

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

Rome (Italy), *March 5, 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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**March 5, 2025**

**Proposed offering of 26 million existing ordinary shares or 10.3% of the outstanding ordinary share capital of Lottomatica Group S.p.A.**

- **Sale of 26 million Lottomatica shares representing c. 10.3% 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 approximately 31.6% of the share capital of Lottomatica.**

Gamma Intermediate announces the launch of the placement of **26 million** Lottomatica shares (the "**Shares**"), representing c. **10.3%** 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 **31.6%** 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.

To allow the Placement, Barclays Bank PLC and Deutsche Bank AG have waived the remaining lock-up period under the arrangement undertaken by Gamma Intermediate in connection with the previous placement of January 8, 2025.

Barclays Bank PLC ("**Barclays**"), Deutsche Bank AG ("**Deutsche Bank**") 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 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 March 6, 2025 at the latest. Settlement for the Placement is expected to take place on or around March 10, 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.

A communication that a transaction is or that the book is “covered” (i.e. indicated demand from investors in the book equals or exceeds the amount of the securities being offered) is not any indication or assurance that the book will remain covered or that the transaction and securities will be fully distributed by the Managers. The Managers reserve the right to take up a portion of the securities in the offering as a principal position at any stage at their sole discretion, inter alia, to take account of the objectives of the Seller, MiFID II requirements and in accordance with allocation policies.

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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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