

This is an English translation of the Announcement of the approval of the Information Memorandum (in Greek «Ανακοίνωση της έγκρισης του Πληροφοριακού Δελτίου») which has been drafted in the Greek language and submitted to the Hellenic Capital Market Commission in accordance with Greek law 3461/2006 and the HCMC has not reviewed the content of this English translation. As a result, the original Greek text of the Announcement of the approval of the Information Memorandum prevails over this English translation thereof.

ANNOUNCEMENT

APPROVAL AND PUBLICATION OF THE INFORMATION MEMORANDUM AND COMMENCEMENT OF THE ACCEPTANCE PERIOD OF THE MANDATORY TENDER OFFER OF "PE SUB HOLDINGS, LLC" TO THE SHAREHOLDERS OF THE COMPANY "INTRALOT S.A. - INTEGRATED LOTTERY SYSTEMS AND SERVICES" FOR THE ACQUISITION OF ALL THEIR ORDINARY, REGISTERED, VOTING SHARES FOR THE CONSIDERATION OF EUR 1.07 PER SHARE IN CASH

30 July 2025

On July 30, 2025, the Board of Directors of the Hellenic Capital Market Commission (hereinafter the "**HCMC**") approved, in accordance with paragraph 4 Article 11 of Law 3461/2006, as currently in force (hereinafter the "**Law**"), the Information Memorandum (hereinafter the "**Information Memorandum**") of the mandatory tender offer (hereinafter the "**Tender Offer**"), which the company under the name "PE SUB HOLDINGS, LLC" (hereinafter the "**Offeror**"), has addressed to all holders of common, registered shares with voting rights, of nominal value €0.30 each (hereinafter the "**Shares**"), issued by the Greek société anonyme under the name "INTRALOT S.A. –INTEGRATED LOTTERY SYSTEMS AND SERVICES" and distinctive title "INTRALOT", which is registered with General Commercial Register number 000818201000, with a registered office in Peania, Attica (19th km Markopoulou Avenue), Athens, P.C. 190 02 (hereinafter the "**Company**") for the acquisition of all the Shares, which were not held by the Offeror and the Persons Acting in Concert with the Offeror (as such persons are defined below) on June 30, 2025 (hereinafter the "**Tender Offer Trigger Date**"). The Offeror initiated the Tender Offer process on July 2, 2025 (hereinafter the "**Tender Offer Date**"), by notifying the HCMC and the Board of Directors of the Company of the Tender Offer in writing and submitting to them at the same time the draft of the Information Memorandum in accordance with Article 10 of the Law.

Subsequently, the Tender Offer was announced in the manner and means described in paragraph 2 Article 10 and paragraph 1 Article 16 of the Law. The Offeror has appointed the credit institution under the name "Goldman Sachs Bank Europe SE" (hereinafter "**Goldman Sachs**") as its advisor, in accordance with Article 12 of the Law (hereinafter the "**Advisor**"), as well as "EUROXX SECURITIES INVESTMENT SERVICES SOCIÉTÉ ANONYME" as the tender agent providing the services and proceeding with the actions provided for in article 18 of the Law and decision no. 8/22.02.2021 of the Board of Directors of ATHEXCSD, as amended and in force, to facilitate the off-

exchange transfer of the Tender Offer Shares (as defined below) and the corresponding payment to the Accepting Shareholders (hereinafter the **"Tender Agent"**).

Capitalized words not defined in this announcement shall have the meaning ascribed to them in the Information Memorandum.

1. SCOPE OF THE TENDER OFFER

On the Tender Offer Trigger Date, the Offeror acquired 39,136,435 Shares of the Company, corresponding to 6.48% of the aggregate number of Shares and voting rights held in the Company. The total number of shares incorporating voting rights held directly by the Offeror and "CQ Lottery LLC", as a Person Acting in Concert with the Offeror, and indirectly by the other Persons Acting in Concert with the Offeror, amounted to 201,405,481 Shares, which corresponded to 33.34% of the Company's total Shares and voting rights, triggering the obligation to submit the Tender Offer, according to Article 7 para. 1 of Law.

As persons acting in concert with the offeror in accordance with Article 2(e) of the Law and for the purposes of the Tender Offer (hereinafter the **"Persons Acting in Concert with the Offeror"** or the **"Persons Acting in Concert"**) are: (a) Mr. Soohyung Kim, in his capacity as the person ultimately controlling the Offeror, within the meaning of Article 3 par. 1(c) of Law 3556/2007; and (b) the entities controlled by Mr. Soohyung Kim, directly or indirectly, none of which hold directly Shares in the Company, other than the Offeror which holds 39,136,435 Shares corresponding to 6.48% of the Company's Shares and voting rights, and "CQ Lottery LLC" which holds 162,269,046 Shares corresponding to 26.86% of the Company's Shares and voting rights. There are no persons acting in concert with the Offeror for the purposes of the Tender Offer, pursuant to art. 2(e) of the Law, other than those referred to above.

The Tender Offer concerns the acquisition of the Shares that the Offeror and the Persons Acting in Concert do not hold, directly or indirectly, on the Tender Offer Trigger Date, namely 402,690,140 Shares (hereinafter the **"Tender Offer Shares"**), which correspond to a percentage of 66.66% of the Company's total Shares and voting rights.

On the Information Memorandum Date, the Tender Offer is not subject to any condition, pursuant to Article 22 of the Law, other than the Offeror obtaining clearance from the United States Federal Trade Commission and the Department of Justice pursuant to the HSR Act (the **"Condition"**).

The necessary notification with regard to the aforementioned clearance has been filed on 25 July 2025, and the relevant clearance is expected to be obtained before the end of the Acceptance Period.

It is noted that the clearance from the Turkish Competition Board pursuant to law No. 4054 of the Turkish Republic on the protection of competition and the respective legislative acts which was mentioned in the announcement of submittance of the Tender Offer on 2 July 2025 was already obtained on 24 July 2025.

2. OFFER CONSIDERATION

In accordance with Article 9 paragraph 4 of the Law, the Offeror will pay in cash an amount equal to €1.07 (hereinafter the **"Offer Consideration"**) for each Tender Offer Share that is lawfully and validly offered within the Acceptance Period (as defined below) for the Tender Offer.

Regarding the Offer Consideration, the following are noted:

- a) the trading volume-weighted average market price of the Shares ("**VWAP**") during the last six (6) months preceding the Tender Offer Trigger Date, i.e. June 30, 2025, amounts to €1.0610, and therefore the Offer Consideration is greater than the VWAP; and
- b) neither the Offeror nor any of the Persons Acting in Concert acquired, during the twelve (12) months prior to the Tender Offer Trigger Date, Shares at a price higher than the Offer Consideration.

It is noted that it is not necessary to carry out a valuation in accordance to the provisions of paragraph 6 of Article 9 of the Law, as none of the conditions mentioned therein are met, namely:

- 1) no sanctions have been imposed by the Board of Directors of the Hellenic Capital Market Commission for manipulation of the Shares taking place within the period of eighteen (18) months preceding the Tender Offer Trigger Date;
- 2) the Shares have been traded for more than three-fifths (3/5) of the ATHEX operating days, i.e. 123 of the 123 days of operation and the transactions that have been carried out exceed ten percent (10%) of the total Shares, during the six (6) months prior to the Tender Offer Trigger Date; i.e. 145,014,538 shares out of total 604,095,621 shares; and
- 3) the fair and equitable consideration, as determined by the criteria of paragraph 4 of Article 9 of the Law, is greater than eighty percent (80%) of the book value per Share, based on the data of the average of the last two published financial statements of Law 3556/2007 (i.e. those of 30.06.2024 and of 31.12.2024); on a consolidated basis, i.e. 80% of €0.09 per Share (equal to approximately €0.07).

Therefore, the Offer Consideration meets the criteria of "fair and equitable" consideration, as described in paragraphs 4 and 6 Article 9 of the Law.

It is noted that the Offeror will not undertake, on behalf of the Shareholders accepting the Tender Offer (hereinafter the **"Accepting Shareholders"**) the settlement fees for the over-the-counter transfer of the transferred Shares in favour of the Hellenic Central Securities Depository (hereinafter the **"ATHEXCSD"**), which are provided for in the Annex to the codified Decision 18 (meeting 311/22.02.2021) of the Board of Directors of ATHEXCSD, as amended and in force, amounting to a percentage of 0.08% of the transfer value with a minimum charge of the lesser of the amount of EUR 20 or the percentage of 20% of the transfer value for each Accepting Shareholder per securities account (with the transfer value being calculated as the product of the number of

transferred Shares over the Offer Consideration).

It is further noted that the Offeror does not undertake on behalf of the Accepting Shareholders the payment of the amount due to the stock exchange transaction tax, which currently amounts to 0.10% and is calculated on the value of the transaction for the transfer of the Transferred Shares to the Offeror, which will be borne by the Accepting Shareholders.

Consequently, the Accepting Shareholders will receive the total amount of the Offer Consideration reduced by the amount corresponding to the above rights in favour of ATHEXCSD and by the amount of the aforementioned tax.

3. PERIOD AND PROCEDURE FOR ACCEPTANCE OF THE TENDER OFFER

The period, during which the Accepting Shareholders may accept the Tender Offer by submitting a relevant written declaration of acceptance (hereinafter the "**Declaration of Acceptance**") to their Participant/Intermediary, through which they keep their Shares in the DSS, will commence on 31 July 2025, at 08:00 a.m. (Greek time) and end on 28 August 2025, at close of business for banks operating in Greece, unless extended, in accordance with Article 18(2) of the Law (hereinafter the "**Acceptance Period**").

The procedure for the acceptance of the Tender Offer is described in detail in section 2 of the Information Memorandum.

By proper, valid, timely and lawful completion of the process described in section 2.3 of the Information Memorandum, the Accepting Shareholder shall be deemed to have accepted the Tender Offer.

A shareholder may be deemed not to have validly accepted the Tender Offer, to the extent that he has not lawfully and properly completed the Declaration of Acceptance, in accordance with its terms and conditions as well as the provisions of the Information Memorandum.

4. DISTRIBUTION OF THE INFORMATION MEMORANDUM

Shareholders who wish to receive additional information regarding the process of submitting the Declaration of Acceptance may contact their Participant/Intermediary through which they hold their Shares in the DSS during working days and hours throughout the Acceptance Period.

Copies of the Information Memorandum may also be available, upon request, at the seat of the Tender Agent.

Also, the Information Memorandum will be available in electronic form:

- on the Advisor's website: <https://www.goldmansachs.com/disclosures/pe-sub-holdings-llc>
- on the website of the HCMC: http://www.hcmc.gr/el_GR/web/portal/deltiaprotaseon12minou
- on the website of ATHEXGROUP: <https://www.athexgroup.gr/el>.

It is noted that the Offeror does not possess a website address.

5. COMPLETION OF THE TENDER OFFER

Under the Offeror's responsibility, the results of the Tender Offer will be published within two (2) working days from the end of the Acceptance Period in accordance with article 23 of the Law, on the website and in the Daily Statistical Bulletin of ATHEX. The results will also be communicated to the representatives of the Company's employees or, if no representatives have been appointed, directly to the Company's employees.

The transfer of the Shares of the Tender Offer that have been lawfully and validly offered by the Accepting Shareholders will be carried out in accordance with the procedure described in detail in section 2.6 of the Information Memorandum.

6. SQUEEZE-OUT RIGHT – SELL OUT RIGHT - DELISTING FROM THE STOCK EXCHANGE

A. Squeeze out Right

The Offeror will not exercise the Squeeze-out right according to Article 27 of the Law.

B. Sell Out Right

Provided that following the completion of the Tender Offer, the Offeror and the Persons Acting in Concert with the Offeror hold in total, directly or indirectly, Shares representing at least 90% of the paid-up share capital and total voting rights of the Company, the Offeror will be obliged, in accordance with Article 28 of the Law and Decision 1/409/29.12.2006 of the HCMC Board of Directors, to acquire, on-exchange, all of the Shares offered to it by the remaining Shareholders in exercise of the Sell-out Right, within a three (3) month period immediately following the publication of the Tender Offer results, at a price per Share equal to the Offer Consideration. If this is the case, the Offeror will announce the Sell-out Right at the same time as the announcement on the result of the Tender Offer.

C. Delisting from ATHEX

The Offeror will not cause or seek the delisting of the Shares of the Company from ATHEX after the completion of the Tender Offer.

IMPORTANT NOTICE

This mandatory Tender Offer is made in accordance with the procedure provided by Law to all Shareholders and is solely addressed to persons who may lawfully accept it. The information disclosed herein may not be the same as that which would have been disclosed if this document had been prepared in accordance with the laws of jurisdictions outside of Greece.

In particular, the Tender Offer and the Information Memorandum do not constitute an offer for the purchase of Shares, nor are addressed in any way or in any form (document or otherwise), directly or indirectly, to legal entities or natural persons in any jurisdiction other than the Hellenic Republic where the making of the Tender Offer or the posting/distribution of the Information Memorandum and any other document of the Tender Offer is illegal or constitutes a violation of any applicable legislation, rule or regulation (hereinafter the “**Excluded Territories**”). For this reason, the

transmission, distribution, posting or in any other way disposal or forwarding of copies or duplicates of the Information Memorandum or of any other document of the Tender Offer or other material relating to the Tender Offer by any person, natural or legal, to or from the Excluded Territories is prohibited. Any person who receives a copy of the Information Memorandum and/or any other document of the Tender Offer in any country outside the Hellenic Republic may not consider that it is the recipient of an offer, proposal or invitation and in any event may not use any document of the Tender Offer if, according to the legislation of the relevant jurisdiction, it is either prohibited from being addressed with such a proposal or invitation or the use of any document of the Tender Offer by such person constitutes a violation of relevant legislation. Consequently, persons that receive the Information Memorandum or any other document of the Tender Offer must inform themselves of, and take into account, such restrictions. The Offeror and the Advisor do not bear any responsibility for any violation of the above restrictions by any person.

In any event, it is recommended that all lawful recipients of this Tender Offer and documents of the Tender Offer should consult a broker, financial or legal advisor, accountant or any other advisor of their own choice concerning any doubt or question regarding the evaluation of the Tender Offer and their participation in it.

Notice to US Shareholders

The Tender Offer is made for the shares of the Company, a Greek *société anonyme*, and is subject to disclosure and requirements pursuant to Greek laws, which may be different from those of the United States (the “U.S.”). The Tender Offer is made to shareholders of the Company domiciled in the United States in reliance on and compliance with Section 14(e) of the U.S. Securities Exchange Act of 1934, as amended (hereinafter the “**Securities Exchange Act**”) and Regulation 14E thereunder, subject to the “Tier II” exemptions provided by Rule 14d-1(d) under the Securities Exchange Act, and otherwise in compliance with the disclosure and procedural requirements of Greek law, including with respect to withdrawal rights, the Tender Offer timetable, notices of extensions, announcements of results, settlement procedures (including as regards to the time when payment of the Offer Consideration is rendered) and waivers of conditions, which may be different from requirements or customary practices in relation to U.S. domestic tender offer procedures. Holders of the shares of the Company domiciled in the United States (hereinafter the “**U.S. Residents**”) are encouraged to consult with their own advisors regarding the Tender Offer.

The Tender Offer is made to the U.S. Residents on the same terms and conditions as those made to all other shareholders of the Company to whom an offer is made. Any information documents, including the offer document, are being disseminated to U.S. Residents on a basis comparable to the method pursuant to which such documents are provided to the Company’s other shareholders.

The Tender Offer, which is subject to Greek law, is being made to the U.S. Residents in accordance with the applicable U.S. securities laws, and applicable exemptions thereunder. To the extent the Tender Offer is subject to U.S. securities laws, those laws only apply to U.S. Residents and thus will not give rise to claims on the part of any other person. The U.S. Residents should consider that the price for the Tender Offer is being paid in euros and that no adjustment will be made based on any changes in the exchange rate.

To the extent permissible under applicable law or regulations, the Offeror's advisors and its advisors' affiliates may from time to time and during the Tender Offer, and other than pursuant to the Tender Offer, directly or indirectly purchase or arrange to purchase Shares of the Company outside the United States, or any securities that are convertible into, exchangeable for or exercisable for such Shares. These purchases may occur outside the United States either in the open market at prevailing prices or in private transactions at negotiated prices. To the extent Information about such purchases or arrangements is made public in Greece, such information will be disclosed by means of a press release or other means reasonably calculated to inform U.S. Residents of such information. In addition, the financial advisors to the Offeror may also engage in ordinary course trading activities in securities of the Company, which may include purchases or arrangements to purchase such securities as long as such purchases or arrangements are in compliance with the applicable law. Any information about such purchases will be announced in the manner required under applicable Greek or U.S. law, rules or regulations.

The receipt of the Offer Consideration pursuant to the Tender Offer by a U.S. Resident may be a taxable transaction for U.S. federal income tax purposes and under applicable U.S. state and local, as well as foreign and other, tax laws. Each shareholder is urged to consult an independent professional adviser regarding the tax consequences of accepting the Tender Offer. Neither the Offeror nor any of its affiliates and their respective directors, officers, employees or agents or any other person acting on their behalf in connection with the Tender Offer shall be responsible for any tax effects or liabilities resulting from acceptance of this Tender Offer.

NEITHER THE U.S. SECURITIES AND EXCHANGE COMMISSION NOR ANY U.S. STATE SECURITIES COMMISSION HAS APPROVED OR DISAPPROVED THE TENDER OFFER, PASSED UPON THE MERITS OR FAIRNESS OF THE TENDER OFFER OR DETERMINED WHETHER THIS INFORMATION MEMORANDUM IS ACCURATE OR COMPLETE. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENCE.

This announcement is not meant to act as a replacement for the Information Memorandum, which any interested party should study and refer to.