



Report
on Remuneration
Policy and
Compensation paid
Year 2026

LOTTOMatica

LOTTOMATICA GROUP S.p.A.

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Via degli Aldobrandeschi 300
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(fully paid up)

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www.lottomaticagroup.com

Lottomatica Group S.p.A. Report on Remuneration Policy and Compensation Paid Year 2026

Approved by the Board of Directors
of Lottomatica Group S.p.A.
on 2 March 2026

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Letter from the Chair of the Nomination and Remuneration Committee

Dear Shareholders,

On behalf of the Nomination and Remuneration Committee, I am pleased to present the **Report on the Remuneration Policy and Remuneration Paid of Lottomatica Group S.p.A. for the year 2026**.

The 2025 financial year marked a further step-change in the Group's trajectory. Lottomatica delivered an exceptional performance across all key metrics, both financial and operational, confirming the strength of its business model, execution capabilities and strategic positioning. Also, the Group successfully completed the integration of PWO, exceeding the expected synergies and further strengthening its operational footprint and growth platform.

The Group navigated a significant evolution in its ownership and governance structure during 2025. Following Apollo's full exit in June 2025, continuity and stability were ensured through a timely and orderly transition. The directors affiliated to Apollo resigned from the Board of Directors of Lottomatica and the Board of Directors promptly resolved to (i) appoint the Chief Executive Officer, Guglielmo Angelozzi, also as Chairman, (ii) co-opt four new directors, of which two executive and two non-executive directors, and (iii) appoint a Lead Independent Director, to further enhance the balance, effectiveness, expertise and independence of the Board, in line with best governance practices. As a result, the number of independent directors on the Board is 8, out of 11.

Against this backdrop, the Remuneration Policy for 2026 has been designed to reinforce continued alignment between remuneration and the creation of sustainable value for Shareholders over the medium to long term. The Policy continues to be grounded in transparency and the pay-for-performance principle, with remuneration outcomes closely linked to the achievement of clearly defined, measurable and challenging performance objectives.

A key development of the 2026 Policy is the introduction of a new long-term incentive plan in the form of a **stock option plan**. The plan is explicitly focused on supporting growth and cash generation, thereby fostering sustainable value creation over the medium to long term. In parallel, the

overall remuneration framework has further strengthened the at-risk component, increasing the weight of variable remuneration, both short- and long-term, to appropriately reward performance and extra-performance, while maintaining full alignment with the Company's risk profile and long-term interests.

ESG considerations remain a core pillar of the Group's strategy and remuneration framework. Lottomatica continues to rank as number 1 in its sector according to Sustainalytics and has achieved a AAA rating from MSCI, the highest in the industry and a B rating from CDP for environmental issues. The focus on responsible gaming remains fully embedded in the remuneration structure, representing a key component of both short-term and long-term incentive plans, thereby reinforcing the integration of sustainability into management decision-making and value creation.

In preparing this Report, the Committee has considered the outcomes of an extensive engagement with shareholders and proxy advisors, as well as market benchmarking analyses at a country and international level, conducted with the support of independent external advisors. The feedback received has been carefully considered and has contributed to further strengthening transparency, clarity, and alignment with market best practices.

I would like to conclude by expressing my sincere thanks to the members of the Nomination and Remuneration Committee, the Board of Directors, management, and all colleagues involved for their commitment, professionalism, and constructive contribution throughout the year.

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 2 March 2026, 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 2026 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 2025 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 2026.

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 2025, 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 2026 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 and CEO: € 1,180,000</p> <p>ESR³: fixed remuneration is defined according to the role, its skills and complexity, and its inherent responsibilities</p> |
| <p>Short-term variable remuneration (STI 2026)</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 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 Chairman and CEO, while for the ESR it depends on the role and on average the cap is 110%³ of the fixed remuneration</p> <p>KPI weightings: Chairman and CEO: Group EBITDA (50%), Group Net Financial Debt (35%), three specific and measurable ESG KPIs (15%)</p> <p>ESR: Group EBITDA, Group Net Financial Debt, 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>Chairman and CEO:</p> <ul style="list-style-type: none"> At target: 100% of the fixed remuneration At maximum: 200% of the fixed remuneration <p>ESR:</p> <ul style="list-style-type: none"> At target: 65%³ of the fixed remuneration (average) At maximum: 110%³ of the fixed remuneration (average) |

³ CFO and Deputy CEO, Managing Director Digital & Betting, Chief of External Relations & Communication, and Chief Legal Officer. STI averages are equally weighted.

OVERVIEW

| ELEMENT | PURPOSE | MAIN FEATURES | VALUES |
|--|--|---|---|
| <p>Long-term variable remuneration (LTI Plan 2026-28)</p>  | 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 | <p>Closed Stock Option Plan:</p> <p>Vesting: three-year (April 2026 – April 2029) Strike Price: € 20.58 (average of the stock price in the 30 days before 2 March 2026, day of the approval of the LTI Plan by the Board of Directors)</p> <p>Performance conditions</p> <ul style="list-style-type: none"> Operating Cash Flow per Share vs. Business Plan approved in 2025 for the period 2026-2028 (85%) ESG metrics (15%): Responsible gaming certification G4 (7.5%), Gender pay gap (3.75%), Increase on non-mandatory employee training (3.75%). <p>Gate values for each KPI: for Operating Cash flow/Share 75% of the relevant target, for ESG targets on/off or minimum value.</p> <p>Kick factor: the total number of options granted is increased so as to reach a dilution of: (i) 2.5%⁴ if the share price reaches or exceeds € 35 for a period of 30 consecutive days⁵ during the vesting period; or (ii) 3.5%⁴ if the share price reaches or exceeds € 35 for a period of 30 consecutive days⁵ during the vesting period and the IRR⁶ is equal to or greater than 40%. In any case, the maximum number of shares delivered to the beneficiaries for all active equity plans may never exceed 5% of the current share capital. Should this threshold be exceeded mathematically, the dilution resulting from the kick factor under the present plan will be reduced accordingly.</p> <p>Automatic anti-dilution mechanism: as a safeguard against excessive dilution, the options are automatically converted into shares if the share price is equal to or exceeds € 35 for a period of 30 consecutive days⁵ during the vesting period. The shares resulting from the application of this anti-dilution mechanism are subject to the same vesting and lock-up periods described below</p> <p>Lock-up requirements: Converted shares are subject to the following lock-up (2029-2031): 50% until April 2029, 25% until April 2030 and 25% until April 2031</p> <p>Plan subject to malus and clawback conditions Note: the new LTI Plan will be submitted to the next AGM for approval, so all matters related to it are conditional upon its approval. The list of beneficiaries and the number of options that will be awarded to them (and other aspects of the execution of the LTI Plan) will, therefore, be decided by the Board of Directors after and upon approval of the LTI Plan by the AGM (consistently with this Remuneration Policy, if approved and where applicable). This applies to this entire document.</p> | <p>Chairman and CEO:</p> <ul style="list-style-type: none"> At target: 140%⁷ of the fixed remuneration At maximum: 350%⁷ of the fixed remuneration <p>ESR:</p> <ul style="list-style-type: none"> At target: 72%^{3,7} of the fixed remuneration (average) At maximum: 179%^{3,7} of the fixed remuneration (average) |

³ CFO and Deputy CEO, Managing Director Digital & Betting, Chief of External Relations & Communication, and Chief Legal Officer. STI averages are equally weighted.




⁴ Shares delivered to the beneficiaries after vesting and upon exercise of the options.

⁵ Means Calendar Days.

⁶ The IRR is calculated using the strike price of €20.58 as the entry point on 2 March 2026, and €35 as the exit point on the first day of the 30-day observation period that triggers the kick factor.

⁷ Yearly amount, equal to total amount assigned divided by the three-year vesting period.

OVERVIEW

| ELEMENT | PURPOSE | MAIN FEATURES | VALUES |
|---|---|--|--|
| Non-competition agreements  | Protects the interests of the Company following the exit of key resources | Specific individual agreements covering non-competition | Chairman and CEO / ESR: duration of 12 months. Up to 12 months of fixed remuneration will be granted |
| Treatment in the event of termination of office or termination of employment  | 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 | Chairman and CEO / ESR: 24 months of total remuneration including fixed and short-term variable remuneration (STI), but excluding LTI and other corporate benefits |
| 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 |



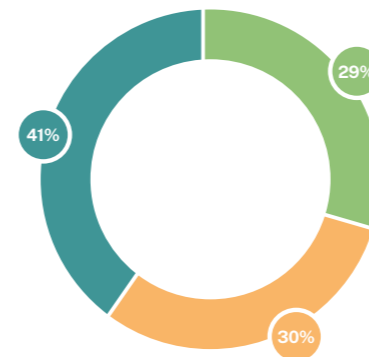
Pay Mix for the Chairman and CEO and the ESR

The remuneration package of the Chairman and CEO and the ESR places emphasis on the variable component, with a clear link between strategy, value creation, and performance.

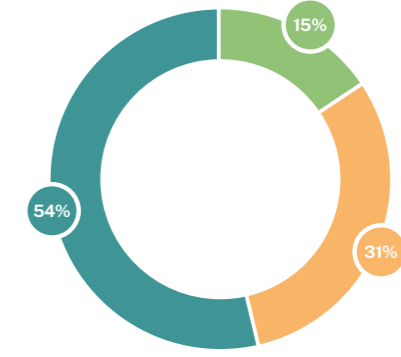
A significant proportion of the package is tied to the achievement of predefined results (pay for performance), ensuring alignment with the Company's long-term goals.

Chairman and CEO

Pay mix at Target

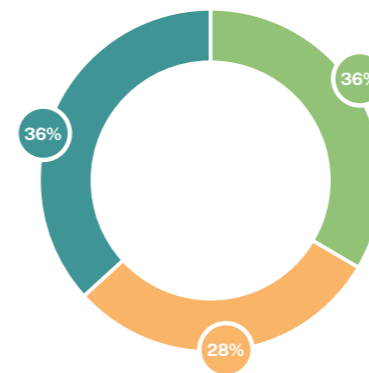


Pay Mix at Maximum

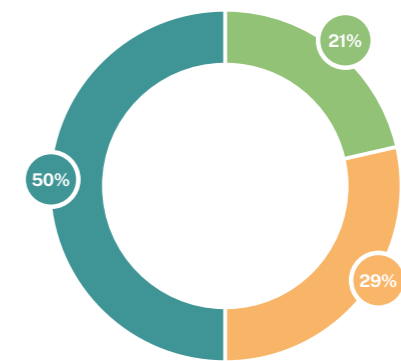


ESR

Pay mix at Target



Pay Mix at Maximum





Section I

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 consolidated its position as the Italian leading gaming player via a combination of organic growth and value-accretive acquisitions, with a consistent focus on shareholder returns, leveraging its solid operational foundation and integration capabilities. The Remuneration Policy reflects this approach 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 story of growth and cash flow generation. 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.

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 2026 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 performance, and shareholder value creation;
 - Performance objectives are pre-determined, measurable, clear, and challenging, ensuring that they are attainable and directly influenceable by the individual.
- Limits defined for variable remuneration:
 - STI: The Chairman and 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 110% of the fixed remuneration;
 - LTI: The number of options granted at fair value per participant corresponds to 350% of the fixed remuneration for the Chairman and CEO and 179% on average for the ESR. The totality of these options will vest only if all the performance conditions achieve the maximum objective, otherwise a lower number of options will vest, as described below.

An adequate deferral, with part of the vested LTI deferred for five years (three-year vesting period, followed by a lock-up period of one and two years). 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, provid-

ing 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 (the "STI") and the Long-Term Incentive (the "LTI") granted in the form of financial instruments, or to withhold deferred amounts or shares, in the event of specific circumstances, including by way of example but not limited to:

- 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 4 Executives with Strategic Responsibilities (ESR) in the positions of:

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

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:

- 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;
- pursue further horizontal and vertical consolidation through bolt-ons, extracting value also leveraging our integration capabilities, whilst maintaining a strong discipline on capital allocation and focus on shareholder returns.

1.3 External experts and market references

As part of its advisory and proposal-making activities, the Nomination and Remuneration Committee engaged external experts in order to obtain market analyses on matters relevant to its remit. In particular, the independent external advisor, Cutillo & Partners⁸, provided information on market trends, prevailing practices and remuneration levels, supporting the Committee in assessing the appropriateness of the remuneration of the Chairman and CEO and of the Executives with Strategic Responsibilities.

In line with Recommendation No. 25 of the Italian Corporate Governance Code, market benchmarking plays a key role in the process of defining the Remuneration Policy. The competitiveness of remuneration is assessed through a structured position evaluation methodology that ensures consistency in comparisons and alignment with the external market. For top executive roles, the reference market used to assess remuneration positioning includes comparable positions with similar levels 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 underpin the corporate governance model adopted by Lottomatica Group.

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

2.2 Board of Directors

The Board of Directors of Lottomatica Group is composed of members who meet the requirements established by applicable laws and regulations and remains in office for a maximum term of three financial years. The Board currently consists of 11 members, appointed by the Shareholders' Meeting of 15 March 2023 for a three-year term, expiring upon approval of the financial statements for the year ending 31 December 2025 at the Shareholders' Meeting convened for 20 April 2026.

On 30 June 2025, following Apollo's full exit from the Company, the Chairman Andrea Moneta and the non-executive directors Michele Rabà, Michael Saffer, and Yulia Shakhova, resigned from the board of Lottomatica, and on 2 July 2025 the Board resolved to appoint the CEO Guglielmo Angelozzi also as Chairman and, pursuant to Article 2386 of the Italian Civil Code and Article 13.18 of the Company's by-laws, co-opt two new members as executive directors, Laurence Lewis Van Lancker, current Chief Financial Officer of the Company, appointing him also as Deputy CEO, and Alessandro Fiumara, current Managing Director Digital & Betting. In addition, after consulting the

⁸ Consulting firm specialized in executive compensation and corporate governance issues, among the Italian leaders in the areas covered, founded and directed by Guido Cutillo, adjunct professor at Luiss Business School where he is the Director of an observatory on corporate governance issues, as well as a lecturer on the same topics in executive courses promoted by the School itself. Before founding C&P, he gained more than 25 years of experience in advising listed companies as a Partner of leading international management consulting firms.

independent directors, with the favourable opinion of the Nomination and Remuneration Committee, the Board of Directors appointed independent director Nadine Faruque as Lead Independent Director, in line with the provisions of the Corporate Governance Code. On 5 September 2025, the Board, with the favourable opinion of the Nomination and Remuneration Committee and the Board of Statutory Auditors, resolved to co-opt additional two new members pursuant to Article 2386 of the Italian Civil Code and Article 13.18 of the Company's Articles of Association: Tiziana Togna and Fabrizio Virtuani as non-executive directors with the independence requirements under applicable regulations and the Corporate Governance Code.

The current Board of Directors, whose composition is set out in the table below, will remain in office until the approval of the financial statements for the year ended 31 December 2025, at which time the Shareholders' Meeting will appoint the Board of Directors for the 2026–2028 term of office.



Guglielmo Angelozzi
Chair & CEO

DIRECTORS



Laurence Lewis Van Lancker
Deputy CEO



Alessandro Fiumara



Nadine Farida Faruque
Lead Independent Director



John Paul Maurice Bowtell



Catherine Renee Anne Guillaud



Augusta Iannini



Marzia Mastrogiacomo



Gaia Mazzalverì



Tiziana Togna



Fabrizio Virtuani

Lottomatica Group has adopted specific regulations and policies governing stakeholder engagement, diversity, independence and organizational impact.

As at 31 December 2025, Lottomatica Group's Board of Directors has an average age of 58, with the majority of members being women, and comprises eleven members of which three executives and eight non-executives: Guglielmo Angelozzi (Chairman and CEO), John Paul Maurice Bowtell, Nadine Farida Faruque, Catherine Guillouard, Augusta Iannini, Marzia Mastrogiacomo, Gaia Mazzalveri, Fabrizio Virtuani, Tiziana Togna, Laurence Lewis Van Lancker and Alessandro Fiumara.

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

The Board of Directors has established the following internal Committees: the ESG Committee, the Control and Risk Committee, the Related Parties Committee and the Nomination and Remuneration Committee.

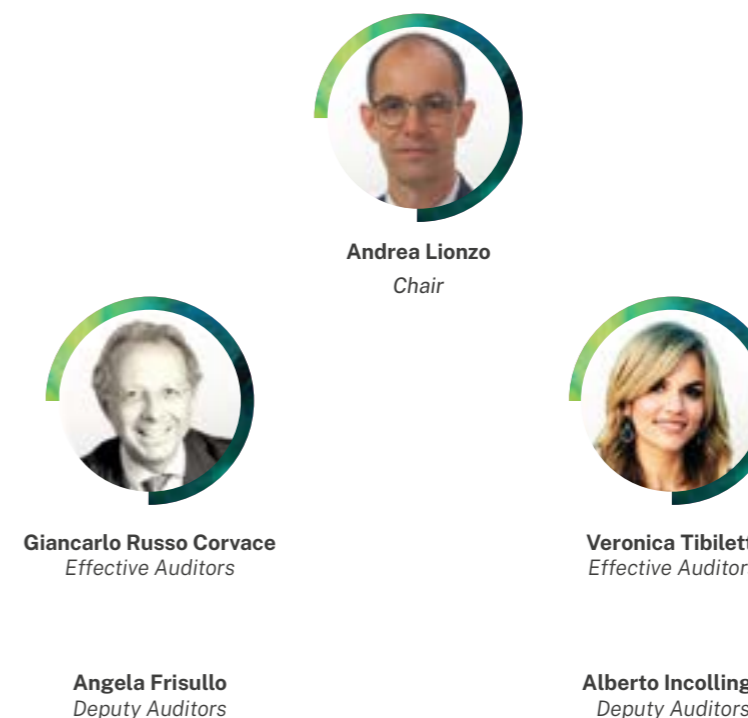
Among its responsibilities, the Board of Directors:

- Determines the structure and level of remuneration of 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;
- Defines, with the assistance of the Nomination and Remuneration Committee, the remuneration policy applicable to the Company's directors, general managers, and Executives with Strategic Responsibilities;
- Prepares 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 Related Parties 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, and will remain in office until the approval of the financial statements for the year ending 31 December 2025 at the Sharehold-

ers' Meeting, at which a new Board of Statutory Auditors will be appointed for the 2026–2028 term. The current composition of the Board of Statutory Auditors is as follows:



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 (the "Committee") comprises three non-executive and independent members and plays a key role in supporting the Board of Directors in overseeing the Remuneration Policy and designing the short- and long-term incentive plans.

The Committee is vested with advisory and proposal-making functions in relation to the determination of the remuneration of the Group's executive directors, directors holding special offices and Executives with Strategic Responsibilities (ESR), as well as with respect to the appointment of directors and the definition of the size and qualitative and quantitative composition of the Board of Directors.

2.4.1 Main tasks of the Nomination and Remuneration Committee

The Committee is entrusted with investigative, advisory and proposal-making functions, including the following main responsibilities:

- Assist the Board of Directors in defining the optimal composition of the Board and its Committees as well as carry out the self-assessment of the Board and its Committees;
- Support 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 that a list of candidates is submitted by the outgoing Board;
- Support the administrative body in the preparation, updating and implementation of the succession plan for the Chief Executive Officer and other executive directors, as well as in assessing the adequacy of succession procedures for 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 opinions on specific matters submitted to its examination by the Board of Directors.

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 2025, the Committee of Lottomatica carried out its activities with the objective of ensuring that the Company's remuneration and nomination framework remained transparent, fair and consistent with the Group's strategic priorities, sustainable value creation and the interests of Shareholders. Over the year, the Committee convened 9 times to address key strategic, governance and organisational matters, operating in accordance with the applicable laws and regulations and the recommendations of the Corporate Governance Code. In line with Recommendation 26 of the Corporate Governance Code, the Committee ensured that no Director took part in discussions and decisions relating to their own remuneration.

The Committee's work, supported by the Group Human Resources & Organization function and, where appropriate, by external advisors, primarily focused on the following areas:

- **Assessment of 2025 STI performance and definition of 2026 KPIs:** the Committee reviewed the outcomes of the 2025 Short-Term Incentive (STI) plan, assessed performance against targets and supported the definition of the 2026 KPI framework, including corporate, ESG and individual objectives, to ensure that incentive outcomes remain closely aligned with business priorities, strategic execution and the sustainability agenda;
- **Review and monitoring of the STI framework:** the Committee evaluated the continued adequacy of the STI policy and its governance model, ensuring clarity of structure, accountability and internal consistency with the Remuneration Policy approved by the Shareholders' Meeting, also considering the need for continuity, transparency and appropriate risk-adjustment mechanisms;
- **Succession planning and leadership development:** the Committee monitored succession planning for key roles and critical positions, assessed potential internal successors, and supported the implementation of managerial development initiatives aimed at strengthening the leadership pipeline and ensuring continuity in the execution of the Group's strategy;
- **Benchmarking and competitiveness of remuneration:** the Committee reviewed external mar-

ket benchmarks and internal pay positioning in order to support the Board's assessment of remuneration levels, ensuring continued competitiveness in attracting and retaining key talent, while maintaining coherence with pay-for-performance principles and the Company's remuneration architecture;

- **Design of the new Long-Term Incentive plan:** the Committee oversaw the design and development of the new Long-Term Incentive (LTI) plan, with the aim of further reinforcing alignment between the variable remuneration of key management and long-term, sustainable value creation for Shareholders, including the definition of eligibility, performance conditions, vesting structure, governance safeguards and relevant disclosure to support an informed Shareholder vote;
- **Board nomination process and governance evolution (Board and Committee composition):** the Committee assessed the shortlist and selection methodology proposed by Spencer Stuart in connection with the appointment process for two new members of the Board of Directors, and supported the evaluation of a proposal to appoint internal executives to the Board (including the CFO and the Managing Director Digital & Betting), considering governance implications, role complementarities, and overall Board balance. In parallel, the Committee reviewed the composition of Board Committees and submitted related proposals to the Board, including: (i) the appointment of a member to fill the vacancy within the Nomination and Remuneration Committee; and (ii) the strengthening of Committee oversight through an increase in the number of members of the Related Parties Committee and the Control and Risk Committee, together with the related appointments and consequent resolutions. These activities were conducted with the objective of ensuring an effective allocation of duties, adequate expertise and independence, and a Committee structure proportionate to the growing complexity of the Group;
- **Proposal regarding the appointment of the Lead Independent Director (the "LID"):** the Committee supported the Board in evaluating the introduction/appointment of the Lead Independent Director, including the definition of the role's remit and governance rationale, particularly in relation to ensuring appropriate balance within the Board and facilitating effective coordination among Independent Directors. The Committee also formulated a proposal regarding the compensation associated with the LID role, in line with market practices for listed companies and the additional responsibilities attributed to the position;
- **Procedure for the assessment of Directors' independence:** the Committee reviewed and supported the definition and/or application of the procedure for the annual assessment of the independence of Directors, in accordance with applicable laws and the Corporate Governance Code. This included the verification of independence requirements based on information provided by Directors, the assessment of any potential conflicts of interest or relationships that could affect independence, and the formulation of the Committee's recommendations to the Board for the related resolutions and disclosures.

2.4.2 Composition

The Committee consists of three non-executive independent directors: Nadine Faruque as Chair, Augusta Iannini and Marzia Mastrogiacomo. 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 I and, with an advisory vote, on Section II 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, including the proposal for the new Long-Term Incentive plan designed for the period 2026-2028.

2.6 Relationship with Shareholders

Lottomatica values the dialogue with its Shareholders and institutional investors on governance and 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 2025 and March 2026. 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 2025.

As a result of this engagement, adjustments were made to the 2026 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 2026 was approved by the Board of Directors, on the proposal of the Nomination and Remuneration Committee, at its meeting of 2 March 2026, 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 2026 compared to the previous year

In defining the 2026 Remuneration Policy, the Company conducted a structured engagement with a broad base of institutional investors and other relevant stakeholders, including proxy advisors. The feedback received was carefully reviewed by the Committee and the Board of Directors and has been reflected in the updated policy. The changes introduced for 2026 aim to further strengthen alignment with shareholders' interests, reinforce the pay-for-performance principle, enhance transparency and ensure consistency between remuneration outcomes, long-term value creation and the Company's evolving governance and organizational structure. The main changes are:

- **Introduced a new Long-Term Incentive Plan:** the main innovation of the 2026 Remuneration Policy is the introduction of a new long-term incentive plan, structured as a closed (also called fixed-term) stock option plan with a single cycle of three-year performance and vesting period. The plan, with vesting subject to the achievement of clearly defined, measurable and pre-determined KPIs, has been designed to promote a strong and direct alignment between management and shareholders by linking remuneration outcomes to the creation of sustainable value creation over the medium-to-long term. The beneficiaries of the plan include the Chairman and CEO, the Executives with Strategic Responsibilities (ESR) and a broader eligible management population. It incorporates standard market best practices, such as anti-dilution provisions, malus and clawback provisions, lock-up periods following the end of the vesting period, and good / bad leaver provisions, which mitigate excessive risk-taking and ensure alignment with long-term shareholder interests. The Long-Term Incentive Plan is paid over a five-year period, whereby 50% of the options awarded vest at the end of the three-year vesting period, while the remaining 50% is subject to an additional two-year lock-up (25% released at the end of the first year and 25% at the end of the second year);
- **Adapted the governance model to ensure continuity:** the 2026 Remuneration Policy also reflects the evolution of the Company's governance framework following the appointment of the CEO also as Chairman of the Board of Directors, a change that occurred in the context of the

exit of Apollo as controlling shareholder and the progressive transformation of the Group into a larger and more complex listed company. The combination of the two roles entails a broader scope of responsibilities, including enhanced strategic oversight, governance leadership and further external representation. In the same context, the appointment of the CFO as Deputy CEO strengthens the executive leadership model and supports continuity and effectiveness in execution. The current governance arrangements, and in particular the combination of the roles of Chair and Chief Executive Officer are intended to be transitional in nature, and the Board will continue to regularly assess this setup, ensuring that Board independence and the interests of all shareholders remain fully safeguarded (refer to paragraph 6.1 for further details);

- **Strengthened the Board governance through the Lead Independent Director:** as part of the ongoing enhancement of its governance framework, the Company has introduced the role of Lead Independent Director, assigned to Nadine Faruque. This role is intended to further strengthen Board independence, support effective Board functioning and provide an additional safeguard in the balance of powers, particularly in light of the combination of the CEO and Chairman roles. Among other things, the Lead Independent Director also organizes and manages the meetings of the non-executive independent directors and provides views and inputs to the Chairman on the agendas of the board meetings (as also every board member can do). The introduction of the Lead Independent Director is consistent with best practices adopted by comparable listed companies and addresses expectations expressed by investors and proxy advisors;
- **Broadened the perimeter of Executives with Strategic Responsibilities (ESR):** the 2026 Remuneration Policy reflects the broadened perimeter of Executives with Strategic Responsibilities (ESR). This evolution is driven by the increased operational, organisational and regulatory complexity of the Group and the need to ensure adequate managerial depth across key strategic and business areas. The inclusion of additional ESRs within the scope of the remuneration policy supports effective succession planning, retention of key talent and alignment of incentives with the Group's long-term strategic objectives, in line with market practices and shareholder expectations.

4. Remuneration of the Board of Directors

Pursuant to Article 22 of the Company's Articles of Association, the Shareholders' Meeting determines the remuneration of the directors in accordance with Article 2389, first paragraph of the Italian Civil Code.

On 30 June 2025, following Apollo's full exit from the Company, the Chairman Andrea Moneta and the non-executive directors Michele Rabà, Michael Saffer, and Yulia Shakhova resigned from the Board of Directors of Lottomatica. On 2 July 2025, the Board of Directors resolved to appoint the Chief Executive Officer, Guglielmo Angelozzi, also as Chairman and, pursuant to Article 2386 of the Italian Civil Code and Article 13.18 of the Company's Articles of Association, to co-opt two new executive directors: Laurence Lewis Van Lancker, Chief Financial Officer of the Company, appointed also as Deputy CEO, and Alessandro Fiumara, Managing Director Digital & Betting. On 5 September 2025, the board, with the favourable opinion of the Nomination and Remuneration Committee and the Board of Statutory Auditors, resolved to co-opt additional two new members pursuant to Article 2386 of the Italian Civil Code and Article 13.18 of the Company's Articles of Association: Tiziana Togna and Fabrizio Virtuani as non-executive directors with the independence requirements under applicable regulations and the Corporate Governance Code.

In addition, following consultation with the independent directors and with the favourable opinion of the Nomination and Remuneration Committee, the Board appointed independent director Nadine Faruque as Lead Independent Director, in line with the recommendations of the Italian Corporate Governance Code.

The current Board of Directors will remain in office until the approval of the financial statements for the year ending 31 December 2025. The Shareholders' Meeting convened for 20 April 2026 will appoint the Board of Directors for the 2026–2028 term of office and determine its total remuneration. The proposal submitted to the Shareholders' Meeting provides for a total remuneration of the Board of Directors amounting to € 1,700,000 and takes into account the results of the remuneration benchmarking analysis and the recommendations of the outgoing Board. Following the resolutions of the Shareholders' Meeting, the newly appointed Board of Directors will determine the allocation of the total remuneration among its members, in compliance with applicable laws, the Articles of Association, and the resolutions adopted by the Shareholders' Meeting.

4.1 Chairman

The remuneration of the Chairman for the 2023–2026 term of office was set at € 300,000 on 15 March 2023, taking into account the professional profile of the officeholder and the outcomes of the remuneration benchmarking analysis at that time. On 2 July 2025, the newly appointed Chairman, Guglielmo Angelozzi, waived his entitlement to the Chairman's remuneration until the end of the current term (coinciding with the Shareholders' Meeting of 20 April 2026) and, in any case, until the roles of Chairman and CEO remain combined, in consideration of the temporary nature of this setup.

4.2 Lead Independent Director

The remuneration of the Lead Independent Director is set at € 40,000 per year, in addition to the remuneration as a non-executive director. Such remuneration applies from the date of appointment on 2 July 2025 and remains effective until the end of the current term of office, coinciding with the Shareholders' Meeting of 20 April 2026.

4.3 Non-Executive Directors

Non-executive directors receive an annual base fee of € 70,000, as resolved by the Shareholders' Meeting of 15 March 2023, for the duration of their mandate. In addition, non-executive directors are entitled to further remuneration for participation in Board Committees, reflecting market benchmarks, the skills and professionalism required, and the level of commitment associated with each role.

The annual fees for Committee participation are shown in the table below.

| Compensation | 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 |

No severance payments or indemnities are provided for non-executive directors in the event of resignation or early termination of office.

5. Remuneration of the Board of Statutory Auditors

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

The Board of Statutory Auditors currently in office was appointed by the Shareholders' Meeting of 15 March 2023 for a three-year term, expiring upon approval of the financial statements for the year ending 31 December 2025 at the Shareholders' Meeting convened for 20 April 2026. The annual remuneration was set at € 70,000 for the Chair of the Board of Statutory Auditors and € 60,000 for each Statutory Auditor.

| Role | Compensations |
|----------------|---------------|
| Chair | € 70,000 |
| Acting auditor | € 60,000 |

Such remuneration reflects the competence, professionalism, and commitment required by the role, as well as relevant market benchmarks, taking into account the Company's size and sector of activity.

The remuneration of the members of the Board of Statutory Auditors consists exclusively of a fixed component and is not linked, directly or indirectly, to the economic results of the Company.

The Shareholders' Meeting convened for 20 April 2026 will appoint the new Board of Statutory Auditors for a three-year term and determine the remuneration of the Chair and each member. The proposal submitted to the Shareholders' Meeting provides for a remuneration of € 85,000 for the Chair of the Board of Statutory Auditors and € 75,000 for each Statutory Auditor.

6. Remuneration of the Chairman and CEO and the ESR

The fixed remuneration levels of the Chairman and 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, payable in cash subject to the achievement of yearly objectives;
- Long-term incentive plan, 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 Chairman and CEO Remuneration

Lottomatica aims to continue excelling in creating value for its Shareholders. Accordingly, the remuneration policy is designed not merely to align with market median levels, but to serve as a key lever for attracting, retaining and motivating a high-performing management team capable of delivering superior performance over the long term.

Following Apollo's exit on 30 June 2025, the Board of Directors resolved to temporarily assign the role of Chair to Guglielmo Angelozzi. This decision was intended to ensure continuity and provide clarity, both internally and externally, regarding the Company's leadership during a critical phase of its development, following its inclusion in the FTSE MIB index.

In order to preserve an appropriate balance of independence within the Board, Nadine Faruque was appointed as Lead Independent Director, in line with governance best practice and the recommendations of the Italian Corporate Governance Code. Ms. Faruque, a recognized executive with extensive board experience in Italy and internationally, coordinates the activities of the 8 independent board members to ensure that proper balance to the executive members is achieved (including, but not only, pre-discussing the board agendas and chairing meetings that include independent board members only).

The current governance setup, and in particular the combination of the roles of Chair and Chief

Executive Officer, are intended to be transitional in nature. The Board will continue to regularly assess this setup, ensuring that Board independence and the interests of all shareholders remain fully safeguarded.

At this stage of the Company's development, Lottomatica is navigating a complex operational and market environment that requires a strong alignment between long-term strategic direction and day-to-day execution. The temporary combination of the roles of Chair and CEO is intended to facilitate the efficient and consistent translation of strategic priorities into operational decision-making.

The Remuneration Policy is structured in accordance with the specific mandates of the Chairman and director of the Board of the Company and the executive responsibilities performed within Lottomatica Group, taking into account prevailing market best practices and remuneration benchmarks, and placing strong emphasis on the principle of pay for performance.

Alignment with Company Performance and Strategy

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

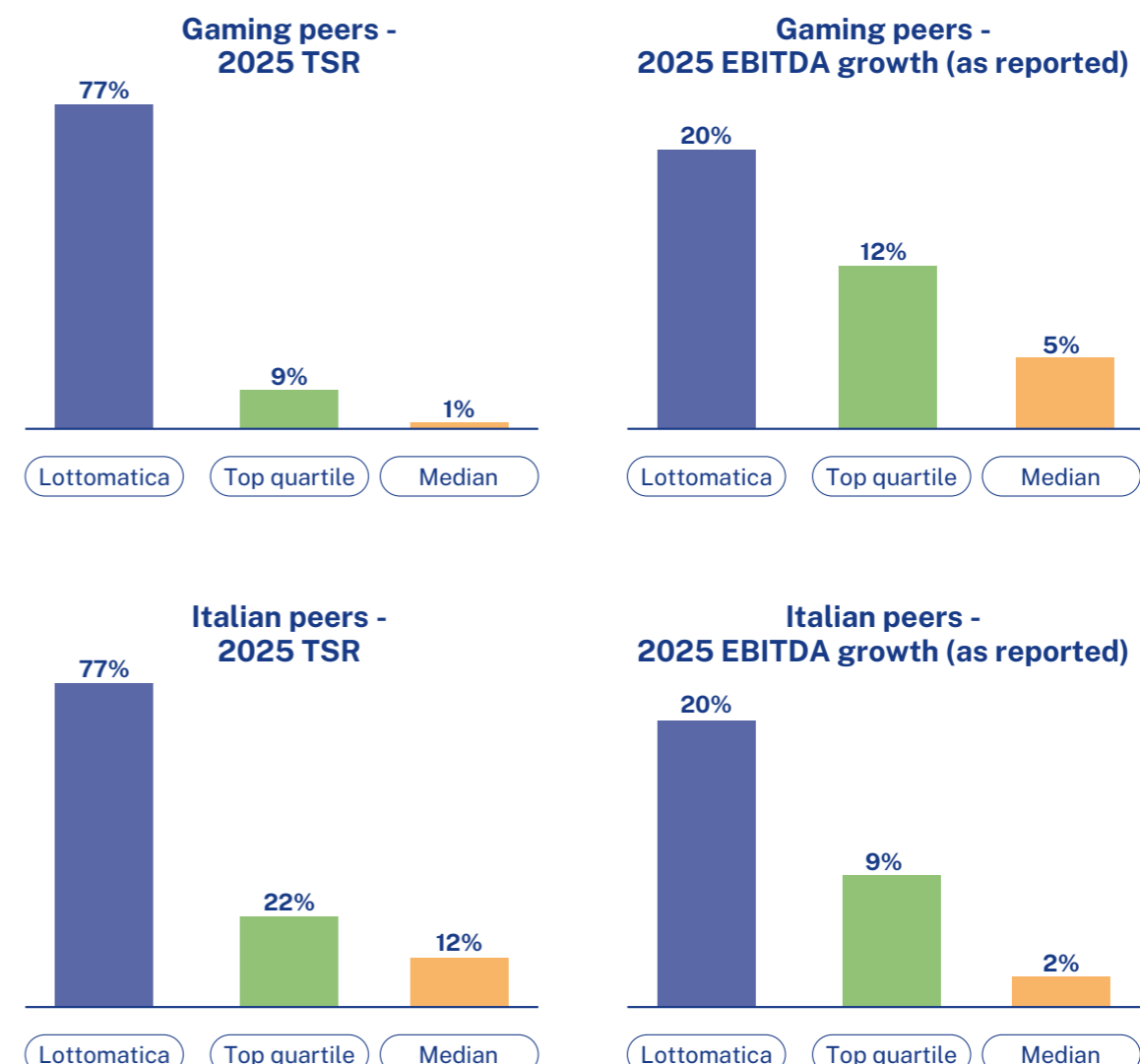
- Ensure fair and competitive compensation in line with the Chairman and CEO's role and performance;
- Support Lottomatica's positioning as a listed company by progressively aligning remuneration policies with market best practices in the gaming sector, particularly in the balance between fixed and variable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

Upon recommendation by the Remuneration Committee and subject to approval of this report at the Shareholders' Meeting, the Board of Directors on 2 March 2026 approved to increase only the long-term remuneration component (LTI) of the Chairman and CEO, resulting in an increase in the total compensation opportunity of 15% at target and of 20% at maximum performance level, compared to 2025. As a result, a substantial majority of the Chairman and CEO's remuneration is at-risk, namely 71% at target and 85% at maximum level of performance.

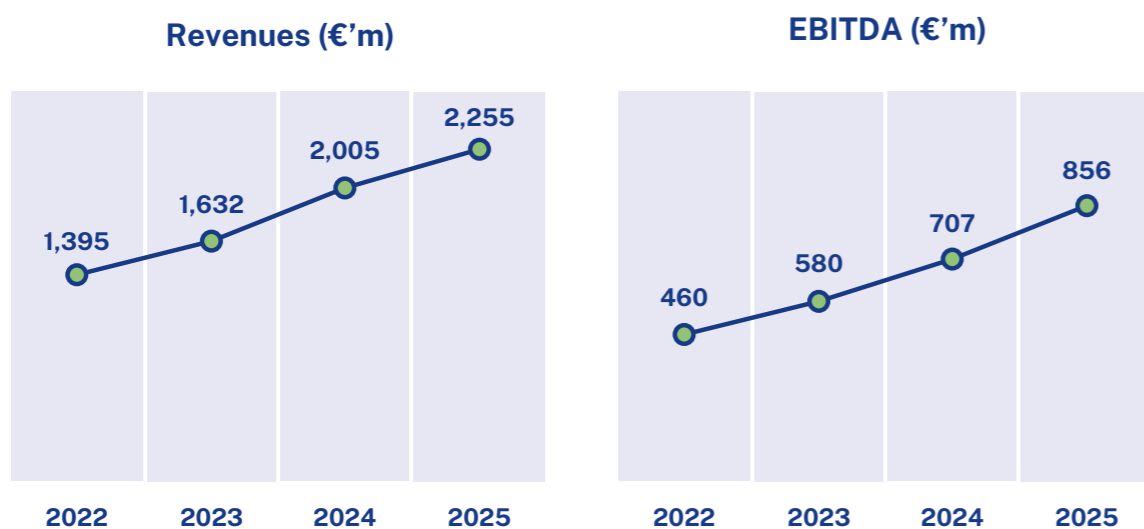
This decision is directly linked to Lottomatica's exceptional financial and operational performance achieved and expected for the future, its competitive market position, the increased size and complexity of managing the business, the entry into the FTSE MIB index, and a thorough assessment of the relevant peer group, and aims to maximize alignment with shareholder value creation.

The charts below illustrate Lottomatica's continued record-breaking performance in 2025, both in absolute terms and relative to peers, whereby EBITDA grew by 20% vs peers median at 3% and Total Shareholder Return (TSR) of 77% vs peers median of 5%; as well as the continued improvement in the Company's operating and financial metrics since 2022.

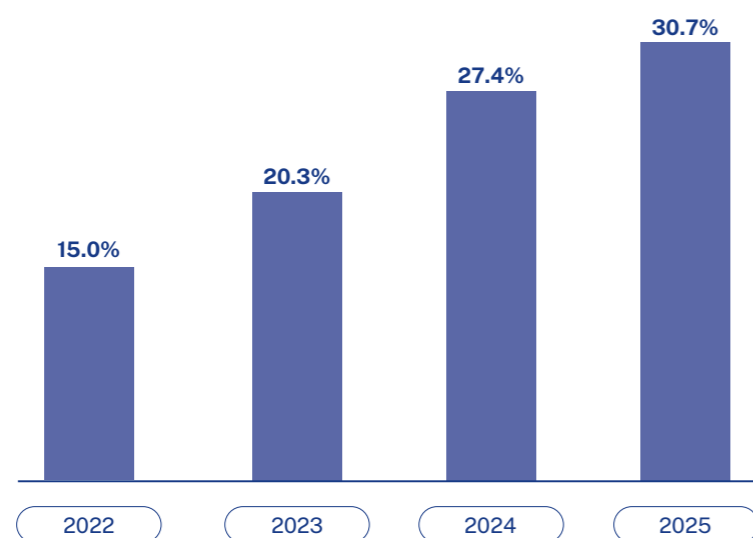
Lottomatica's performance in 2025 vs peers



Lottomatica's performance 2022-2025



Online market share (reported)

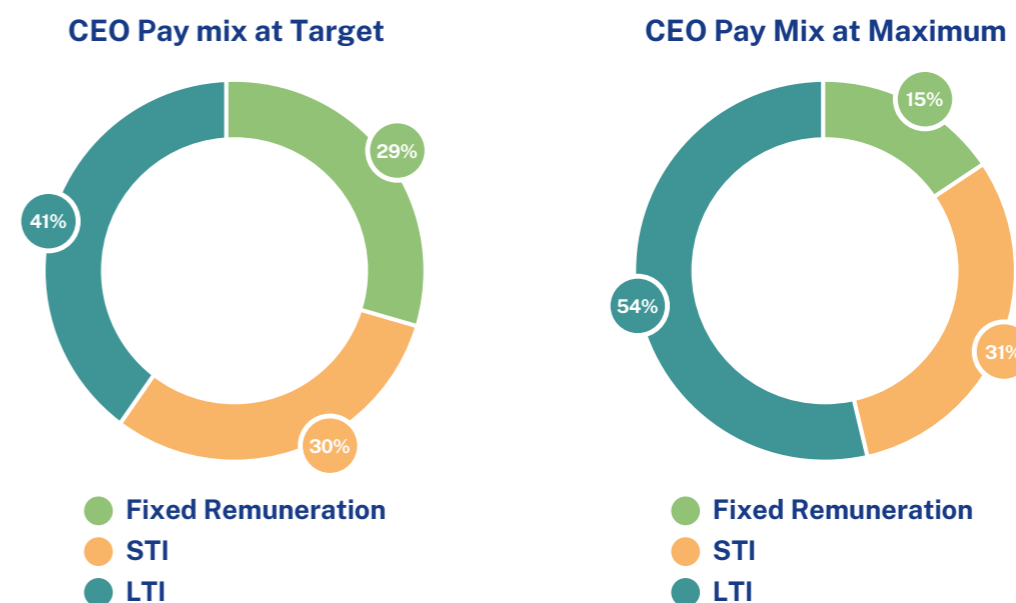


The components and values of the total remuneration of the Chairman and CEO are shown in the table below.

| (*000) | Minimum | Target | Maximum |
|--------------------|---------|---------|---------|
| Fixed remuneration | € 1,180 | € 1,180 | € 1,180 |
| STI | € 0(*) | € 1,180 | € 2,360 |
| LTI | € 0(**) | € 1,652 | € 4,130 |

* 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 Chairman and CEO's 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. As shown in the charts below, the incentive compensation constitutes a significant majority of the Chairman and CEO's compensation, whereby a substantial majority, 71% at target and 85% at max, is at-risk.



Based on the analysis conducted in collaboration with an external consulting firm, the Chairman and CEO's total remuneration stands between the median of the identified peer group⁹ and the top quartile, notwithstanding Lottomatica's results continue (in all metrics) to be consistently above top quartile.

⁹ In line with the previous year, the selected peer group counts in total 12 companies in two sub-sets: Gaming peers (Flutter, Entain, IGT, Playtech and Evoke), and Italian peers (Nexi, Amplifon, Recordati, Pirelli, Brembo, De Longhi and MFE-Mediaset)

6.1.1 Fixed Remuneration

The fixed remuneration of the Chairman and CEO (i) is commensurate with the duties and responsibilities assigned, the complexity of the role and the specific skills required; (ii) provides adequate and balanced remuneration in relation to the variable components; and (iii) is consistent with the remuneration levels applied by comparable companies within the relevant industry.

The fixed remuneration of the Chairman and CEO consists of an emolument for his role as CEO and Director of Lottomatica Group, together with a fixed salary for his executive role within the Group. In light of the transitional nature of the combined roles of Chairman and CEO, the Chairman and CEO is waiving the emolument normally payable for the office of Chairman for the relevant period.

On 2 March 2026, the Board of Directors resolved to confirm the same level of fixed remuneration as in 2025, amounting to a total of € 1,180,000.

6.1.2 Short-term variable remuneration

The STI award entitles the Chairman and 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.

The STI provides for the assignment of KPIs that are closely linked to corporate priorities, challenging yet 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 performance level above which excess performance is not remunerated.

| Access gate for the activation of the plan: Group EBITDA ≥ Gate Value | | |
|--|-------------|---|
| | On/Off | |
| KPIs | Weight | Payout range (% of fixed remuneration) |
| Group EBITDA | 50% | |
| Group Net Financial Debt | 35% | |
| 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.

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

| | Weight % | Performance range | | |
|---|----------|-------------------|--------|---------|
| | | Minimum | Target | Maximum |
| % of Responsible Gaming informative Communications out of total online Customer Base Contacts ¹⁰ | 7.5% | 8% | 10% | 12% |
| Scope 2 emissions containment: • KPI: % of PODs (point of delivery) contracted with green electricity certified with GO (guarantees of origin) on total PODs • Perimeter: In Italy, company non-shared premises and directly managed gaming halls @1.1.2026 | 3.75% | 90% | 95% | >95% |
| Renewal of ESG-related certifications: ISO 37001 (Anticorruption); ISO 27001 (Data protection); ISO 45001 (Health and safety); UNI/PDR 125:2022 (Gender equality); ISO 14001 (Environmental); ISO 14064 (Greenhouse Gas Management) ¹¹ ; ISO 27701 (Privacy Information Management System) KPI: renewal of certifications by 31 Dec 2026 | 3.75% | | On/Off | |

In the event of termination of office, assuming good leaver circumstances, the short-term incentive (STI) is paid on a pro-rata basis in proportion to the effective period of service during the financial year.

Similarly to the fixed remuneration component, on 2 March 2026 the Board of Directors resolved to confirm the same STI payout levels as in 2025, both at target and at maximum level of performance.

¹⁰ RG-marked communications include contents promoting awareness of RG tools availability to customers, like self-limitations, self-exclusion, self-evaluation tests, RG awareness campaigns, amongst other.
¹¹ Holding and Concessionaires perimeter.

6.1.3 Long-Term variable remuneration

Following the completion of the three vesting cycles of the long-term incentive plan for the 2023–2025 period, a new long-term incentive (LTI) plan has been designed for the 2026–2028 cycle. The plan aims to further strengthen the alignment of the Chairman and CEO's variable remuneration with the creation of long-term and sustainable value for Shareholders. The criteria adopted in defining the plan are consistent with prevailing market best practices and remuneration benchmarks, as well as with the principles and recommendations of the Italian Corporate Governance Code.

The plan was approved by the Board of Directors on 2 March 2026, taking into account the feedback received from investors and the opinion of the Board of Statutory Auditors, for matters within its competence.

The LTI is structured as a stock option plan providing for the allocation of options, each granting the right to subscribe for or purchase one share of Lottomatica Group, in accordance with the terms and conditions set out in the relevant plan regulation, at a unit price equal to the applicable strike price. The Board of Directors, upon proposal of the Nomination and Remuneration Committee, determined the total number of options that may be granted to beneficiaries under the plan.

Where, during the period between the grant of the options and their exercise, the market value of the Company's shares increases, beneficiaries may exercise the options at the predetermined strike price, thereby realising a gain.

The plan is structured as a closed plan, under which all options relating to the 2026–2028 cycle are granted at inception at the same strike price, with a vesting period of three years subject to the achievement of certain predefined performance conditions.

The performance conditions (KPIs), which affect the vesting of the rights, and relative weightings are:

- Operating Cash Flow per Share 2026-2028 (actual results compared with the Business Plan)¹²: 85%;
- ESG objectives¹³: 15%

¹² The KPI provides for a progressive vesting curve starting from the achievement of 75% of the three-year target (resulting in 0% vesting of the options linked to the objective), up to 100% (resulting in 40% vesting of the options linked to the objective, equal to 34% of the total number of options awarded), and reaching 125% of the three-year target (resulting in 100% vesting of the options linked to the objective, equal to 85% of the total number of options awarded).

¹³ The Gender Pay Gap is assessed on a binary basis (on/off); the G4 certification is also assessed on a binary basis (on/off). Training follows a progressive vesting curve starting from the achievement of a +4% increase in training hours (resulting in 0% vesting of the options linked to the objective), up to +6% (resulting in 40% vesting of the options linked to the objective), and reaching +8% (resulting in 100% vesting of the options linked to the objective).

| | Weight % | Performance range | | |
|--|----------|-------------------|--------|---------|
| | | Minimum | Target | Maximum |
| Obtaining and maintaining Group G4 certification for the scope of physical gaming and remote gaming concessionaires, including the Group's production and distribution companies as identified in the General Agreement. | 7.5% | | On/Off | |
| Achievement of the gender pay gap target two years ahead of the timeline set out in the Group's ESG strategy, within the same perimeter of 31/12/2025 ¹⁴ | 3.75% | | On/Off | |
| % increase training hours per person (non-mandatory training) ¹⁵ | 3.75% | +4% | +6% | +8% |

The specific quantitative targets relating to the financial performance condition are not disclosed, as they are considered commercially sensitive and the Company only provides guidance on an annual basis. It is worth noting that the Total Shareholder Return (TSR) is not included as a performance condition, as the value of the options is directly linked to the share price appreciation and as such already factors in the TSR performance, on an absolute basis. The Company has considered that the adoption of a relative TSR metric may, in certain circumstances, within the context of a stock option plan, produce outcomes that are not fully representative of the underlying performance and value creation delivered by management. In particular, relative TSR compares the Company's share price performance against a selected peer group (e.g. gaming peers or FTSE MIB), which may be affected by exogenous factors such as sector-wide trends, investor portfolio allocation decisions, or extraordinary events unrelated to management actions. As a result, relative outperformance or underperformance may arise even in the presence of strong absolute value creation or, conversely, weak operational execution. In this context, the Company has deemed it more appropriate to maintain a strong alignment with shareholders through equity-based instruments whose value is intrinsically correlated with share price performance on an absolute basis.

Furthermore, in its Sustainability Report, Lottomatica has formally declared the objective of "eliminating"¹⁴ the Gender Pay Gap by 2030, in line with its commitment to pay equity and inclusion. As of today, the Group is well positioned in relation to this target, with a significantly reduced gap and a consistent trajectory of improvement. This outcome reflects the tangible impact of the initiatives undertaken and the effective integration of ESG priorities into the Group's broader corporate strategy. In line with this approach, the long-term incentive (LTI) plan includes among its ESG KPIs a specific objective focused on reducing the Gender Pay Gap, with a target set for March 2029. Full achievement of this objective would, in effect, bring the Group to its stated goal one year ahead of schedule, further reinforcing the alignment between strategic vision, incentive systems and expected results.

The maximum number of shares delivered to all management for all active equity plans may not exceed 5% of the Company's current share capital. Should this threshold be exceeded mathematically, the dilution resulting from the kick factor under the present plan shall be proportionally reduced.

The shares resulting from the exercise of the options will be subject to the following lock-up periods:

- 25% of the shares resulting from the exercise of the options will be subject to a lockup until April 2030;
- 25% of the shares resulting from the exercise of the options will be subject to a lockup until April 2031.

¹⁴ This approach, in line with the international Mercer IPE job evaluation system, assigns different weights to organizational positions based on qualitative and quantitative criteria. In order to ensure a meaningful and consistent analysis, Lottomatica has defined the aggregation of positions into homogeneous bands in terms of role and organizational weight. The gender pay gap is the weighted average of the gaps of those bands. The pay gap is considered 0 if the weighted gap remains below the 2.5% (the threshold for countries for high quality in Human Development Index https://hdr.undp.org/sites/default/files/2025_HDR/HDR25_Technical_Notes.pdf)

¹⁵ Training programs promoting ESG awareness (e.g. DEI, AI and digitalization, environment, DNA and corporate culture...)

| | 2026 | 2027 | 2028 | 2029 | 2030 | 2031 |
|-----------------|------|---------|------|------|--------|-------|
| Closed SOP plan | | Vesting | | | Lockup | Lokup |

The Board of Directors, having consulted the Nomination and Remuneration Committee, shall verify the level of achievement of the performance conditions and determines the number of stock options effectively accrued and vested.

The plan includes a kick factor mechanism, as follows: the total number of options granted is increased so as to reach a dilution of: (i) 2.5%¹⁶ if the share price reaches or exceeds € 35 for a period of 30 consecutive days¹⁷ during the vesting period; or (ii) 3.5%¹⁶ if the share price reaches or exceeds € 35 for a period of 30 consecutive days during the vesting period and the IRR¹⁸ is equal to or greater than 40%. In any case, the maximum number of shares delivered to the beneficiaries for all active equity plans may never exceed 5% of the current share capital. Should this threshold be exceeded mathematically, the dilution resulting from the kick factor under the present plan will be reduced accordingly.

In addition, as a safeguard against excessive dilution, the options are automatically converted into shares in the event that the share price is equal to or exceeds € 35 for a period of 30 consecutive days. The shares resulting from such conversion are subject to the same performance, vesting and lock-up provisions described above.

In line with the provisions of the Group's Remuneration Policy and the applicable corporate governance framework, all awards accrued and paid under the Long-Term Incentive plan are subject to malus and clawback provisions.

As of the date of this Report, none of the beneficiaries of the Long-Term Incentive plan, including the Chairman and Chief Executive Officer, has vested any stock options.

With respect to the previous 2023-2025 Long-Term Incentive plan, the Chairman and CEO was granted (i) 560,000 stock options at a strike price of € 9.00 with a vesting period ending in June 2026, (ii) 926,000 stock options at a strike price of € 10.80 with a vesting period ending in June 2027, and (iii) 1,100,000 stock options at a strike price of € 16.03 with a vesting period ending in March 2028 with the terms and conditions set out in the relevant Registration Document¹⁹.

The value of the stock options granted at fair value to the Chairman and CEO under the 2026 Long-Term Incentive plan is equal to 140% of the fixed remuneration at target, and 350% of the fixed remuneration if the maximum level of performance is achieved, on an annual basis. The payout level at maximum performance was determined on the basis of a benchmarking analysis, using as a reference the median payout levels in the gaming sector of 435%. The analysis indicates that, even at maximum performance, the payout level for the Chairman and CEO remains below the median benchmark.

Further details on the long-term management incentive plan are provided in the Information Document on the Long-Term Incentive Plan 2026-2028 of Lottomatica Group, available on the Company's website.

¹⁶ Shares delivered to the beneficiaries after vesting and upon exercise of the options.

¹⁷ Means Calendar Days.

¹⁸ The IRR is calculated using the strike price of € 20.58 as the entry point on 2 March 2026, and € 35 as the exit point on the first day of the 30-day observation period that triggers the kick factor.

¹⁹ 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.

6.1.4 Non-Monetary Benefits

In continuity with prior years, in his capacity as an executive of Lottomatica Group, the Chairman and CEO is entitled to supplementary pension and healthcare coverage, insurance coverage in the event of death or disability, the use of a company car also for personal purposes, fuel reimbursement, and other non-monetary benefits. These benefits are in line with benefits reserved for all the other company's executives, and in line with internal policy. Moreover, these benefits are adapted to the Italian context, 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.

6.2 Remuneration of the ESR

Based on the proposals of the Nomination and Remuneration Committee and the resolutions adopted by the Board of Directors, Lottomatica Group has defined, implemented and monitored the remuneration framework applicable to Executives with Strategic Responsibilities (the "ESR"). This framework is designed to increasingly strengthen management's focus on medium- to long-term business performance and the creation of sustainable value, in line with the Group's strategy, in alignment with prevailing market practices and remuneration benchmarks.

In line with the approach adopted for the Chairman and CEO, the remuneration package of the Executives with Strategic Responsibilities comprises, in addition to fixed remuneration, the following components:

- STI Incentive Plan 2026;
- Long-term incentive plan 2026-2028;
- Benefits provided in accordance with the Group's corporate practices.

On 2 March 2026, upon proposal of the Nomination and Remuneration Committee and subject to approval of this Report by the Shareholders' Meeting, the Board of Directors approved an increase in the number of Executives with Strategic Responsibilities, with the inclusion of the Chief Legal Officer. This decision reflects the increased complexity and scale of the Group's operations, as well as changes in the organisational structure. The resulting total compensation for the ESR was increased, also to reflect the enlarged perimeter of the ESR, and the share of LTI as a % of total increased from 31% to 36% at target and from 47% to 50% at maximum level of performance, in order to strengthen the at-risk component of the remuneration, in line with the approach adopted for the Chairman and CEO.

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 line with the approach adopted for the Chairman and CEO, the Short-Term Incentive (STI) plan described in Section 1 6.1.2 also applies to the Executives with Strategic Responsibilities. The STI entitles such executives to an annual cash bonus, determined on the basis of the level of achievement of predefined key performance indicators (KPIs).

As illustrated below, the STI is based on the same corporate KPIs applicable to the Chairman and CEO, supplemented by individual and/or divisional KPIs specific to each executive's role. Such individual or divisional KPIs are not disclosed, as they are deemed commercially sensitive. The relevant weightings are set out in the table below.

The methodology for calculating the overall STI payout for Executives with Strategic Responsibilities mirrors that applied to the Chairman and CEO. In addition, entitlement to payment of the STI is subject to the achievement by the Group of an EBITDA level equal to or exceeding the predefined 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 | 28% | |
| Group Net Financial Debt | 15% | |
| ESG KPIs | 15% | |
| Individual / Divisional KPIs | 42% | |
| Total | 100% | 0% - 110% |

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 65% of the fixed remuneration;
- If the maximum level of performance is achieved, the STI payable is on average 110%.

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

6.2.3 Long-term Variable Remuneration

In order to support the retention and stability of the Group's management team and to promote the achievement of strategic objectives over a multi-year horizon, the Group has introduced a long-term incentive (LTI) system, which also applies to selected Executives with Strategic Responsibilities. In defining such plans, the Group has adopted criteria consistent with prevailing market practices and remuneration benchmarks.

The long-term incentive plan applicable to selected Executives with Strategic Responsibilities is governed by the purposes, terms and conditions already described in Section 6.1.3.

In line with the provisions of the Group's Remuneration Policy, any bonuses accrued and paid under the long-term incentive plans are subject to the application of malus and clawback mechanisms, as described above.

Further details on the long-term management incentive plan are provided in the Information Document relating to the Long-Term Incentive Plan 2026–2028 of Lottomatica Group, available on the Company's website.

7. Benefits

The total remuneration offer for management is supplemented by the same benefits of the Chairman and CEO and are in line both with benefits reserved for all the other company's executives and with internal policy.

These benefits are adapted to the Italian context, 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 Chairman and CEO and the ESR, an indemnity is envisaged for the termination of the directorship and management relationship.

In particular, in case of early termination as good leavers, the Chairman and CEO and the ESR are awarded an amount up 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

The CEO and the Executives with Strategic Responsibilities (ESR) are subject to a non-competition agreement with a duration of 12 months.

In the event of early termination under good leaver conditions, an amount of up to 12 months of fixed remuneration will be granted, excluding short-term variable remuneration (STI), long-term incentives (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, the Chairman and CEO, in his executive capacity of Lottomatica Group, and the ESR are entitled to certain benefits, namely supplementary health care, insurance coverage in the event of death or disability, corporate car also for personal use and fuel reimbursement - and other non-monetary benefits. A D&O policy is guaranteed for the Chair, Directors and Statutory Auditors.

The Company may grant the Chairman and CEO and the ESR non-monetary benefits including: 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” provisions 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 specific circumstances, including by way of example but not limited to:

- 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 wilful misconduct, 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)

Derogation mechanisms were already improved in the policy approved for 2025. Although the Board of Directors has never exercised this power, also this year, it was deemed appropriate to clarify the limits within which such exceptions may be applied.

Accordingly, pursuant to Article 123-ter, paragraph 3-bis of the Italian Consolidated Law on Finance (TUF), Lottomatica may temporarily derogate from the Remuneration Policy in exceptional circumstances, defined as situations in which deviation from the policy is necessary in order to pursue the long-term interests and sustainability of the Company as a whole.

The Board of Directors is responsible for assessing the occurrence of such exceptional circumstances and for resolving on any temporary derogation from this Remuneration Policy, upon proposal of the Nomination and Remuneration Committee and after consultation with the Board of Statutory Auditors. Where required under the Company's Procedure for Related Party Transactions, such resolution is also subject to the favourable opinion of the Related Parties Committee.

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

- Organisational discontinuity resulting from extraordinary transactions, such as mergers, demergers, acquisitions or divestitures, including the sale of companies or business units, with a significant impact 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 measures for resources considered strategic for the Group or for individuals with specific high-level skills and expertise (including retention bonuses);
- 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 recognize 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 compensate a new hire for 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).

Any derogation will be duly disclosed in the Report on Remuneration Policy and Remuneration Paid submitted to the Shareholders' Meeting, specifying the elements subject to derogation, the exceptional circumstances justifying the deviation, the procedure followed, and the remuneration granted as a result.



Section II
Remuneration
and other information

1. Foreword

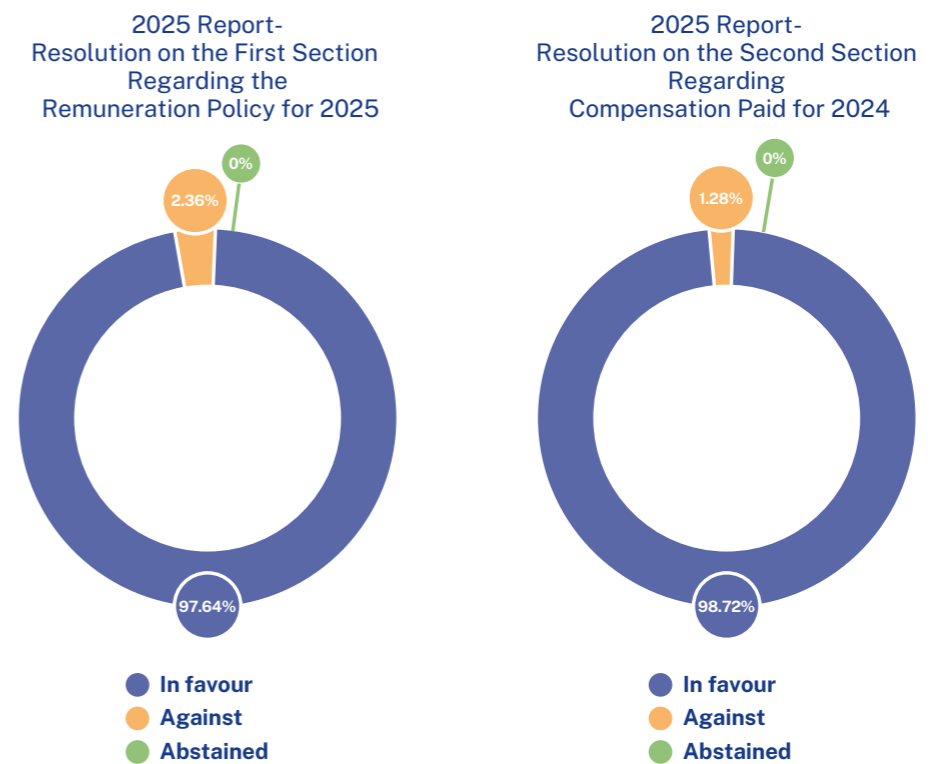
This Section II fulfils the requirements of Consob, and includes the detailed information on the remuneration paid for the year 2025, in accordance with the criteria set forth in Annex 3, Schedule 7-bis of the Issuers' Regulation, to the members of the Board of Directors, the Chairman and Chief Executive Officer, 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 2025 to the Chairman of the Board of Directors, the Non-Executive Directors, the Statutory Auditors, the Chairman and Chief Executive Officer, 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 2025.

2. Voting results

The Shareholders' Meeting, held on 30 April 2025, expressed a favourable vote on Sections I and II of the Remuneration Policy and Compensation Paid, published in 2025. The charts below illustrate the outcome of the advisory vote.



Votes are calculated exclusively based on the ordinary shares represented and entitled to vote, which accounted for 75.13% of the ordinary share capital.

3. Implementation of the remuneration policies for 2025

The implementation of the 2025 remuneration policy for the Directors, the Chairman and CEO, and the ESR was verified by the Nomination and Remuneration Committee as part of 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.

It should be noted that on 30 June 2025, following Apollo's full exit from the Company, the Chairman Andrea Moneta and the non-executive directors Michele Rabà, Michael Saffer and Yulia Shakhova resigned from the Board of Directors of Lottomatica. On 2 July 2025, the Board resolved to appoint the Chief Executive Officer, Guglielmo Angelozzi, also as Chairman and, pursuant to Article 2386 of the Italian Civil Code and Article 13.18 of the Company's By-laws, to co-opt two new members as executive directors: Laurence Lewis Van Lancker, the Company's current Chief Financial Officer, also appointing him as Deputy CEO, and Alessandro Fiumara, the current Managing Director Digital & Betting.

Furthermore, having heard the opinion of the independent directors and with the favourable opinion of the Nomination and Remuneration Committee, the Board of Directors appointed the independent director Nadine Faruque as Lead Independent Director, in line with the provisions of the Corporate Governance Code.

On 5 September 2025, the Board of Directors, having obtained the favourable opinion of the Nomination and Remuneration Committee and the Board of Statutory Auditors, also resolved to co-opt a further two members pursuant to Article 2386 of the Italian Civil Code and Article 13.18 of the Company's By-laws: Tiziana Togna and Fabrizio Virtuani, as non-executive directors meeting the independence requirements set forth by applicable law and the Corporate Governance Code.

The current Board of Directors, whose composition is set out in the preceding section, will remain in office until the approval of the financial statements as at 31 December 2025, on which date the Shareholders' Meeting will appoint the Board of Directors for the three-year term 2026–2028.

4. Chair of the Board of Directors

4.1 Fixed Remuneration

The non-executive Chairman Andrea Moneta, in office from 1 January 2025 to 1 July 2025, received a total pro-rata annual remuneration of € 150,000 (of which € 35,000 was paid in his capacity as a member of the Board of Directors).

It should be noted that the current Chairman Guglielmo Angelozzi waived the right to receive remuneration for the role of Chairman, in consideration of the temporary nature of the combined roles.

²⁰ The role of Chairman of the Board of Directors is held by the Chief Executive Officer; therefore, reference may be made to paragraph 8.4.

4.2 Non-monetary benefits

No non-monetary benefits were allocated in 2025²⁰.

5. Non-executive directors and LID

The non-executive and/or independent members of the Board of Directors received the remuneration approved and resolved by the Shareholders' Meeting of 30 April 2025, amounting to € 70,000, in addition to the pay equal for participation in the Board Committees.

In addition, during the 2025 financial year, the Board of Directors appointed a Lead Independent Director (LID), who was granted an additional gross annual remuneration of € 40,000. Details are provided in the section "Remuneration Tables".

Table 1 in Section II of this Report does not include the names of directors who waived their remuneration for 2025.

6. Auditors

In 2025, members of the Board of Statutory Auditors received the following remuneration approved by the Shareholders' Meeting:

- Gross annual emolument of € 70,000 for the role of Chairman;
- 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 2025 are shown in Table 1.

7. Chairmen and Members of Board Committees

In 2025, members of the Board Committees received the fixed annual remuneration approved by the Shareholders' Meeting based on the role held, in line with the responsibilities and commitment required.

Specifically:

- the Chairman of the Nomination and Remuneration Committee received a gross annual fee of € 22,500, while members received € 10,000;
- the Chairman of the Control and Risk Committee received € 37,500, while members received € 15,000;
- the Chairman of the Related Party Transactions Committee received € 25,000, while members received € 10,000;
- the Chairman of the ESG Committee received € 32,500, while members received € 10,000.

Individual details are reported in Section II–Table 1 of this Report. For some directors, remuneration was determined on a pro-rata basis depending on the date of appointment or termination during the year.

8. Remuneration of the Chairman and CEO

8.1 Fixed Remuneration

In 2025, total fixed remuneration for the Chairman and CEO amounted to € 1,180,000, including € 70,000 as member of the Board of Directors of Lottomatica Group S.p.A., € 180,000 for the role of Chief Executive Officer, and € 930,000 as key executive of Lottomatica Group S.p.A.

It should be noted that the Chairman and CEO waived the right to receive a remuneration for the role of Chairman, in consideration of the temporary nature of the combined roles.

8.2 Short-Term Incentive Plan (STI)

The short-term incentive for 2025 aims to reward the level of achievement of corporate objectives approved by the Board of Directors of 3 March 2025. In 2025 98.8% of the maximum incentive was achieved, and payment/award of the bonus is scheduled for April 2026.

On 2 March 2026, the Board of Directors, upon proposal of the Nomination and Remuneration Committee and with the opinion of the Board of Statutory Auditors, resolved to grant the Chairman and Chief Executive Officer an STI of € 2,332,467, equal to 197.67% of the Chief Executive Officer’s fixed remuneration.

The STI accrued based on the achievement of the 2025 plan objectives, as follows:

STI KPIs 2025

| STI | Weight | KPIs | Achievements | | | Payout vs MBO target |
|-----|--------|--------------|--------------|------|--------|----------------------|
| | | | 80% | 100% | (200%) | |
| STI | 50% | Group EBITDA | | | ● | 197.67% |
| | 20% | Group NFD | | | ● | |
| | 15% | Synergies | | | ● | |
| | 15% | ESG KPIs | | | ● | |

● Percentage of target achieved

The ESG KPIs included in the 2025 STI scorecards are as follows:

- 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.
- Improve pay equity by reducing the Gender Pay Gap versus 2024, within the same perimeter.
- 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 31 December 2025.

8.3 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 third cycle of the plan (2025–2027), the CEO received 1,100,000 options, subsequently increased to 1,540,000 options as a result of the application of the kick-factor²¹ activated on 5 June 2025. Such options are exercisable in 2028, in accordance with the rules of the LTI plan as set out in the Registration Document²² and in Section I of the 2025 Remuneration Report.

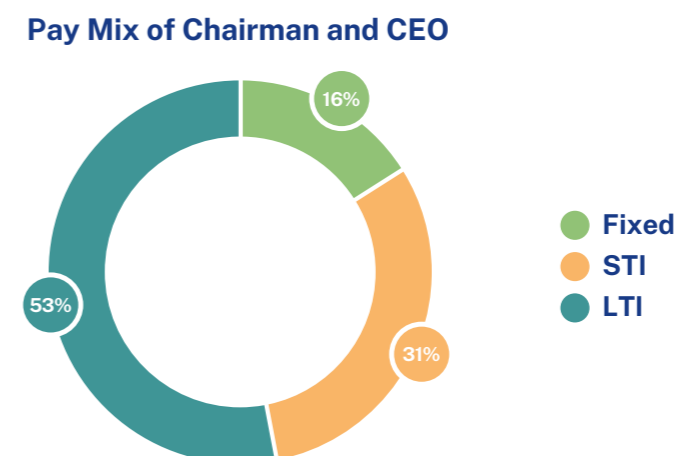
It is noted that, as of the date on which the Plan was approved by the Board of Directors, on 2 March 2026, the dilutive effect of the incentive plans currently in place amounts to 1.1% of the current share capital.

8.4 Benefits

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’. 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.

8.5 Pay Mix

The split of the remuneration package of the CEO in 2025 is shown below:



²¹ With reference to the third cycle (2025–2027), the plan introduced a kick-factor mechanism that enabled the Chief Executive Officer, the ESR and all beneficiaries of the stock option plan to increase by 40% the total number of options awarded, subject to the occurrence of the condition — which was met — whereby the share price of Lottomatica Group exceeded the threshold of € 20 for more than 20 consecutive trading days during the relevant reference period.

²² The Registration Document was prepared pursuant to the implementing regulation of Legislative Decree No. 58 of 24 February 1998, governing the rules applicable to issuers, adopted by Consob through Resolution No. 11971 of 14 May 1999, as subsequently amended and supplemented, and Article 4 of Commission Regulation (EC) No. 809/2004 of 29 April 2004, laying down detailed rules for the implementation of Directive 2003/71/EC, as subsequently amended and supplemented.

The long-term variable component relates to the third cycle (2025–2027) of the 2023–2025 stock option plan and takes into account the activation of the kick-factor, assuming that all options granted in 2025 will vest (with vesting expected in March 2028). For valuation purposes, each option is valued at the fair value of € 2.60, defined by an external advisor at the time of the allocation of the options.

9. Executives with Strategic Responsibilities

9.1 Fixed Remuneration

In 2025, Executives with Strategic Responsibilities received a total of € 1,377,100 in fixed remuneration.

9.2 STI

The Short-Term Incentive for 2025 aims to reward the level of achievement of corporate objectives approved by the Board of Directors of 3 March 2025. In 2025, an average of 95.6% of the maximum incentive was achieved, and payment/award of the bonus is scheduled for April 2026.

On 2 March 2026, the Board of Directors, upon proposal of the Nomination and Remuneration Committee and having obtained the opinion of the Board of Statutory Auditors, decided to award the ESR an STI of € 1,424,316, equal to 103.43% of the average fixed remuneration.

The STI was accrued based on the achievement of the objectives of the 2025 plan as follows:

STI KPIs 2025

| STI | Weight | KPIs | Achievements | | | Payout vs MBO target |
|-----|-----------------------|-------------------------------------|--------------|------|---------------------------|----------------------|
| | | | 80% | 100% | Depending on the role (%) | |
| STI | Depending on the role | Group EBITDA | | | ● | 163.15% |
| | Depending on the role | Group NFD | | | ● | |
| | Depending on the role | Individual KPIs including Synergies | | | ● | |
| | 15% | ESG KPIs | | | ● | |

● Percentage of target achieved

The ESG KPIs included in the 2025 STI scorecards are as follows:

- 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.
- Improve pay equity by reducing the Gender Pay Gap versus 2024, within the same perimeter.
- 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 31 December 2025.

9.3 Long-Term Incentive Plan

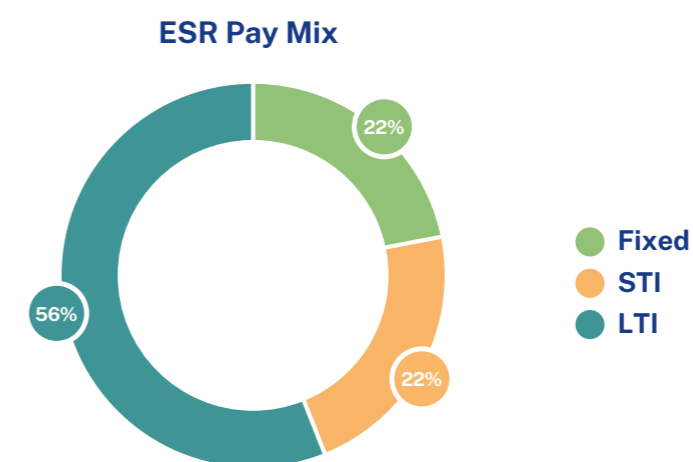
As beneficiaries of the third cycle (2025-2027) of the LTI plan, 970,000 options were granted to the ESR, subsequently increased to 1,358,000 options as a result of the application of the kick-factor²³ activated on 5 June 2025 in accordance with the rules and operational mechanisms of the LTI plan as set out in the Registration Document²⁴.

9.4 Benefits

Non-monetary benefits for the ESR amounted to € 33,993.

9.5 Pay Mix

The split of the remuneration package of the ESR in 2025 is shown below:



The long-term component relates to the third cycle (2025–2027) of the 2023–2025 stock option plan and takes into account the activation of the kick-factor, assuming that all options granted in 2025 will vest (with vesting expected in March 2028) and that each option is valued at fair value of € 2.60, defined by an external advisor at the time of the allocation of the options.

²³ With reference to the third cycle (2025–2027), the plan introduced a kick-factor mechanism that enabled the Chief Executive Officer, the ESR and all beneficiaries of the stock option plan to increase by 40% the total number of options awarded, subject to the occurrence of the condition – which was met – whereby the share price of Lottomatica Group exceeded the threshold of € 20 for more than 20 consecutive trading days during the relevant reference period.

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

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

During the financial year 2025, no indemnities and/or other benefits were paid for termination of office or termination of employment.

11. Application of derogations under the remuneration policy

During the financial year 2025, no derogation from the remuneration policy was exercised.

12. Ex-post correction mechanisms of the variable component

During the financial year 2025, no ex-post correction mechanisms were applied to the variable component of remuneration.

13. Pay ratio

For the sake of maximum transparency towards the market, the comparison between the Chairman and CEO's remuneration for 2025 and the average remuneration of employees, for the purpose of calculating the pay ratio²⁵, is shown below:

| | |
|-------------------------------|-------------|
| Chairman and CEO Remuneration | € 2,360,000 |
| Average employee remuneration | € 43,178 |

14. 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 information is provided, considering the fiscal years 2024 and 2025, regarding the annual change in:

- **the total remuneration paid** to the members of the Board of Directors (including the Chairman and CEO) and the Board of Statutory Auditors who held office throughout the entire period under consideration (2024/2025). The total remuneration is calculated as the sum of the fixed

²⁵ Both values include fixed remuneration and short-term variable remuneration at target.

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 Chairman and 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 2025 to 31 December 2025). The total remuneration is calculated as the sum of the fixed compensation, benefits and short-term variable compensation.

Board of Directors²⁶

| Name and Surname | Office | 2024 | 2025 |
|----------------------------|--------------------------------|-------------|-------------|
| Guglielmo Angelozzi | Chairman and CEO | € 3,551,610 | € 3,529,288 |
| Laurence Lewis Van Lancker | Director, Deputy CEO and ESR | - | € 1,524,688 |
| Alessandro Fiumara | Director and ESR | - | € 825,427 |
| John P.M. Bowtell | Director | € 70,000 | € 70,000 |
| Catherine Guilloard | Director | € 80,000 | € 95,000 |
| Nadine Faruque | Director and LID ²⁷ | € 112,500 | € 132,500 |
| Augusta Iannini | Director | € 107,500 | € 113,000 |
| Marzia Mastrogiacomo | Director | € 112,500 | € 112,500 |
| Gaia Mazzalveri | Director | € 117,500 | € 117,500 |

It should be noted that the 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 2024.

²⁶ The table shows the remuneration accrued in 2025 and includes the fixed remuneration, the short-term variable remuneration and benefits.

²⁷ The position of LID has been held since 2 July 2025.

Board of Statutory Auditors

| Name and Surname | Office | 2024 | 2025 |
|-------------------------|-------------------|----------|----------|
| Andrea Lionzo | Chairman | € 82,000 | € 82,000 |
| Giancarlo Russo Corvace | Effective Auditor | € 77,000 | € 77,000 |
| Veronica Tibiletti | Effective Auditor | € 69,000 | € 73,000 |

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 2024.

Company's results

| Parameter | 2024 | 2025 | Change 2025 -2024 |
|-------------------------------|-----------|-----------|-------------------|
| EBITDA (Thousands of euros) | 706,641 | 856,000 | +21.1% |
| Revenues (Thousands of euros) | 2,005,063 | 2,255,292 | +12.5% |

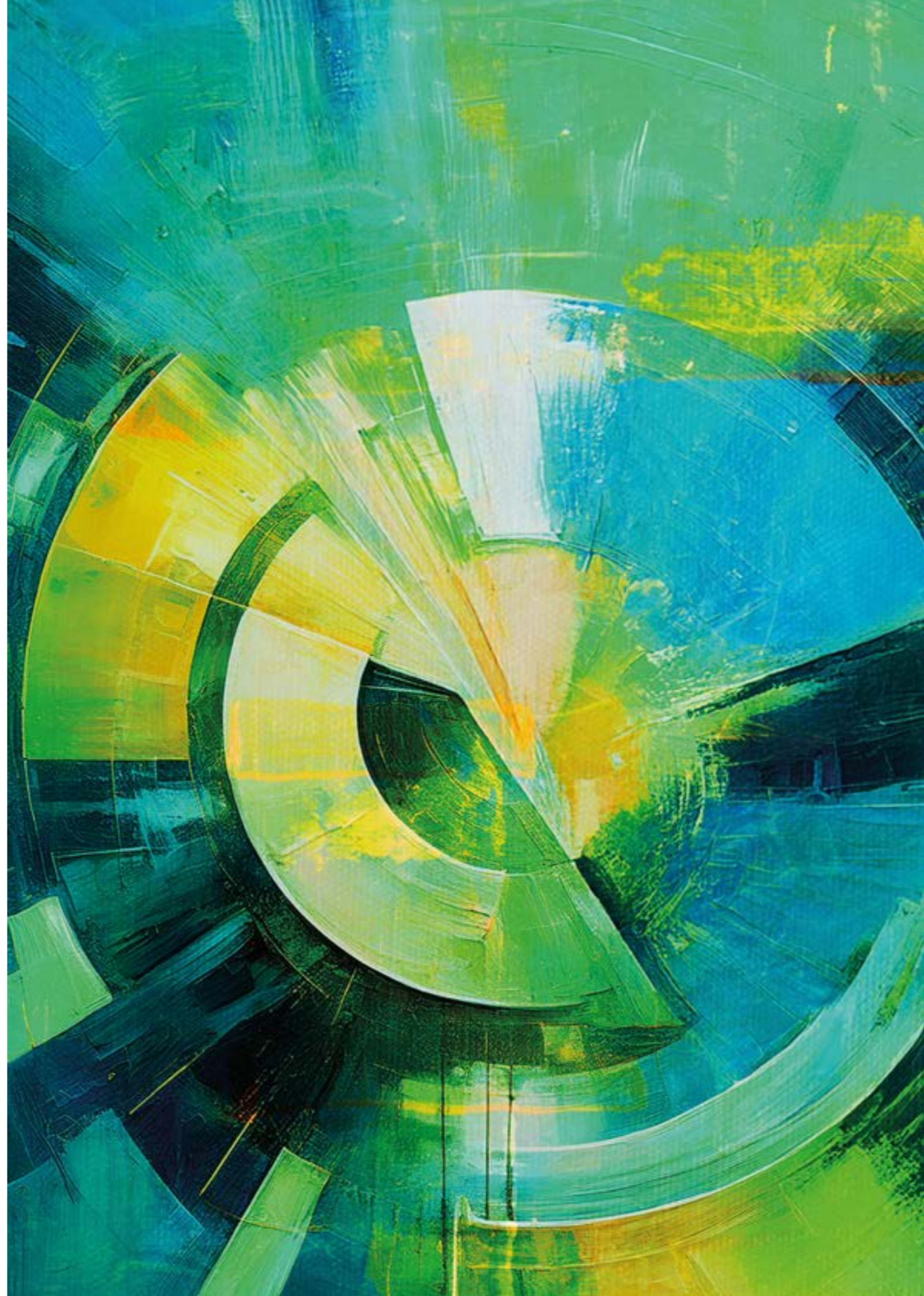
Average employee compensation

| Perimeter | 2024 | 2025 |
|---------------|----------|----------|
| All employees | € 39,306 | € 43,178 |

ESR compensation package²⁸

| Perimeter | 2024 | 2025 |
|-----------|-------------|-------------|
| 3 ESR | € 2,563,434 | € 2,835,410 |

²⁸ The table shows the remuneration accrued in 2025 and includes the fixed remuneration, the short-term variable remuneration and benefits.



15. Remuneration tables

TABLE 1

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

(Euro)

| A | B | C | D |
|--|--|--------------------------|--|
| Name and surname | Office | Period of office | Deadline of office |
| Board of Directors | | | |
| Andrea Moneta | Non executive Chairman | 01.01.2025 01.07.2025 | |
| (I) Remuneration in the reporting company | | | |
| (II) Remuneration from subsidiaries and affiliates | | | |
| (III) Total | | | |
| Guglielmo Angelozzi (1) | Director | 01.01.2025 01.07.2025 | Until 2025 financial statement approval date |
| | Chairman of the Board of Directors | 02.07.2025 31.12.2025 | Until 2025 financial statement approval date |
| | CEO | 01.01.2025 31.12.2025 | Until 2025 financial statement approval date |
| (I) Remuneration in the reporting company | | | |
| (II) Remuneration from subsidiaries and affiliates | | | |
| (III) Total | | | |
| Laurence Lewis Van Lancker | Director and Executive with Strategic responsibilities | 01.01.2025 31.12.2025 | Until 2025 financial statement approval date |
| (I) Remuneration in the reporting company | | | |
| (II) Remuneration from subsidiaries and affiliates | | | |
| (III) Total | | | |
| Alessandro Fiumara | Director and Executive with Strategic responsibilities | 01.01.2025 31.12.2025 | Until 2025 financial statement approval date |
| (I) Remuneration in the reporting company | | | |
| (II) Remuneration from subsidiaries and affiliates | | | |
| (III) Total | | | |
| John P.M. Bowtell (2) | Director | 01.01.2025 31.12.2025 | Until 2025 financial statement approval date |
| (I) Remuneration in the reporting company | | | |
| (II) Remuneration from subsidiaries and affiliates | | | |
| (III) Total | | | |

The following Directors are not included in the table as they waived the compensation due to them (pro-rata from 01/01/2025 to 01/07/2025) for the 2025 financial year: Michele Rabà, Michael Saffer, and Yulia Shakova.

Guglielmo Angelozzi waived the compensation due to him (pro-rata from 02/07/2025 to 31/12/2025) in his capacity as Chairman of the Board of Directors. Laurence Lewis Van Lancker and Alessandro Fiumara waived the compensation due to them (pro-rata from 02/07/2025 to 31/12/2025) for the 2025 financial year in their capacity as members of the Board of Directors.

(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.

| 1 | 2 | 3 | 4 | 5 | 6 | 7 | 8 | |
|------------------------|------------------------------|----------------------------------|----------------|---------------------------|--------------------|------------------|-------------------------------------|---|
| Fixed Remuneration (a) | Board Committee Remuneration | Non equity variable remuneration | | Non-monetary benefits (c) | Other Remuneration | Total | Equity Remuneration Fair Value (14) | Termination of office or termination of employment Remuneration |
| | | Bonus and other incentives (b) | Profit sharing | | | | | |
| 150,000 | | | | | | 150,000 | | |
| 150,000 | | | | | | 150,000 | | |
| 1,180,000 | | 2,332,467 | | 16,821 | | 3,529,288 | 515,680 | |
| 1,180,000 | | 2,332,467 | | 16,821 | | 3,529,288 | 515,680 | |
| 700,000 | | 811,700 | | 12,988 | | 1,524,688 | 257,840 | |
| 700,000 | | 811,700 | | 12,988 | | 1,524,688 | 257,840 | |
| 427,100 | | 386,629 | | 11,698 | | 825,427 | 154,704 | |
| 427,100 | | 386,629 | | 11,698 | | 825,427 | 154,704 | |
| 70,000 | | | | | | 70,000 | | |
| 70,000 | | | | | | 70,000 | | |

(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 € 930,000.

The amount relating to non-monetary benefits includes the value of the company car, insurance policies and contributions to supplementary pension schemes, as described in Section I of the 2025 Remuneration Report.

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

(14) 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. The amount is accrued in 2024 from 31/03/2025 to 31/12/2025. The values incorporates the impact of the kick-factor, activated during 2025 in accordance with the conditions described in Section I of the 2025 Remuneration Report, which led to a 40% increase in the number of options granted.

TABLE 1

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

(Euro)

| A | B | C | D |
|--|------------------|--------------------------|--|
| Name and surname | Office | Period of office | Deadline of office |
| Board of Directors | | | |
| Catherine Guillouard (3) | Director | 01.01.2025 31.12.2025 | Until 2025 financial statement approval date |
| (I) Remuneration in the reporting company | | | |
| (II) Remuneration from subsidiaries and affiliates | | | |
| (III) Total | | | |
| Nadine Faruque (4) | Director and LID | 01.01.2025 31.12.2025 | Until 2025 financial statement approval date |
| (I) Remuneration in the reporting company | | | |
| (II) Remuneration from subsidiaries and affiliates | | | |
| (III) Total | | | |
| Augusta Iannini (5) | Director | 01.01.2025 31.12.2025 | Until 2025 financial statement approval date |
| (I) Remuneration in the reporting company | | | |
| (II) Remuneration from subsidiaries and affiliates | | | |
| (III) Total | | | |
| Marzia Mastrogiacomò (6) | Director | 01.01.2025 31.12.2025 | Until 2025 financial statement approval date |
| (I) Remuneration in the reporting company | | | |
| (II) Remuneration from subsidiaries and affiliates | | | |
| (III) Total | | | |
| Gaia Mazzalveri (7) | Director | 01.01.2025 31.12.2025 | Until 2025 financial statement approval date |
| (I) Remuneration in the reporting company | | | |
| (II) Remuneration from subsidiaries and affiliates | | | |
| (III) Total | | | |
| Fabrizio Virtuani (8) | Director | 05.09.2025 31.12.2025 | Until 2025 financial statement approval date |
| (I) Remuneration in the reporting company | | | |
| (II) Remuneration from subsidiaries and affiliates | | | |
| (III) Total | | | |
| Tiziana Togna (9) | Director | 05.09.2025 31.12.2025 | Until 2025 financial statement approval date |
| (I) Remuneration in the reporting company | | | |
| (II) Remuneration from subsidiaries and affiliates | | | |
| (III) Total | | | |

(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.

(3) Remuneration as a member of the Board of Directors of Lottomatica Group, member of Risks and Controls Committee 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. In addition, the pro rata remuneration relating to the role as Lead Independent Director of Lottomatica Group (as from 02/07/2025) is reported.

(5) Remuneration as a member of the Board of Directors of Lottomatica Group, member of the Risk and Control Committee and Related Parties Committee. In addition, the pro rata remuneration relating to the role as member of the Nomination and Remuneration Committee is reported.

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

| 1 | 2 | 3 | 4 | 5 | 6 | 7 | 8 | |
|------------------------|------------------------------|----------------------------------|----------------|---------------------------|--------------------|----------------|-------------------------------------|---|
| Fixed Remuneration (a) | Board Committee Remuneration | Non equity variable remuneration | | Non-monetary benefits (c) | Other Remuneration | Total | Equity Remuneration Fair Value (14) | Termination of office or termination of employment Remuneration |
| | | Bonus and other incentives (b) | Profit sharing | | | | | |
| 95,000 | | | | | | 95,000 | | |
| 95,000 | | | | | | 95,000 | | |
| 132,500 | | | | | | 132,500 | | |
| 132,500 | | | | | | 132,500 | | |
| 113,333 | | | | | | 113,333 | | |
| 113,333 | | | | | | 113,333 | | |
| 112,500 | | | | | | 112,500 | | |
| 112,500 | | | | | | 112,500 | | |
| 117,500 | | | | | | 117,500 | | |
| 117,500 | | | | | | 117,500 | | |
| 28,333 | | | | | | 28,333 | | |
| 28,333 | | | | | | 28,333 | | |
| 26,667 | | | | | | 26,667 | | |
| 26,667 | | | | | | 26,667 | | |

(7) Remuneration as a member of the Board of Directors of Lottomatica Group, member of Risks and Controls Committee and member of the Related Parties Committee.

(8) Pro-rata remuneration as a member of the Board of Directors of Lottomatica Group and member of Risks and Controls Committee (from 05/09/2025).

(9) Pro-rata remuneration as a member of the Board of Directors of Lottomatica Group and member of Related Parties Committee (from 05/09/2025).

(14) 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. The amount is accrued in 2024 from 31/03/2025 to 31/12/2025. The values incorporate the impact of the kick-factor, activated during 2025 in accordance with the conditions described in Section I of the 2025 Remuneration Report, which led to a 40% increase in the number of options granted.

TABLE 1

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

(Euro)

| A | B | C | D |
|---|--------------------------------------|--------------------------|--|
| Name and surname | Office | Period of office | Deadline of office |
| Board of Statutory Auditors | | | |
| Andrea Lionzo | Board of Statutory Auditors Chairman | 01.01.2025 31.12.2025 | Until 2025 financial statement approval date |
| (I) Remuneration in the reporting company | | | |
| (II) Remuneration from subsidiaries and affiliates (10) | | | |
| (III) Total | | | |
| Giancarlo Russo Corvace | Effective auditor | 01.01.2025 31.12.2025 | Until 2025 financial statement approval date |
| (I) Remuneration in the reporting company | | | |
| (II) Remuneration from subsidiaries and affiliates (11) | | | |
| (III) Total | | | |
| Veronica Tibiletti | Effective auditor | 01.01.2025 31.12.2025 | Until 2025 financial statement approval date |
| (I) Remuneration in the reporting company | | | |
| (II) Remuneration from subsidiaries and affiliates (12) | | | |
| (III) Total | | | |
| Executive with Strategic responsibilities | | | |
| Executives with Strategic responsibilities (13) | n.3 | 01.01.2025 31.12.2025 | |

(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.

(10) Remuneration as a member of the Board of Statutory Auditors of G.G.M. S.p.A. and L.V.R. S.p.A.

(11) Remuneration as a member of the Board of Statutory Auditors of Gamenet S.p.A. and Totosi S.r.l.

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

(13) The aggregate data relating to Executives with Strategic Responsibilities also include Laurence Lewis Van Lancker and Alessandro Fiumara, who also hold the office of members of the Board of Directors and for whom a specific individual line item is disclosed in the table.

| 1 | 2 | 3 | 4 | 5 | 6 | 7 | 8 | |
|------------------------|------------------------------|----------------------------------|----------------|---------------------------|--------------------|---------------|-------------------------------------|---|
| Fixed Remuneration (a) | Board Committee Remuneration | Non equity variable remuneration | | Non-monetary benefits (c) | Other Remuneration | Total | Equity Remuneration Fair Value (14) | Termination of office or termination of employment Remuneration |
| | | Bonus and other incentives (b) | Profit sharing | | | | | |
| 70,000 | | | | | | 70,000 | | |
| 12,000 | | | | | | 12,000 | | |
| 82,000 | | | | | | 82,000 | | |
| 60,000 | | | | | | 60,000 | | |
| 17,000 | | | | | | 17,000 | | |
| 77,000 | | | | | | 77,000 | | |
| 60,000 | | | | | | 60,000 | | |
| 13,000 | | | | | | 13,000 | | |
| 73,000 | | | | | | 73,000 | | |
| 1,377,100 | | 1,424,316 | | 33,993 | | 2,835,410 | 454,736 | |

(14) 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. The amount is accrued in 2024 from 31/03/2025 to 31/12/2025. The values incorporate the impact of the kick-factor, activated during 2025 in accordance with the conditions described in Section I of the 2025 Remuneration Report, which led to a 40% increase in the number of options granted.

TABLE 2

Stock options granted to members of the board of directors, general managers and other executives with strategic responsibilities (1)

| A | B | 1 | Options held at the beginning of the fiscal period | | | 5 | 6 |
|---|--|----------------------------------|--|-------------------------------------|-------------------------|------------------|--------------|
| | | | 2 | 3 | 4 | | |
| Name and surname | Office | Plan | Options number | Strike price | Exercise period | Options number | Strike price |
| Guglielmo Angelozzi | Chairman of the Board of Directors and CEO | | | | | | |
| (I) Remuneration in the reporting company | | Stock options LTI Plan 2023-2025 | 1,486,000 | Cycle I: 9.00€ Cycle II: 10.81€ | June 2026- June 2029 | 1,540,000 | 16.03 € |
| (II) Remuneration from subsidiaries and affiliates | | N/A | | | | | |
| (III) Total | | | 1,486,000 | | | 1,540,000 | |
| Laurence Lewis Van Lancker | Director and Executive with strategic responsibilities | | | | | | |
| (I) Remuneration in the reporting company | | Stock options LTI Plan 2023-2025 | 672,400 | Cycle I: 9.00€ Cycle II: 10.81€ | June 2026- June 2029 | 770,000 | 16.03 € |
| (II) Remuneration from subsidiaries and affiliates | | N/A | | | | | |
| (III) Total | | | 672,400 | | | 770,000 | |
| Alessandro Fiumara | Director and Executive with strategic responsibilities | | | | | | |
| (I) Remuneration in the reporting company | | Stock options LTI Plan 2023-2025 | 504,300 | Cycle I: 9.00€ Cycle II: 10.81€ | June 2026- June 2029 | 462,000 | 16.03 € |
| (II) Remuneration from subsidiaries and affiliates | | N/A | | | | | |
| (III) Total | | | 504,300 | | | 462,000 | |
| Executives with strategic responsibilities (3) | | | | | | | |
| (I) Remuneration in the reporting company | | Stock options LTI Plan 2023-2025 | 1,320,800 | Cycle I: 9.00€ Cycle II: 10.81 € | June 2026- June 2029 | 1,358,000 | 16.03 € |
| (II) Remuneration from subsidiaries and affiliates | | N/A | | | | | |
| (III) Total | | | 1,320,800 | | | 1,358,000 | |

(1) It should be noted that, as of the date of approval of the Plan by the Board of Directors, which took place on 2 March 2026, the dilutive effect of the plans currently in place amounts to 1.1% of the current share capital.

(3) The aggregate data relating to Executives with Strategic Responsibilities also include Laurence Lewis Van Lancker and Alessandro Fiumara, who also hold the office of members of the Board of Directors and for whom a specific individual line item is disclosed in the table.

| 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 |
|--|--------------------------------------|--------------------|--|--|--------------|--|--------------------------------------|--|---------------------|
| 7 | 8 | 9 | 10 | 11 | 12 | 13 | 14 | 15 | 16 |
| 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 (2) |
| March 2028- March 2030 | 2,60 € | 3 March 2025 | 16.65 € | | | | | 3,026,000 | 515,680 € |
| | | | | | | | | 3,026,000 | 515,680 € |
| March 2028- March 2030 | 2,60 € | 3 March 2025 | 16.65 € | | | | | 1,442,400 | 257,840 € |
| | | | | | | | | 1,442,400 | 257,840 € |
| March 2028- March 2030 | 2,60 € | 3 March 2025 | 16.65 € | | | | | 966,300 | 154,704 € |
| | | | | | | | | 966,300 | 154,704 € |
| March 2028- March 2030 | 2,60 € | 3 March 2025 | 16.65 € | | | | | 2,678,800 | 454,736 € |
| | | | | | | | | 2,678,800 | 454,736 € |

(2) The fair value of equity-based remuneration includes the effect of the kick-factor activated during 2025, resulting in a 40% increase in the number of options granted, in accordance with Section I of the 2025 Remuneration Report.

TABLE 3b

Monetary incentive plans for members of the board of directors, general managers and other executives with Strategic Responsibilities

(Euro)

| A | B | 1 |
|---|--|----------|
| Name and surname | Office | Plan |
| Guglielmo Angelozzi | Chairman of the Board of Directors and CEO | |
| (I) Remuneration in the reporting company | | STI 2025 |
| (II) Remuneration from subsidiaries and affiliates | | |
| (III) Total | | |
| Laurence Lewis Van Lancker | Director and Executive with strategic responsibilities | |
| (I) Remuneration in the reporting company | | STI 2025 |
| (II) Remuneration from subsidiaries and affiliates | | |
| (III) Total | | |
| Alessandro Fiumara | Director and Executive with strategic responsibilities | |
| (I) Remuneration in the reporting company | | STI 2025 |
| (II) Remuneration from subsidiaries and affiliates | | |
| (III) Total | | |
| Executives with strategic responsibilities (1) | | |
| (I) Remuneration in the reporting company | | STI 2025 |
| (II) Remuneration from subsidiaries and affiliates | | |
| (III) Total | | |

| 2 | | | 3 | | 4 |
|-------------------|----------|------------------|-----------------------|--------------|----------------|
| BonusAnnual bonus | | | Previous year bonuses | | Other Bonus |
| (A) | (B) | (C) | (A) | (B) | (C) |
| Payable/Paid | Deferred | Deferment Period | Not payable | Payable/Paid | Still deferred |
| 2,332,467 | | | | | |
| 2,332,467 | - | - | - | - | - |
| 811,700 | | | | | |
| 811,700 | - | - | - | - | - |
| 386,629 | | | | | |
| 386,629 | - | - | - | - | - |
| 1,424,316 | | | | | |
| 1,424,316 | - | - | - | - | - |

(1) The aggregate data relating to Executives with Strategic Responsibilities also include Laurence Lewis Van Lancker and Alessandro Fiumara, who also hold the office of members of the Board of Directors and for whom a specific individual line item is disclosed in the table.

Schedule 7 – Framework 2

Stock Options

| Framework 2 | | | |
|---|--|---|----------------------|
| Stock Options | | | |
| Section 1 Options related to plans in force, approved on the basis of previous resolutions (1) | | | |
| Name and surname or Office | Office | Date of meeting resolution | Type of remuneration |
| Guglielmo Angelozzi | Chairman of the Board of Directors and CEO | Cycle I: 15/06/2023 Cycle II: 15/06/2024 | Stock option |
| Laurence Lewis Van Lancker | Director and Executive with strategic responsibilities | Cycle I: 15/06/2023 Cycle II: 15/06/2024 | Stock option |
| Alessandro Fiumara | Director and Executive with strategic responsibilities | Cycle I: 15/06/2023 Cycle II: 15/06/2024 | Stock option |
| Executives with strategic responsibilities (2) | | Cycle I: 15/06/2023 Cycle II: 15/06/2024 | Stock option |
| Other beneficiaries | | Cycle I: 15/06/2023 Cycle II: 15/06/2024 | Stock option |

| Framework 2 | | | |
|---|--|----------------------------|----------------------|
| Stock Options | | | |
| Section 1 Options related to plans in force, approved on the basis of previous resolutions (1) | | | |
| Name and surname or Office | Office | Date of meeting resolution | Type of remuneration |
| Guglielmo Angelozzi | Chairman of the Board of Directors and CEO | 03/03/2025 | Stock option |
| Laurence Lewis Van Lancker | Director and Executive with strategic responsibilities | 03/03/2025 | Stock option |
| Alessandro Fiumara | Director and Executive with strategic responsibilities | 03/03/2025 | Stock option |
| Executives with strategic responsibilities (2) | | 03/03/2025 | Stock option |
| Other beneficiaries | | 03/03/2025 | Stock option |

(1) It should be noted that, as of the date of approval of the Plan by the Board of Directors, which took place on 2 March 2026, the dilutive effect of the plans currently in place amounts to 1.1% of the current share capital.

(2) The aggregate data relating to Executives with Strategic Responsibilities also include Laurence Lewis Van Lancker and Alessandro Fiumara, who also hold the office of members of the Board of Directors and for whom a specific individual line item is disclosed in the table.

| Framework 2 | | | | | |
|---|-------------------|---|------------------------------------|---|---|
| Stock Options | | | | | |
| Section 1 Options related to plans in force, approved on the basis of previous resolutions (1) | | | | | |
| 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 |
| Cycle I: 560,000 Cycle II: 926,000 | | Cycle I: 15/06/2023 Cycle II: 15/06/2024 | Cycle I: 9.00€ Cycle II: 10.81€ | Cycle I: 8.21€ Cycle II: 10.57€ | Cycle I: 2026-2028 Cycle II: 2027-2029 |
| Cycle I: 280,000 Cycle II: 392,400 | | Cycle I: 15/06/2023 Cycle II: 15/06/2024 | Cycle I: 9.00€ Cycle II: 10.81€ | Cycle I: 8.21€ Cycle II: 10.57€ | Cycle I: 2026-2028 Cycle II: 2027-2029 |
| Cycle I: 210,000 Cycle II: 294,300 | | Cycle I: 15/06/2023 Cycle II: 15/06/2024 | Cycle I: 9.00€ Cycle II: 10.81€ | Cycle I: 8.21€ Cycle II: 10.57€ | Cycle I: 2026-2028 Cycle II: 2027-2029 |
| Cycle I: 550,000 Cycle II: 770,800 | | Cycle I: 15/06/2023 Cycle II: 15/06/2024 | Cycle I: 9.00€ Cycle II: 10.81€ | Cycle I: 8.21€ Cycle II: 10.57€ | Cycle I: 2026-2028 Cycle II: 2027-2029 |
| Cycle I: 860,000 Cycle II: 1,938,500 | | Cycle I: 15/06/2023 Cycle II: 15/06/2024 | Cycle I: 9.00€ Cycle II: 10.81€ | Cycle I: 8.21€ Cycle II: 10.57€ | Cycle I: 2026-2028 Cycle II: 2027-2029 |

| Framework 2 | | | | |
|---|--------------------|--------------|---|-----------------|
| Stock Options | | | | |
| Section 1 Options related to plans in force, approved on the basis of previous resolutions (1) | | | | |
| Number of options (3) | Date of assignment | Strike price | Market price of the underlying shares on the grant date | Exercise period |
| 1,540,000 | 03/03/2025 | 16.03 € | 16.65 € | 2028-2030 |
| 770,000 | 03/03/2025 | 16.03 € | 16.65 € | 2028-2030 |
| 462,000 | 03/03/2025 | 16.03 € | 16.65 € | 2028-2030 |
| 1,358,000 | 03/03/2025 | 16.03 € | 16.65 € | 2028-2030 |
| 3,217,708 | 03/03/2025 | 16.03 € | 16.65 € | 2028-2030 |

(3) The number of options includes the effect of the kick-factor activated during 2025, resulting in a 40% increase in the number of options granted, in accordance with Section I of the 2025 Remuneration Report.

Schedule 7-ter – TABLE 1

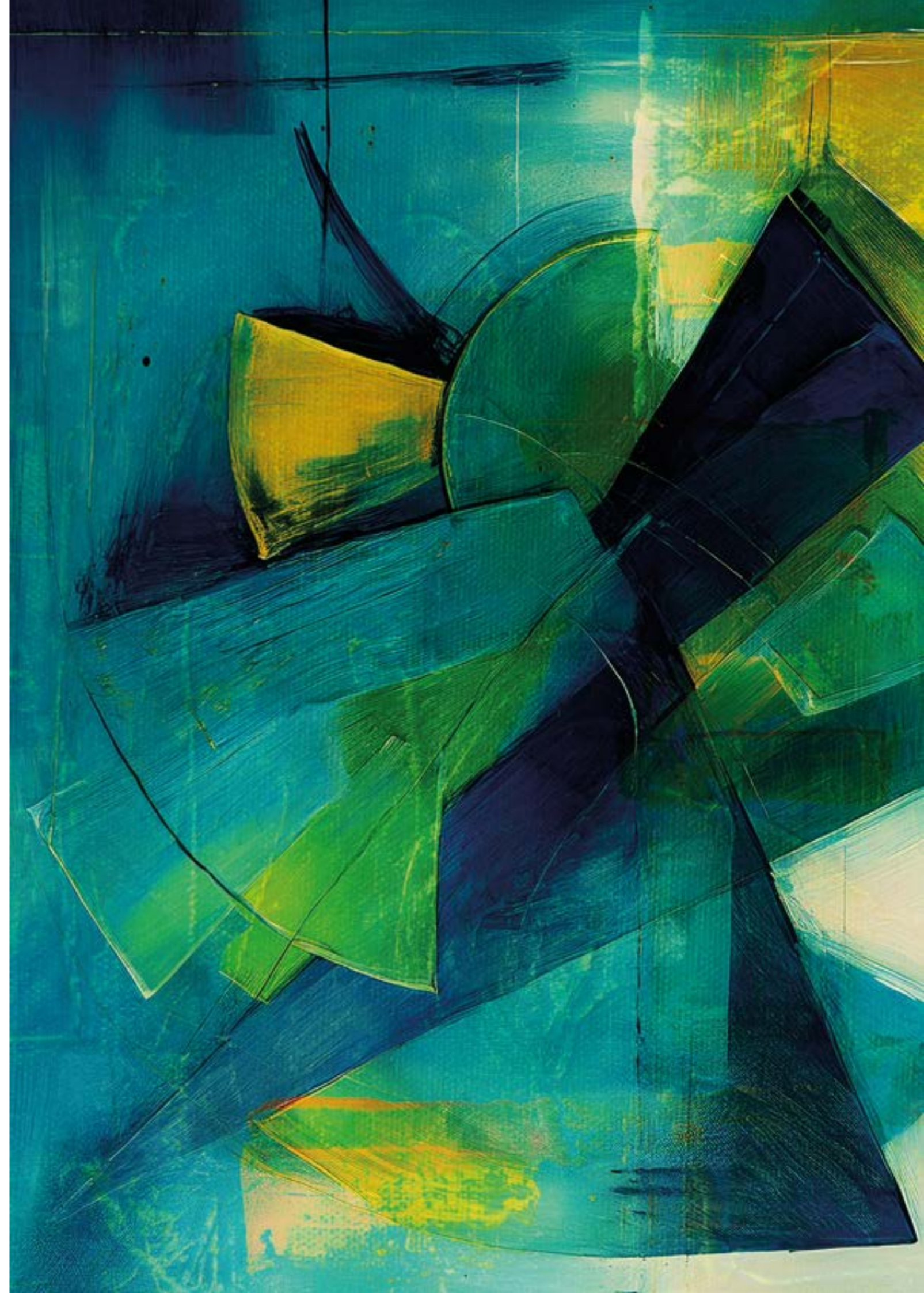
Holdings of members of administrative and supervisory bodies and general managers

| Name and surname | 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 |
|----------------------------|--|-------------------|--|-------------------------|-----------------------|---|
| Guglielmo Angelozzi | Chairman of the Board of Directors and CEO | Lottomatica Group | 0 | 0 | 0 | 0 |
| Alessandro Fiumara | Director and Executive with strategic responsibilities | Lottomatica Group | 0 | 0 | 0 | 0 |
| Laurence Lewis Van Lancker | Director and Executive with strategic responsibilities | Lottomatica Group | 0 | 0 | 0 | 0 |

Schedule 7-ter – TABLE 2

Holdings of Executives with strategic responsibility

| Number of executives with strategic responsibilities | 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 |





LOTTOMatica

LOTTOMATICA GROUP S.p.A.

Registered office in
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00163 Rome (RM)

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