

LOTTOMATICA GROUP S.P.A.

MERGER BY INCORPORATION OF LOTTOMATICA S.P.A. INTO LOTTOMATICA GROUP S.P.A. HAS BEEN APPROVED

Rome (Italy), 23 July 2024 – The administrative bodies of Lottomatica Group S.p.A. (“**Lottomatica Group**” or the “**Merging Company**”) and of Lottomatica S.p.A. (“**Lottomatica**” or the “**Merged Company**”) have approved today, pursuant to articles 2502 and 2505, paragraph 2, of the Italian Civil Code, the merger by incorporation of Lottomatica into Lottomatica Group (the “**Merger**”).

Lottomatica Group, whose shares are listed on Euronext Milan, holds the entire share capital of Lottomatica.

For further information on the purpose of the Merger, the terms, timing and other information relating to the Merger, please refer to the information already disclosed to the market on 18 June 2024 in connection with the approval of the Merger plan.

The legal effects of the Merger shall take place, pursuant to Article 2504-bis, second paragraph, of the Italian Civil Code from the following date (the “**Legal Effective Date**”): (i) if the last of the registrations required by Article 2504 of the Italian Civil Code takes place on or before 31 October 2024 (inclusive), the Legal Effective Date shall be 1 November 2024; and (ii) if the last of the registrations required by Article 2504 of the Italian Civil Code takes place on or after 1 November 2024 (inclusive), the Legal Effective Date shall coincide with the date on which the last of the aforesaid registrations takes place.

As of the Legal Effective Date, Lottomatica Group shall take over, by full right and without interruption, all the active and passive legal relationships pertaining to Lottomatica. Furthermore, as of the Effective Date, all corporate bodies and offices of Lottomatica shall cease, as well as the powers of attorney granted by the same corporate bodies in the exclusive interest of Lottomatica shall be revoked ipso jure.

Lottomatica’s transactions shall be charged to the financial statements of the Lottomatica Group, pursuant to Article 2501-ter, paragraph 1, no. 6 of the Italian Civil Code, as of the first day of the financial year in which the Merger shall become legally effective.

Please note that the Merger does not require the publication of the information document required by Article 70, paragraph 6, of the regulation adopted by Consob with resolution no. 11971 of 14 May 1999, as subsequently amended (the “**Issuers’ Regulations**”) and by Annex 3B of the same Issuers’ Regulations, as this is a merger transaction between a listed issuer (the Merging Company) and a wholly-owned subsidiary (the Merged Company) and the Company has exercised its right to waive the disclosure requirements set forth in Articles 70, paragraph 6 and 71, paragraph 1 of the Issuers’ Regulations.

Finally, it should be noted that the Merger is a transaction with a subsidiary (the Merged Company) to which the provisions contained in the procedure for transactions with related parties (the “**RPT Procedure**”), adopted by the Company’s Board of Directors on 5 May 2023, in accordance with the Related Party Transaction Regulation adopted by Consob Resolution No. 17221 of 12 March 2010, as

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subsequently amended, do not apply, as there are no significant interests of other related parties in the subsidiary (the Merged Company).

For further information:

Investor Relations

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About Lottomatica Group S.p.A.

With approximately €36 billion bets and €1.9 billion of consolidated pro forma revenues in FY 2023, Lottomatica is the leader player in the Italian gaming market. It operates across three segments: Online, Sports Franchise and Gaming Franchise. Lottomatica offers safe and engaging gaming experiences across all channels. The Group counts on the expertise of approximately 2,600 direct employees and its large franchising network. As of 31 December 2023, pro forma, Lottomatica has a customer base of more than 1.7 million online customers and distributes its gaming products across approximately 18,300 points of sales.

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