

## Launch of the accelerated book-building offering by the shareholder Gamma Intermediate S.à r.l.

Rome (Italy), January 8, 2025 At the request of the shareholder Gamma Intermediate S.à r.l. ("**Gamma Intermediate**" or the "**Seller**"), it is reported below the text of the launch press release relating to the accelerated book-building offering of the ordinary shares of Lottomatica Group S.p.A. ("**Lottomatica**" or the "**Company**") by Gamma Intermediate.

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This press release is available on-line on Lottomatica's website <https://lottomaticagroup.com/it-it> within the section Investors > Press releases.

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**January 8, 2025**

**Proposed offering of 24 million existing ordinary shares or approximately 9.5% of the outstanding ordinary share capital of Lottomatica Group S.p.A.**

- **Sale of 24 million Lottomatica shares representing c. 9.5% of Lottomatica's share capital through an accelerated bookbuild offering;**
- **Gamma Intermediate S.à r.l. would, upon completion of the Placement, retain a stake of c. 41.9% of the share capital of Lottomatica.**

Gamma Intermediate announces the launch of the placement of **24 million** Lottomatica shares (the "**Shares**"), representing c. **9.5%** of Lottomatica's share capital, through a private placement by way of an accelerated bookbuild offering (the "**Placement**").

Upon completion of the Placement, Gamma Intermediate would retain a direct stake of c. **41.9%** of Lottomatica's share capital.

Gamma Intermediate has agreed to a 60-day lock-up for its remaining shares in Lottomatica, subject to waiver from Barclays and Deutsche Bank (as defined below) and certain other customary exceptions.

The Placement is targeted at eligible institutional investors. There will be no public offering in any country.

Barclays Bank PLC ("**Barclays**"), Deutsche Bank AG ("**Deutsche Bank**"), Goldman Sachs International and J.P. Morgan SE ("**J.P. Morgan**") are acting as Joint Global Coordinators and Joint Bookrunners (together the "**Joint Global Coordinators**") and Apollo Capital Solutions Europe B.V. ("**ACSE**"), as Joint Bookrunner (each of Barclays, Deutsche Bank, Goldman Sachs International, J.P. Morgan and ACSE a "**Manager**" and together "**Managers**") and Latham & Watkins is acting as legal advisor to the Seller.

The final terms of the Placement are expected to be announced on 9 January 2025 at the latest. Settlement for the Placement is expected to take place on or around 13 January 2025.

## Important notice

The contents of this announcement have been prepared by and are the sole responsibility of the Seller.

Neither this announcement or the transaction contemplated herein contain or constitute an offer to buy or sell or subscribe for securities or a solicitation to sell or to buy or subscribe for securities or a promotional message or an advertisement in Italy.

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In connection with the sale of the Shares, the Managers and any of their affiliates may take up a portion of the Shares in the Sale as a principal position and in that capacity may retain, purchase, sell, offer to sell for its own accounts such Shares and other securities of the Company or related investments in connection with the Sale or otherwise. Accordingly, references in this announcement to the Shares being sold, offered, subscribed, acquired, placed or otherwise dealt in should be read as including any issue or offer to, or subscription, acquisition, placing or dealing by, the Managers and any of their affiliates acting in such capacity. In addition the Managers and any of their affiliates may enter into financing arrangements (including swaps or contracts for differences) with investors in connection with which the Managers and any of their affiliates may from time to time acquire, hold or dispose of Shares. In addition, certain of the Managers and any of their affiliates have entered into, and may also in the future enter into, for their own account, financing arrangements with the Seller and/or its affiliates. The Seller and/or its affiliates may use all or part of the proceeds of the Placement to repay any indebtedness under such financing arrangements. The Managers do not intend to disclose the extent of any such investment or transactions otherwise than in accordance with any legal or regulatory obligations to do so.

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The Managers are acting on behalf of the Seller and no one else in connection with any offering of the Shares and will not be responsible to any other person for providing the protections afforded to any of its clients or for providing advice in relation to any offering of the Shares.

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