks.

Despite the Group's performance exceeding that of its peers also at the top quartile, as evidenced in this section, the CEO's remuneration now broadly reflects the median level within the peer group.

Also, the new pay mix is also more balanced in its long-term component in line, both at target and at maximum, with the peer group.

6.1.1 Fixed Remuneration

The fixed remuneration of the CEO i) is commensurate with the duties and responsibilities assigned, the complexity of the role and related distinctive skills required, ii) remunerates the role adequately and in a balanced manner with regards to the variable component, and iii) is consistent with the remuneration levels of comparable and industry-specific companies.

The fixed remuneration of the CEO consists of an emolument as a Director of Lottomatica Group and an emolument aimed at remunerating the executive powers connected to the role of Chief Executive Officer of Lottomatica Group.

The total fixed remuneration for the CEO resolved by the Board of Directors on 3 March 2025 amounts to €1,180,000.

6.1.2 Short-term variable remuneration

The STI award entitles the CEO to receive an annual cash bonus upon the achievement of objectives defined on an annual basis linked to the achievement of the Group's goals.

As illustrated below, it provides for the assignment of KPIs that are closely linked to corporate priorities, challenging, achievable, measurable, and consistent with the responsibilities of the person to whom they are assigned, and a specific weight for each KPI, as shown in the table below. Also, the right to payment of the STI is subject to the Group achieving an EBITDA equal to or greater than the Gate Value.

The calculation of the overall STI works as follows:

- Total STI payable is equal to the fixed remuneration multiplied by the payout range;
- The payout range is equal to the weighted sum of the level of achievement of each KPI;
- Each KPI has a minimum level below which the individual objective is considered as not achieved (therefore 0%) and a maximum level above which excess performance is not remunerated.

Access gate for the activation of the plan: Group EBITDA \geq Gate Value		On/Off
KPIs	Weight	Payout range (% of fixed remuneration)
Group EBITDA	50%	
Group Net Financial Debt	20%	
Synergies ⁵	15%	
ESG KPIs	15%	
Total	100%	0%-200%

As a result:

- if the Group EBITDA is below the Gate Value no STI is payable;
- if the target level of performance is achieved, the STI payable is 100% of the fixed remuneration;
- if the maximum level of performance is achieved, the STI payable is 200% of the fixed remuneration.

The specific values of the financial targets are not disclosed given their confidential nature.

⁵ Synergy KPIs are specific opex and capex targets (in Euros) realized in 2025.

With regards to ESG KPIs, the Group has defined the following indicators:

	Performance range		
	Minimum	Target	Maximum
Zero emission Scope 2 (perimeter group defined as of 01/01/2025: non-sharing company locations in Italy in low-voltage and direct gaming halls). KPI: reduction vs 2024 Scope 2 emissions.	90%	95%	>95%
Renewal of ESG-related certifications: ISO 37001 (Anticorruption); ISO 27001 (Data protection); G4 Online (Responsible gaming); ISO 45001 (Health and safety); UNI/PDR 125:2022 (Gender equality); ISO 14001 (Environmental). KPI: renewal of certifications by Dec 31st, 2025		On/off	
Improve pay equity by reducing the Gender Pay Gap versus 2024, within the same perimeter ⁽¹⁾	-0,3pp	-0,5pp	-0,8pp

⁽¹⁾ The Gender Pay Gap (GPG) is calculated using the Mercer methodology, which employs a structured approach based on position class, pay bands, and role to ensure an objective and consistent analysis of pay equity. As of 31/12/2024, the GPG stands at 3.5%.

In the event of termination of office, the STI is paid on a pro-quota basis for the effective months of tenure in office.

6.1.3 Long-Term variable remuneration

A significant component of the CEO's variable remuneration has a long-term time horizon, in order to strengthen the alignment with the interests of creating sustainable value for Shareholders and Stakeholders in the long term. To this end, a long-term incentive system based on stock options was introduced in 2023, prior to the Company's listing and with a view to the same, articulated over 3 three-year cycles (rolling mechanism) in line with the Company's strategic priorities. In defining this system, the Company adopted criteria in alignment with the main practices and market benchmarks, as well as the Principles and Recommendations of the Corporate Governance Code. Finally, it should be noted that, again in line with the provisions of the Group's Remuneration Policies and the above-mentioned Code, all the bonuses accrued and paid out under the plans described below are subject to the application of "claw back/malus" clauses.

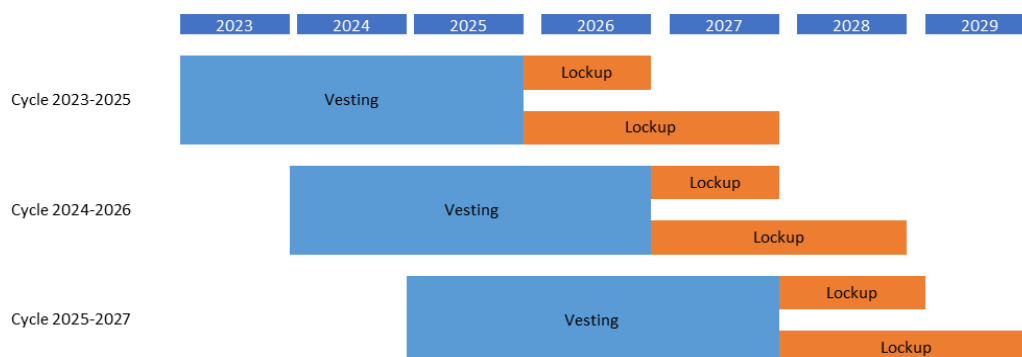
The activation of the LTI - adopted by the Shareholders' Meeting on 15 March 2023 - was approved by the Board of Directors on 15 June 2023, having listened to the opinion of the Board of Statutory Auditors for competence. The LTI pursues the need to continue to strengthen the retention of key resources and to incentivise the achievement of strategic objectives and the creation of sustainable value for Shareholders and Stakeholders, allowing the Group to look towards long-term growth and to pursue sustainable success over an even longer period.

The LTI provides for the allocation of options, each of which grants the right to subscribe or purchase one share of Lottomatica Group, according to the terms and conditions set forth in the Regulation, at a unit price equivalent to the strike price. The Board of Directors, on the advice of the Nomination and Remuneration Committee, shall determine the total number of options that may be granted to the beneficiaries, pursuant to the LTI, in each financial year.

Within 30 days from the date of the Company's Shareholders' Meeting approving the Financial Statements at the end of each three-year cycle (2025 - 2026 - 2027), the Board of Directors, having consulted with the Nomination and Remuneration Committee, shall verify the degree to which the Performance Targets have been achieved, and then determine the number of stock options actually accrued and the number of shares granted.

If, in the period between the time the options are granted and the time the option is exercised, there is an increase in the share value, the beneficiary will have the advantage of purchasing the (higher value) shares at their strike price, thus realising a capital gain.

The Plan has a multi-year duration and is divided into 3 cycles, with a vesting period of 3 years for the options granted in each cycle. The maximum number of stock options that can be granted in the 3 cycles is 5% of the shares issued by the issuer as stated in the listing and trading prospectus for the Shares of Lottomatica Group S.p.A. on Euronext Milan.



The shares resulting from the exercise of the options will be subject to the following retention periods:

- 20% of the shares resulting from the exercise of the options will be subject to a 1-year lockup period from the end of the vesting period;
- 20% of the shares resulting from the exercise of the options will be subject to a 2-year lockup period from the end of the vesting period.

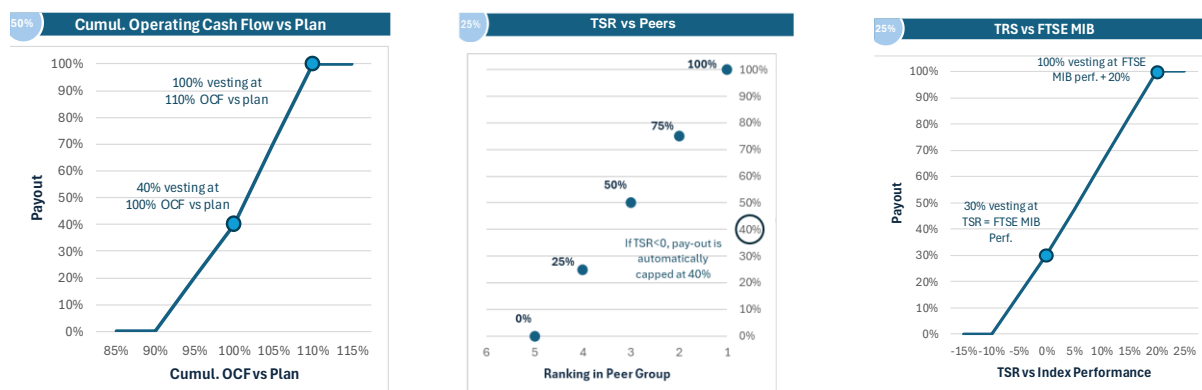
Upon the advice of the Nomination and Remuneration Committee, the Board of Directors will grant options upon the achievement of certain performance targets relating to the Group's financial performance, its share price performance relative to the Italian index and Peers, and its achievements in ESG.

The performance conditions (KPIs), which affect the vesting of the rights for the 2025-2027 cycle, and relative weightings are:

- Cumulative Operating Cash Flow 2025-2027 (actual value vs Business Plan), 50%;
- TSR vs Peers⁶, 25%;
- TSR vs Borsa Italiana FTSE MIB, 25%.

⁶ The peers identified are Flutter, Entain, Evoke, FDJ and IGT.

The vesting curves for each KPI are shown in the graph below:



As a result of the above, the number of stock options vested amount to:

- 0% if the minimum level of performance is not reached;
- 40% of the stock options granted, if the target level of performance is achieved;
- 100% of the stock options granted, if the maximum level of performance is achieved across all KPIs.

With regards to ESG objectives, the Group remains committed to maintaining its best-in-class status and, in continuity with the previous option cycles, will continue to apply a bonus/malus percentage (from -10% to +10%) to the total number of options vested. The bonus/malus percentage is determined based on the ranking of Lottomatica Group's Sustainability ESG rating in the Gaming sub-industry.

The specific values of the financial targets are not disclosed given their confidential nature.

Also, the LTI envisages that if the Group's TSR is negative, the maximum number of stock options that vest cannot exceed 40% of the stock options granted.

Finally, for the third cycle 2025-2027, the plan includes a kick factor, that allows the CEO, the ESR and all the beneficiaries of the stock option plan to increase the total number of shares awarded by 40% in the event that Lottomatica Group's share price exceeds €20 for more than 20 consecutive trading days during the period 2025-2027. In any case, the maximum number of stock options awarded to all beneficiaries of the plan, for the total of the three cycles, including the kick factor, cannot exceed 5% of the Company's share capital, as approved by the AGM held on 15 March 2023.

The beneficiaries of the LTI, including the CEO, have not vested any stock options to date.

For the first and second cycles of the stock option plan, the CEO was granted in 2023 and 2024 respectively: i) 560,000 stock options at a strike price of €9 to receive shares in 2026, and ii) 926,000 stock options at a strike price of €10.8 to receive shares in 2027, in accordance with the rules and mechanisms of the LTI plan in the Registration Document⁷.

For the third cycle 2025-2027, the number of rights (stock options) that the Board of Directors has resolved to grant to the CEO amounts to 1,100,000 stock options at a strike price of €16.03 to receive

⁷ The Registration Document has been prepared pursuant to the implementing regulation of Legislative Decree No. 58 of 24 February 1998, concerning the rules governing issuers, adopted by Consob with resolution No. 11971 of 14 May 1999, as subsequently amended and supplemented, and Article 4 of Regulation (EC) No. 809/2004 of the European Commission of 29 April 2004, laying down detailed rules for the implementation of Directive 2003/71/EC, as subsequently amended and supplemented.

shares in 2028, subject to approval at the Shareholders' Meeting on 30 April 2025. The value of the stock options granted to the CEO in 2025 is equal to 97% of the fixed remuneration at target, and 242% of the fixed remuneration if the maximum level of performance is achieved.

6.1.4 Non-Monetary Benefits

In continuity with previous years, for the CEO, as General Manager of Lottomatica Group SpA, the benefits recognised for executives - namely supplementary pension, supplementary health care, insurance coverage in the event of death or disability, corporate car also for personal use and fuel reimbursement - and some other non-monetary benefits are applied.

6.2 Remuneration of the ESR

On the basis of the proposals of the Nomination and Remuneration Committee and the resolutions passed by the Board of Directors, Lottomatica Group has promoted the analysis, implementation and monitoring of the compensation system dedicated to Executives with Strategic Responsibilities (ESR), designed with the aim of increasingly focusing management on medium to long-term business results and the creation of sustainable value, as defined by corporate strategy, as well as in alignment with the main practices and market benchmarks. Similarly to what is envisaged for the CEO, the Group's ESR are entitled, in addition to the fixed remuneration, also to:

- STI Incentive Plan 2025;
- Long-term management incentive plan (LTI);
- Benefits recognised as per corporate practices.

For the same reasons outlined in 1.6.1 and after a careful review of the remuneration policies of the peer panel, the Board of Directors on 3 March 2025 approved, upon recommendation by the Remuneration Committee and subject to approval of this report at the Shareholders meeting, to increase, compared to 2024, the total compensation opportunity of the ESR by 26% at target and by 35% at maximum, mainly through the long-term component (LTI) in order to maximize alignment with shareholder value creation.

6.2.1 Fixed remuneration

The fixed component of the remuneration of the ESR of Lottomatica Group is defined, and over time monitored and reviewed, according to the principles of:

- Recognition of the role and responsibilities in terms of strategic value in decision-making at Group level;
- Market Competitiveness of remuneration;
- Internal equity for comparable profiles;
- Retention and loyalty to the Group.

6.2.2 Short-term Variable Remuneration

In continuity with what has been defined for the CEO, the STI described in section 1.6.1.2 also applies to the ESR, which entitles them to receive an annual monetary bonus, based on the level of achievement of certain KPIs.

As illustrated below, the STI provides for the assignment of the same KPIs of the CEO, as well as individual / divisional KPIs that are specific to the role of the executive (not disclosed as deemed sensitive in nature), and related weightings as shown in the table below.

The calculation of the overall STI for the ESR is the same as for the CEO. Also, the right to payment of the STI is subject to the Group achieving an EBITDA equal to or greater than the Gate Value.

Access gate for the activation of the plan: Group EBITDA \geq Gate Value		On/Off
KPI	Weight	Average payout range (% of fixed remuneration)
Group EBITDA	26%	
Group Net Financial Debt	14%	
Synergies ⁸	12%	
ESG KPIs	15%	
Individual / Divisional KPIs	33%	
Total	100%	0%-108%

As a result:

- If the Group EBITDA is below the Gate Value, no STI is payable;
- If the target level of performance is achieved, the STI payable is on average 63% of the fixed remuneration;
- If the maximum level of performance is achieved, the STI payable is on average 108%.

In the event of termination of office, the STI is paid on a pro-quota basis for the effective months of tenure in office.

⁸ Synergy KPIs are specific opex and capex targets (in Euros) realized in 2025.

6.2.3 Long-Term Variable Remuneration

In order to stabilise the Group's management team for the achievement of strategic objectives on a multi-year basis, the Group has introduced a long-term incentive system, also in favour of the ESR. In defining these plans, the Group adopted criteria established in line with market practices and benchmarks.

The LTI for selected ESR meets the purposes, terms and conditions already described in section 6.1.3.

Also, it should be noted that, in line with the provisions of the Group's Remuneration Policies, bonuses accrued and paid under LTI plans are subject to the application of claw back/malus clauses, as described above.

For further details on the long-term management incentive plan, please refer to the dedicated Registration Document⁹, made available on the Company's website.

7 Benefits

The total remuneration offer for management is supplemented by the following additional benefits:

- Supplementary social security;
- Supplementary medical insurance;
- Accident and life insurance;
- Insurance for Long-term care and permanent disability due to illness;
- Company car;
- Ticket restaurant.

These benefits are adapted to local contexts, taking into account the characteristics of the market and reference regulations. In addition to the above, there are no social security and pension benefits other than those of a compulsory nature.

8 Events of resignation, termination or dismissal (severance)

8.1 Severance

For the CEO and the ESR, an indemnity is envisaged for the termination of the directorship and management relationship.

⁹ The Registration Document has been prepared pursuant to the implementing regulation of Legislative Decree No. 58 of 24 February 1998, concerning the rules governing issuers, adopted by Consob with resolution No. 11971 of 14 May 1999, as subsequently amended and supplemented, and Article 4 of Regulation (EC) No. 809/2004 of the European Commission of 29 April 2004, laying down detailed rules for the implementation of Directive 2003/71/EC, as subsequently amended and supplemented.

In particular, in case of early termination as good leavers, the CEO and the ESR are awarded an amount equal to 24 months of the total remuneration equal to the sum of the fixed remuneration and the short-term variable remuneration (STI) but excluding LTI and corporate benefits.

This amount is to be considered all-inclusive of legal and contractual obligations.

8.2 Non-competition Agreements

For the CEO and the ESR, non-competition agreements apply for a duration of 12 months, and in case of early termination as good leavers, they are awarded an amount equal to 12 months of the fixed remuneration, excluding the short-term variable remuneration (STI), LTI and corporate benefits.

8.3 Other instruments

A D&O policy is guaranteed for the Chair, Directors and Statutory Auditors.

9 Other compensation / benefits

Benefits represent a supplementary component to the other elements of remuneration, in a logic of sustainable welfare. They are differentiated by category of recipients and type; they are in line with market practices and are consistent with applicable laws and the provisions of collective bargaining agreements.

In continuity with previous years, for the Chief Executive Officer, as General Manager of Lottomatica SpA, the benefits recognised for executives - namely supplementary pension, supplementary health care, insurance coverage in the event of death or disability, corporate car also for personal use and fuel reimbursement - and some other non-monetary benefits are applied. A D&O policy is guaranteed for the Chair, Directors and Statutory Auditors.

The Company may grant Directors and Executives with strategic responsibility non-monetary benefits from the following as examples: car, tax assistance, educational support for family members, supplementary health care policy, housing, supplementary life policy and contribution to supplementary pension fund.

10 Clawback / malus

The Group has in place "clawback/malus" clauses that entitle it to request the return, in whole or in part, of variable remuneration components paid in monetary form or allocated in the form of financial instruments (or to withhold sums or shares subject to deferment) in the event of one or more of the following circumstances:

- i) the economic-financial data and information on the basis of which the assessment of the performance objectives was carried out prove to be manifestly erroneous or falsified;
- ii) the beneficiary has been guilty of willful or negligent conduct, which has been a determining factor for the disbursement of the bonus and/or the allocation of the financial instruments.

11 Exceptions to the remuneration policy (derogation)

It is worth noting that in 2024, major proxy advisors identified an opportunity for improvement in remuneration policies regarding the Board of Directors' "broad derogation power." Although the Board of Directors has never exercised this power, it was deemed appropriate to clarify the limits within which such exceptions may be applied. This approach demonstrates the Company's commitment to listening to Stakeholders, with the aim of continuous improvement.

Therefore, as provided by Article 123-ter, paragraph 3-bis of the TUF (Italian Consolidated Law on Finance), the possibility remains for Lottomatica to temporarily derogate from its remuneration policies in exceptional circumstances, i.e. situations in which deviation from the remuneration policy is necessary in order to pursue the long-term interests and sustainability of the Company as a whole.

The Board of Directors is the body entrusted with the task of verifying the occurrence of such exceptional situations and the power to temporarily deviate from this Remuneration Policy, at the proposal of the Remuneration and Appointment Committee and after consulting the Board of Statutory Auditors, subject to the favourable opinion of the Committee for Transactions with Related Parties, in cases in which it is required by the Related Party Transactions Regulation adopted by the Company.

These exceptional circumstances may include, but are not limited to, the following:

- business organization discontinuity due to extraordinary transactions, such as mergers, demergers, acquisitions or divestitures, including the sale of companies or business units, with significant impacts on the Company's size or profitability;
- the replacement, due to unforeseen events, of delegated bodies and the replacement/insertion of Executives with Strategic Responsibilities, requiring the rapid negotiation of a remuneration package for their respective substitution;
- the need to implement retention policies for resources considered strategic for the Group or retention of resources with specific high-level skills and expertise (retention bonus);
- exogenous socio-economic changes or the occurrence of extraordinary and unforeseeable events that—by altering the reference market environment—could significantly impact the Group's results.

Also, the Group reserves the right to recognise an entry bonus of non-recurring and exceptional nature, in any case not exceeding the maximum amount of 12 months of fixed remuneration, in order to attract talent and/or make whole the new hire for the foregone value (monetary and non-monetary).

In compliance with the relevant legislation and in strict connection with the specific exceptional circumstance, the possible elements of the Remuneration Policy that can be waived are as follows:

- fixed component of remuneration;
- short-term variable component of remuneration (STI plans);
- long-term variable component of remuneration (LTI Plans).

Information regarding the application of any exceptions (specifically, the elements to which an exception was made, a description of the exceptional circumstances that required the deviation, the procedure followed to implement the exception, and the remuneration granted as a result) will be detailed in the Report on remuneration policy and compensation paid, which will be submitted for shareholder approval at the General Meeting.

SECTION II - Remuneration and other information

1 Foreword

This Section II fulfils the requirements of Consob, and includes the detailed information on the remuneration paid for the year 2024 according to the criteria set forth in Appendix 3, Schedule 7bis of the Issuers' Regulation to the members of the Board of Directors, the CEO, the ESR and the members of the Board of Statutory Auditors, as defined by the remuneration policy adopted for that year.

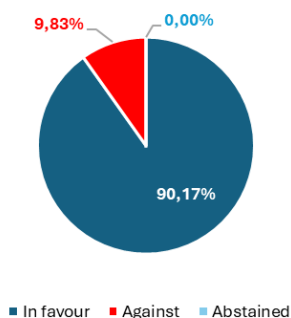
The end of this Section shows tables with the remuneration paid in 2024 for the Chair of the Board of Directors, Non-executive Directors, auditors, the CEO and the ESR.

In compliance with Article 123-ter, paragraph 3-bis of TUF, this Section II is submitted to the advisory vote of the Shareholders' Meeting convened to approve the Financial Statements as of 31 December 2024.

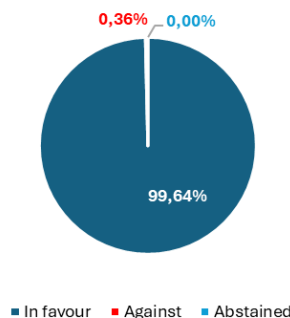
2 Voting results

The Shareholders' Meeting held on April 9, 2024, expressed a favorable vote on Section I and II of the Remuneration Policy and Compensation Paid, published in 2024. The charts below illustrate the outcome of the advisory vote.

2024 Report - Resolution on the First Section Regarding the Remuneration Policy for 2024



2024 Report - Resolution on the Second Section Regarding the Compensation Paid for 2023



Votes are calculated exclusively based on the ordinary shares represented and entitled to vote, which accounted for 78.2% of the ordinary share capital.

3 Implementation of the remuneration policies for 2024

The implementation of the 2024 remuneration policy for Directors, the CEO and the ESR was verified by the Nomination and Remuneration Committee during the periodic assessment provided for by the Corporate Governance Code and was found to be compliant with the resolutions passed by the Board of Directors.

4 Chair of the Board of Directors

4.1 Fixed Remuneration

The non-executive Chair of the Board of Directors received a total gross annual emolument of €300,000 (of which €70,000 as a member of the Board of Directors).

4.2 Non-monetary benefits

No non-monetary benefits were allocated in 2024.

5 Non-executive directors

The non-executive and/or independent members of the Board of Directors received the remuneration envisaged and resolved upon at the Shareholders' Meeting of 9 April 2024, equal to €70,000, in addition to the fees for participating in the board committees. Details are shown in the "Remuneration Tables" section.

Table 1 does not show the names of the directors who waived their remuneration for 2024.

6 Auditors

In 2024, the members of the Board of Statutory Auditors have received the following remuneration approved by the Shareholders' Meeting:

- A gross annual emolument of €70,000 for the role of Chairman;
- A gross annual emolument of €60,000 for standing auditors.

With regard to the members of the Board of Statutory Auditors, no performance-related remuneration is envisaged. Details of the remuneration for the financial year 2024 are shown in Table 1.

7 Remuneration of the CEO

7.1 Fixed Remuneration

In 2024, the total fixed remuneration for CEO amounted to €1,175,098, equal to the sum of €70,000 as Member of the Board of Directors of Lottomatica Group SpA, €180,000 for the position of Chief Executive Officer of Lottomatica Group SpA, €199,736 as General Manager of Lottomatica Group and €725,362 as General Manager of Lottomatica SpA.

7.2 Short-term Incentive Plan (STI)

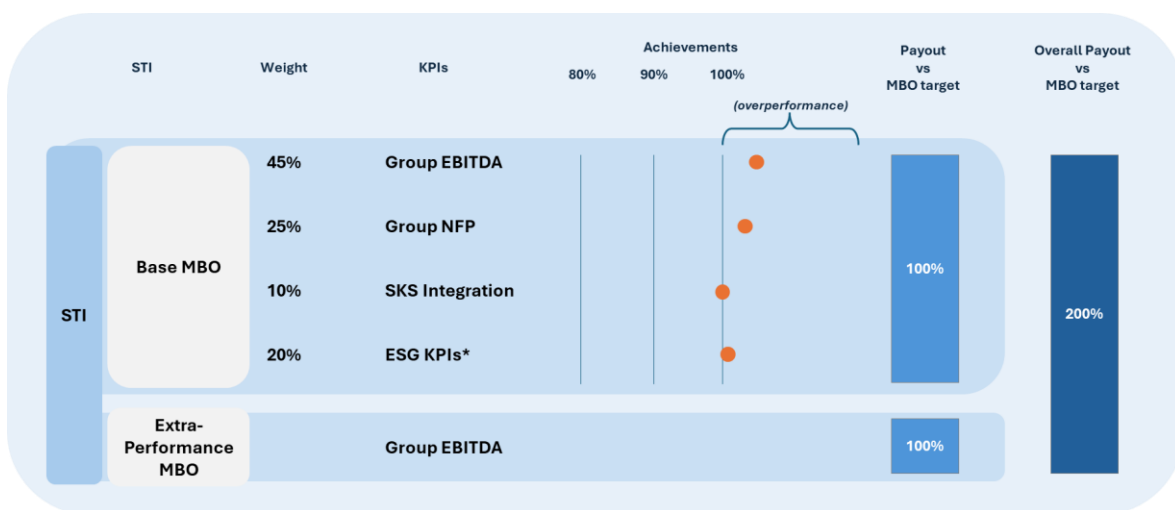
The Short-Term Incentive for 2024 aims to reward the level of achievement of corporate objectives approved by the Board of Directors of 3 March 2025, which comprises two components:

- Base MBO, for which 100% of the target incentive was reached. The payment/allocation of the award is scheduled to take place in March 2025;
- Extra-MBO, aimed at incentivising stretch performance in excess of the Group's EBITDA target defined by the MBO, for which 100% of the target incentive was achieved.

On 3 March 2025 the Board of Directors, on the proposal of the Nomination and Remuneration Committee and having obtained the opinion of the Board of Statutory Auditors, decided to recognise to the CEO an STI of €2,360,000, equal to 200% of the CEO's fixed remuneration.

The STI was accrued based on the achievement of the objectives of the 2024 plan as follows:

STI KPIs 2024



*The ESG KPIs achieved at 100% during 2024 are as follows:

- Go-live of the problem gambling analysis tool for the online customer base in collaboration with CEPID (Gemelli) and launch of the "Non Giocare Se" campaign.
- Participation in training courses for the women's talent pool and for bias elimination in the recruiting and promotion process (target population: managers).
- Approval of the decarbonization strategy and roadmap.

7.3 Long-term Incentive Plan

As a result of the implementation of the long-term incentive (LTI) plan approved by the Shareholders' Meeting of 15 March 2023, for the second cycle of the plan (2024-2026), the CEO received 926,000 options to receive shares in 2027, in accordance with the rules and operating mechanisms of the LTI plan defined in the information document pursuant to Article 114 bis of the Consolidated Law on Finance approved in 2023 by the Shareholders' Meeting.

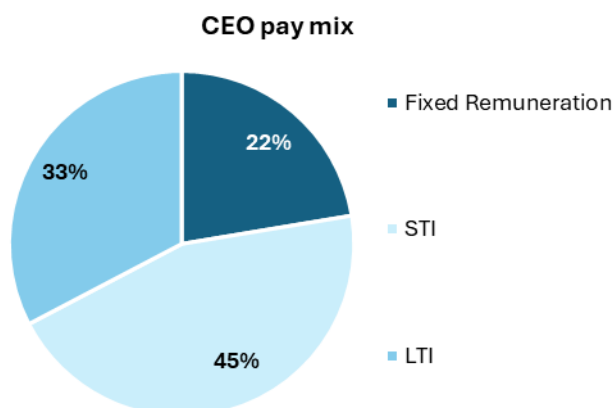
7.4 Benefits

In 2024, non-monetary benefits were awarded.

The value of the benefits package assigned to the CEO (as described in Section I) is shown in Table 1, indicated in the column "non-monetary benefits". As illustrated in Section I, the values reported include the contribution to supplementary social security and insurance coverage for death, professional/extra-professional accidents and insurance coverage for the reimbursement of medical expenses dedicated to senior management. Company car and mobile phone are also included.

7.5 Pay Mix

The split of the remuneration package of the CEO in 2024 is shown below:



The long-term component relates to the second cycle (2024-2026) of the 2023-2025 stock option plan, assuming all options awarded in 2024 will vest (where vesting is due in June 2027), and each option is valued at €1.85.

8 Executives with Strategic Responsibilities

8.1 Fixed Fees

During 2024, three managers held positions with strategic responsibility, and received a total of €1,237,880 in fixed remuneration.

8.2 STI

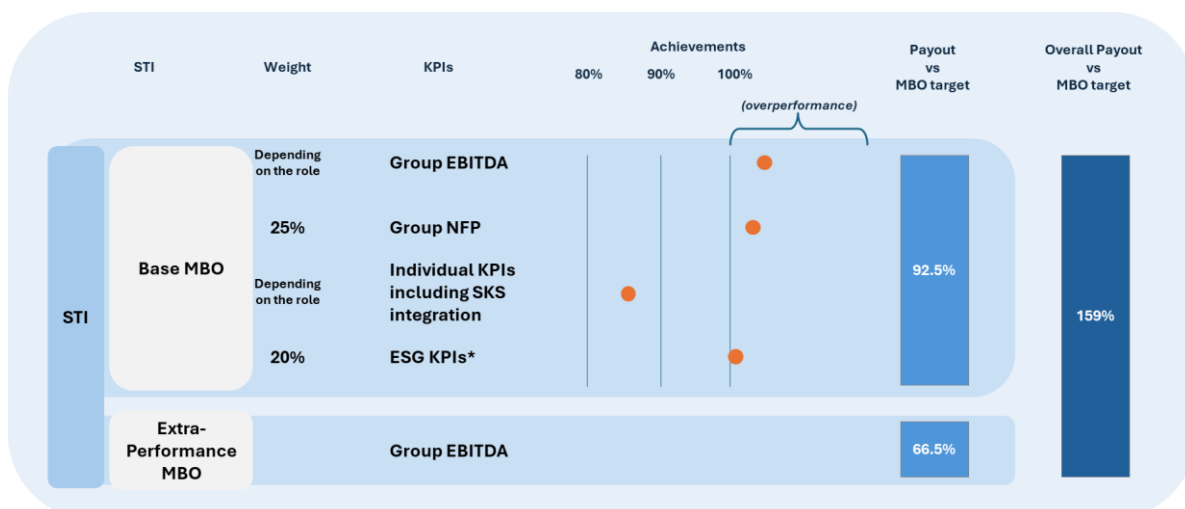
The Short-Term Incentive for 2024 aims to reward the level of achievement of corporate objectives approved by the Board of Directors of 3 March 2025, which comprises two components:

- Base MBO, for which 92.5% of the target incentive (on average) was reached, equal to 60% of the fixed remuneration (on average). The payment/allocation of the award is scheduled to take place in March 2025;
- Extra-MBO, aimed at incentivising stretch performance in excess of the Group's EBITDA target defined by the MBO, for which 66.5% of the target incentive (on average) was achieved, equal to 45% of the fixed remuneration (on average).

On 3 March 2025 the Board of Directors, on the proposal of the Nomination and Remuneration Committee and having obtained the opinion of the Board of Statutory Auditors, decided to recognise the ESR an STI of €1,295,875, equal to 159% of the ESR MBO target, or 105% of the fixed remuneration (on average).

The STI was accrued based on the achievement of the objectives of the 2024 plan as follows:

STI KPIs 2024



*The ESG KPIs achieved at 100% during 2024 are as follows:

- Go-live of the problem gambling analysis tool for the online customer base in collaboration with CEPID (Gemelli) and launch of the "Non Giocare Se" campaign.
- Participation in training courses for the women's talent pool and for bias elimination in the recruiting and promotion process (target population: managers).
- Approval of the decarbonization strategy and roadmap.

8.3 Long-term Incentive Plan

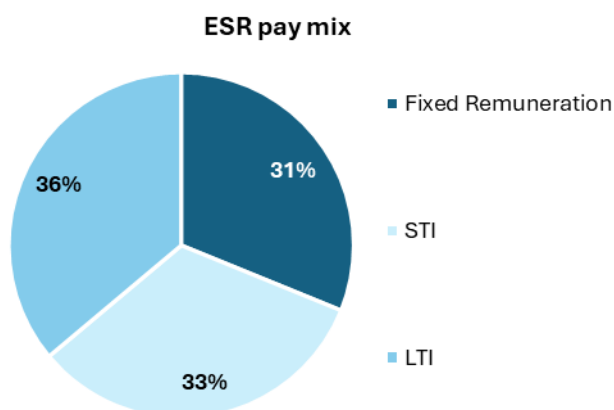
As beneficiaries of the second cycle (2024-2026) of the LTI plan 770,800 options were granted to the ESR, in accordance with the rules and operating mechanisms of the LTI plan defined in the Registration Document¹⁰.

8.4 Benefits

Non-monetary benefits for the ESR amounted to €29,679.

8.5 Pay Mix

The split of the remuneration package of the ESR in 2024 is shown below:



The long-term component relates to the second cycle (2024-2026) of the 2023-2025 stock option plan, assuming all options awarded in 2024 will vest (where vesting is due in June 2027), and each option is valued at €1.85.

¹⁰ The Registration Document has been prepared pursuant to the implementing regulation of Legislative Decree No. 58 of 24 February 1998, concerning the rules governing issuers, adopted by Consob with resolution No. 11971 of 14 May 1999, as subsequently amended and supplemented, and Article 4 of Regulation (EC) No. 809/2004 of the European Commission of 29 April 2004, laying down detailed rules for the implementation of Directive 2003/71/EC, as subsequently amended and supplemented.

9 Indemnities and/or other benefits awarded for termination of office or of employment

During the financial year 2024, no indemnities and/or other benefits were paid for termination of office or termination of employment.

10 Application of derogations under the remuneration policy

During the financial year 2024, no derogation to the remuneration policy was exercised.

11 Ex-post correction mechanisms of the variable component

During the financial year 2024, no ex-post correction mechanisms were applied to the variable component of remuneration.

12 Pay ratio

For the sake of maximum transparency towards the market, the comparison between the CEO's remuneration for 2024 and the average remuneration of employees, for the purpose of calculating the pay ratio¹¹, is shown below:

CEO Remuneration	€ 2,360,000
Average employee remuneration	€ 39,306

13 Annual Change in Compensation Paid and Company Performance

In line with the requirements introduced by the updated version of the Issuers' Regulation published by Consob and considering the compensation paid as described in this Section, the following comparative

¹¹ Both values include fixed remuneration and short-term variable remuneration at target. The decrease in the average employee remuneration compared to last year is due to the integration of foreign organizations into the group where the Price Level Index is lower than in Italy (e.g., Serbia and Malta). The figure referring exclusively to employees within the Italian perimeter is €40,666.

information is provided, considering the fiscal years 2023 (first year of the Company's listing) and 2024, regarding the annual change in:

- **the total remuneration paid** to the members of the Board of Directors (including the CEO) and the Board of Statutory Auditors who held office throughout the entire period under consideration (2023/2024). The total remuneration is calculated as the sum of the fixed compensation, including fees for participation to the Board of Directors and internal board committees, the benefits and the short-term variable compensation;
- **the Company's results** expressed in terms of EBITDA and revenues;
- **the average annual gross remuneration**, calculated based on full-time employees as of 31 December of each year, excluding the CEO, determined as the sum of the annual fixed salary, the MBO (Management by Objectives) plan, Product Bonus, Participation Bonus, and any one-off payments granted during the year;
- **the total remuneration paid** to the Executives with Strategic Responsibilities who held office throughout the entire period under consideration (from 1 January 2023 to 31 December 2024). The total remuneration is calculated as the sum of the fixed compensation, benefits and short-term variable compensation.

Board of Directors¹²

Name and Surname	Office	2023	2024	Change 2023-2024
Andrea Moneta	Non-executive Chairman	€ 252,554	€ 300,000	+19%
Guglielmo Angelozzi	CEO	€ 3,013,061	€ 3,551,610	+18%
John P.M. Bowtell	Director	€ 89,543	€ 70,000	-22%
Catherine Guillouard	Director	€ 102,903	€ 80,000	-22%
Nadine Faruque	Director	€ 74,395	€ 112,500	+51%
Augusta Iannini	Director	€ 56,427	€ 107,500	+91%
Marzia Mastrogiacomo	Director	€ 95,030	€ 112,500	+18%
Gaia Mazzalveri	Director	€ 77,702	€ 117,500	+51%

It should be noted that most changes are due to the length of the assignment and/or the participation to internal committees, and therefore not to a change in the applicable remuneration policy. For further details on each remuneration component, please refer to the tables and notes in the second section on the Remuneration Report for 2023.

¹² The table shows the remuneration accrued in 2024 and includes the fixed remuneration, the short-term variable remuneration and benefits.

Board of Statutory Auditors

Name and Surname	Office	2023	2024	Change 2023-2024
Andrea Lionzo	Chairman	€ 65,632	€ 82,000	+25%
Giancarlo Russo Corvace	Effective Auditor	€ 55,375	€ 77,000	+39%
Veronica Tibiletti	Effective Auditor	€ 56,890	€ 69,000	+21%

It should be noted that most changes are due to the length of the assignment, and therefore not to a change in the applicable remuneration policy. For further details on each remuneration component, please refer to the tables and notes in the second section on the Remuneration Report for 2023.

Company's results

Parameter	2023	2024	Change 2023-2024
EBITDA (Thousands of euros)	580,351	706,641	+22%
Revenues (Thousands of euros)	1,632,488	2,005,063	+23%

Average employee compensation

Perimeter	2023	2024	Change 2023-2024
All employees	€ 40,000	€ 39,306	-1.7%

It is important to note that the decrease in value is due to the integration of SKS, which has led to the inclusion of employees with different gross annual salary levels. This is primarily because the workforce is located in countries with a lower cost of living, resulting in market-aligned salary adjustments.

Average ESR compensation package¹³

Perimeter	2023	2024	Change 2023-2024
3 ESR	€ 2,297,538	€ 2,563,434	+11.6%

¹³ The table shows the remuneration accrued in 2024 and includes the fixed remuneration, short-term variable remuneration and benefits.

14 Remuneration tables

TABLE 1: Remuneration paid to members of management and supervisory bodies and other key management personnel

Table 1 Remuneration paid to members of management and supervisory bodies and other key management personnel												
A Name and Surname	B Office	C Period of office	D Deadline of office	1 Fixed Remuneration (a)	2 Board Committee Remuneration	3 Non equity variable remuneration		4 Non-monetary benefits (c)	5 Other Remuneration	6 Total	7 Equity Remuneration Fair Value (d)	8 Termination of office or termination of employment Remuneration
						Bonus and other incentives (b)	Profit sharing					
Board of Directors												
Andrea Moneta	Non executive Chairman	01.01.2024 31.12.2024	Until 31/12/2026 financial statement approval date									
(I) Remuneration in the reporting company				300,000						300,000		
(II) Remuneration from subsidiaries and affiliates												
(III) Total				300,000						300,000		
Giuglielmo Angetozzi (1)	CEO	01.01.2024 31.12.2024	Until 31/12/2026 financial statement approval date									
(I) Remuneration in the reporting company				449,736						449,736	147,019	
(II) Remuneration from subsidiaries and affiliates				725,362		2,360,000		16,513		3,101,875		
(III) Total				1,175,098		2,360,000		16,513		3,551,610	147,019	
John P.M. Bowtell (2)	Director	01.01.2024 31.12.2024	Until 31/12/2026 financial statement approval date									
(I) Remuneration in the reporting company				70,000						70,000		
(II) Remuneration from subsidiaries and affiliates												
(III) Total				70,000						70,000		
Catherine Guillouard (3)	Director	01.01.2024 31.12.2024	Until 31/12/2026 financial statement approval date									
(I) Remuneration in the reporting company				70,000	10,000					80,000		
(II) Remuneration from subsidiaries and affiliates												
(III) Total				70,000	10,000					80,000		
Nadine Faruque (4)	Director	01.01.2024 31.12.2024	Until 31/12/2026 financial statement approval date									
(I) Remuneration in the reporting company				70,000	42,500					112,500		
(II) Remuneration from subsidiaries and affiliates												
(III) Total				70,000	42,500					112,500		
Augusta Iannini (5)	Director	01.01.2024 31.12.2024	Until 31/12/2026 financial statement approval date									
(I) Remuneration in the reporting company				70,000	37,500					107,500		
(II) Remuneration from subsidiaries and affiliates												
(III) Total				70,000	37,500					107,500		
Marzia Mastrogliacomo (6)	Director	01.01.2024 31.12.2024	Until 31/12/2026 financial statement approval date									
(I) Remuneration in the reporting company				70,000	42,500					112,500		
(II) Remuneration from subsidiaries and affiliates												
(III) Total				70,000	42,500					112,500		
Gaia Mazzalveri (7)	Director	01.01.2024 31.12.2024	Until 31/12/2026 financial statement approval date									
(I) Remuneration in the reporting company				70,000	47,500					117,500		
(II) Remuneration from subsidiaries and affiliates												
(III) Total				70,000	47,500					117,500		
Board of statutory auditors												
Andrea Lionzo (8)	Board of Statutory Auditors Chairman	01.01.2024 31.12.2024	Until 31/12/2026 financial statement approval date									
(I) Remuneration in the reporting company				70,000						70,000		
(II) Remuneration from subsidiaries and affiliates				12,000						12,000		
(III) Total				82,000						82,000		
Giancarlo Russo Corvace (9)	Effective auditor	01.01.2024 31.12.2024	Until 31/12/2026 financial statement approval date									
(I) Remuneration in the reporting company				60,000						60,000		
(II) Remuneration from subsidiaries and affiliates				17,000						17,000		
(III) Total				77,000						77,000		
Veronica Tibiletti (10)	Effective auditor	01.01.2024 31.12.2024	Until 31/12/2026 financial statement approval date									
(I) Remuneration in the reporting company				60,000						60,000		
(II) Remuneration from subsidiaries and affiliates				9,000						9,000		
(III) Total				69,000						69,000		
Executives with Strategic responsibilities												
Executives with Strategic responsibilities	n. 3	01.01.2024 31.12.2024		1,237,880		1,295,875		29,679		2,563,434	122,378	

The following directors waived the fees due to them for fiscal year 2024: Rabà Michele, Saffer Michael and Shakova Yulia.

(a) The amounts shown, have been calculated and reported on a pro rata temporis basis (where necessary).

(b) This value corresponds to what is shown in Table 3B to the payable portions of the bonus for the year.

(c) This item includes the taxable value of non-monetary benefits for which the company offers a good and/or service by directly making payment for it.

(d) These values correspond to those shown in Table 2 with regard to the "Fair Value of Financial Instruments for the Year." The recipients of the LTI system are not yet the rightful owners of the relevant shares: this event is contingent on the occurrence of the performance conditions described in the bonus regulations. Amount accrued in 2024 from 15/6/2024 to 31/12/24.

(1) As Chief Executive Officer of Lottomatica Group he receives €250,000 of which: €70,000 as base emolument and €180,000 for the office of director. As general manager of Lottomatica group he has received 199,735.31 euros, while as General Manager of Lottomatica SpA he has received a salary of €725,361.89.

The amount related to non-monetary benefits includes the value of the company car, insurance policies, and supplementary pension contribution as described in Section I of the 2020 Report.

(2) Remuneration as a member of the Board of Directors of Lottomatica Group.

(3) Remuneration as a member of the Board of Directors of Lottomatica Group, member of Risks and Controls Committee (since 13/12/2024) and member of the ESG Committee

(4) Remuneration as a member of the Board of Directors of Lottomatica Group, member of the ESG and Related Parties committees, Chair of Nomination and Remuneration Committee

(5) Remuneration as a member of the Board of Directors of Lottomatica Group, member of the Risk and Control Committee and Chair of the Related Parties Committee

(6) Remuneration as a member of the Board of Directors of Lottomatica Group and member of the Remuneration and Nomination Committee and Chair ESG Committee

(7) Remuneration as a member of the Board of Directors of Lottomatica Group and Chair of the Risk and Control Committee and member of the Related Parties Committee

(8) Remuneration as a member of the Board of Statutory Auditors of Lottomatica Videolot Rete S.p.A. and GGM

(9) Remuneration as a member of the Board of Statutory Auditors of Gameset S.p.A. and Tototri S.r.l.

(10) Remuneration as a member of the Board of Statutory Auditors of GBO Italy S.p.A and GBO S.p.A

TABLE 2: Stock options granted to members of the board of directors, general managers and other executives with strategic responsibilities

TABLE 2																	
Stock-options granted to members of the board of directors, general managers and other executives with strategic responsibilities																	
A	B	1	Options held at the beginning of the fiscal period			Options granted during the fiscal period						Options exercised during the fiscal period			Options expired in the fiscal period	Options held at the end of the fiscal period	Option for the year
			Options number	Strike price	Exercise period	Options number	Strike price	Exercise period	Fair value on the date of assignment	Date of assignment	Market price of the shares underlying the option grant	Options number	Strike price	Market price of the shares underlying the fiscal period date	Options number	Options number	Fair value ⁽¹⁾
Name and surname	Office	Plan	Options number	Strike price	Exercise period	Options number	Strike price	Exercise period	Fair value on the date of assignment	Date of assignment	Market price of the shares underlying the option grant	Options number	Strike price	Market price of the shares underlying the fiscal period date	Options number	Options number	Fair value ⁽¹⁾
Guglielmo Angelozzi	CEO																
(I) Remuneration in the reporting company		Stock options LTI Plan 2023-2025	560,000	9.00 €	June 2026-June 2028	926,000	10.81 €	June 2027-June 2029	1.85 €	15 June 2024	10.57				0	1,486,000	147,019
(II) Remuneration from subsidiaries and affiliates		N/A															
(III) Total			560,000			926,000									0	1,486,000	147,019
Executives with strategic responsibilities																	
(I) Remuneration in the reporting company		Stock options LTI Plan 2023-2025	550,000	9.00 €	June 2026-June 2028	770,800	10.81 €	June 2027-June 2029	1.85 €	15 June 2024	10.57				0	1,320,800	122,378
(II) Remuneration from subsidiaries and affiliates		N/A															
(III) Total			550,000			770,800									0	1,320,800	122,378

(1) Amount accrued in 2024 from 15/6/2024 to 31/12/24 for the options awarded in 2024. The total amount accrued in 2024 for the options awarded in cycles I and II of the LTI plan is equal to €353,719 for the CEO and €329,078 for the ESRs

TABLE 3B: Monetary incentive plans for members of the Board of Directors, general managers and other executives with strategic responsibilities

Table 3b									
Monetary incentive plans for members of the board of directors, general managers and other executives with strategic responsibilities									
A	B	1	2			3			4
			Annual bonus			Previous year bonuses			
			(A)	(B)	(C)	(A)	(B)	(C)	
Name and surname	Office	Plan	Payable/Paid	Deferred	Deferment Period	Not payable	Payable/Paid	Stil deferred	Other Bonus
Guglielmo Angelozzi	CEO								
(I) Remuneration in reporting company		STI 2024	2,360,000						
(II) Remuneration from subsidiaries and affiliates									
(III) Total			2,360,000	-	-	-	-	-	-
Executives with Strategic responsibilities									
(I) Remuneration in reporting company		STI 2024	1,295,875						
(II) Remuneration from subsidiaries and affiliates									
(III) Total			1,295,875	-	-	-	-	-	-

Schedule 7-Framework 2: Share-based compensation plans

Name and Surname or Office	Office (Only for individually reported beneficiaries)	FRAMEWORK 2							
		Stock Option							
		Options related to plans in force, approved on the basis of previous resolutions							
		Date of meeting resolution	Type of remuneration	Options held at the end of the previous fiscal period	Exercised options	Date of assignment	Strike price	Market price of the underlying shares on the grant date	Exercise period
CEO		15/6/2023	Stock option	560,000	0	15/6/2023	9.00 €	8.21	2026-2028
Executives with Strategic responsibilities		15/6/2023	Stock option	550,000	0	15/6/2023	9.00 €	8.21	2026-2028
Other beneficiaries		15/6/2023	Stock option	860,000	0	15/6/2023	9.00 €	8.21	2026-2028

Name and Surname or Office	Office (Only for individually reported beneficiaries)	FRAMEWORK 2						
		Stock Option						
		Options related to plans in force, approved on the basis of previous resolutions						
		Date of meeting resolution	Type of remuneration	Number of options	Date of assignment	Strike price	Market price of the underlying shares on the grant date	Exercise period
CEO		15/6/2024	Stock option	926,000	15/6/2024	10.81 €	10.57 €	2027-2029
Executives with Strategic responsibilities		15/6/2024	Stock option	770,800	15/6/2024	10.81 €	10.57 €	2027-2029
Other beneficiaries		15/6/2024	Stock option	1,938,500	15/6/2024	10.81 €	10.57 €	2027-2029

Schedule 7-ter. Table 1: Holdings of members of BoD and supervisory bodies and general managers

Schedule 7-ter. Tab. 1						
Holdings of members of administrative and supervisory bodies and general managers						
Surname and name	Office	Listed Company	Number of shares held at the end of the previous fiscal period	Number of shares bought	Number of shares sold	Number of shares held at the end of the current fiscal period
Angelozzi Guglielmo	General Manager	Lottomatica Group	0	0	0	0

Schedule 7-ter. Table 2: Holdings of other executives with strategic responsibilities

Schedule 7-ter. Tab. 2					
Holdings of Executives with strategic responsibility					
Number of executives with strategic	Listed Company	Number of shares held at the end of the previous fiscal period	Number of shares bought	Number of shares sold	Number of shares held at the end of the current fiscal period
3	Lottomatica Group	0	0	0	0