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COMUNICATO STAMPA

LOTTOMATICA GROUP APPROVA IL BILANCIO D'ESERCIZIO AL 31 DICEMBRE 2022 E DECIDE DI AVVIARE IL PROCESSO DI AMMISSIONE A QUOTAZIONE

Roma (Italia), 27 febbraio 2023 – Lottomatica Group S.p.A., precedentemente denominata Gamma Midco S.p.A. (la "**Società**"), holding di Lottomatica S.p.A, uno dei principali operatori del settore dei giochi in Italia, annuncia che il Consiglio di Amministrazione ha approvato il bilancio consolidato al 31 dicembre 2022 ("**Esercizio 2022**") e l'Assemblea ordinaria degli azionisti ha approvato il bilancio di esercizio al 31 dicembre 2022.

Principali risultati dell'Esercizio 2022

- **Nell'esercizio 2022 le scommesse hanno raggiunto 22,8 miliardi di euro, i ricavi 1,4 miliardi di euro e l'EBITDA 460 milioni di euro.**
- In considerazione dell'acquisizione di Betflag e delle sinergie implementate nel corso dell'anno, **l'EBITDA¹ pro forma per l'esercizio 2022 è pari a 518 milioni di euro** (esclusi 6 milioni di euro di sinergie derivanti dall'acquisizione di Betflag, già identificate e in fase di implementazione).
- Forte generazione di flussi di cassa nell'anno, con un flusso di cassa operativo² di 391 milioni di euro.
- **Indebitamento finanziario netto³ / PF run-rate EBITDA pari a 3,2x al 31 dicembre 2022** (con l'indebitamento finanziario netto / PF run-rate EBITDA della società interamente controllata **Lottomatica S.p.A. pari a 2,7x al 31 dicembre 2022**).

L'assemblea ordinaria degli azionisti ha inoltre deliberato l'avvio del processo di quotazione delle azioni ordinarie della Società (le "**Azioni**") su Euronext Milan, mercato regolamentato organizzato e gestito da Borsa Italiana S.p.A.

Il flottante necessario per la quotazione deriverà da un'offerta riservata esclusivamente a investitori qualificati dello Spazio Economico Europeo e del Regno Unito e a investitori istituzionali esteri al di fuori degli Stati Uniti ai sensi della Regulation S dello United States Securities Act del 1933, come successivamente modificato (il "**Securities Act**"), e, negli Stati Uniti, limitata ai "*Qualified Institutional Buyers*" ai sensi della *Rule 144A* del Securities Act, con esclusione di quei Paesi nei quali

¹ Calcolato come EBITDA per l'esercizio 2022, rettificato per gli effetti proforma dell'acquisizione di Betflag e per la realizzazione a regime delle sinergie di costo derivanti dalla precedente acquisizione già attuata nel 2022.

² Definito come EBITDA meno le spese in conto capitale ricorrenti e le spese in conto capitale per le concessioni.

³ Definito come il valore nominale delle obbligazioni emesse più le passività ai sensi dell'IFRS 16 meno la liquidità.

L'Offerta non sia consentita in assenza di autorizzazioni da parte delle autorità competenti, in conformità con le leggi vigenti, o di esenzioni di legge o regolamenti applicabili (l'"Offerta").

L'Offerta prevista e la relativa tempistica sarà subordinata alle condizioni di mercato e all'ammissione a quotazione da parte di Borsa Italiana S.p.A. nonché all'autorizzazione alla pubblicazione del prospetto da parte della CONSOB.

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Informazioni su Lottomatica Group S.p.A.

Con 22,8 miliardi di euro di scommesse e 1,4 miliardi di euro di ricavi nell'esercizio 2022, Lottomatica è il maggiore operatore del mercato italiano dei giochi. Opera in tre segmenti: online, betting e gaming. Lottomatica offre esperienze di gioco sicure e coinvolgenti su tutti i canali. Il Gruppo conta sull'esperienza di circa 1.600 dipendenti diretti e sulla sua vasta rete di franchising. Al 31 dicembre 2022, Lottomatica ha una base di oltre 1 milione di clienti online e distribuisce i suoi prodotti di gioco in circa 18.000 punti vendita.

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Solely for the purposes of the product governance requirements contained within: (a) EU Directive 2014/65/EU on markets in financial instruments, as amended (“MiFID II”); (b) Articles 9 and 10 of Commission Delegated Directive (EU) 2017/593 supplementing MiFID II; and (c) local implementing measures (together, the “MiFID II Product Governance Requirements”), and disclaiming all and any liability, whether arising in tort, contract or otherwise, which any “manufacturer” (for the purposes of the MiFID II Product Governance Requirements) may otherwise have with respect thereto, the shares of the Company (the “Shares”) have been subject to a product approval process, which has determined that such Shares are: (i) compatible with an end target market of retail investors and investors who meet the criteria of professional clients and eligible counterparties, each as defined in MiFID II; and (ii) eligible for distribution through all distribution channels as are permitted by MiFID II to such target market (the “Target Market Assessment”). Notwithstanding the Target Market Assessment, distributors should note that: the price of the Shares may decline and investors could lose all or part of their investment; the Shares offer no guaranteed income and no capital protection; and an investment in the Shares is compatible only with investors who do not need a guaranteed income or capital protection, who (either alone or in conjunction with an appropriate financial or other adviser) are capable of evaluating the merits and risks of such an investment and who have sufficient resources to be able to bear any losses that may result therefrom. The Target Market Assessment is without prejudice to the requirements of any contractual, legal or regulatory selling restrictions in relation to the offering. Furthermore, it is noted that, notwithstanding the Target Market Assessment, the joint global coordinators and joint bookrunners will only procure investors who meet the criteria of professional clients and eligible counterparties. For the avoidance of doubt, the Target Market Assessment does not constitute: (a) an assessment of suitability or appropriateness for the purposes of MiFID II; or (b) a recommendation to any investor or group of investors to invest in, or purchase, or take any other action whatsoever with respect to the Shares. Each distributor is responsible for undertaking its own target market assessment in respect of the Shares and determining appropriate distribution channels.

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