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**FOR IMMEDIATE RELEASE**

1 June 2021

**Recommended Combination**  
**of**  
**Bally's Corporation ("Bally's")**  
**(and Premier Entertainment Sub, LLC an indirect wholly-owned subsidiary ("Premier Entertainment"))**  
**with**  
**Gamesys Group plc ("Gamesys")**

**Publication of Scheme Document and Bally's Prospectus**

On 13 April 2021, the boards of Gamesys and Bally's announced that they had agreed the terms of a recommended combination of Bally's and Gamesys pursuant to which Bally's and Premier Entertainment will acquire the entire issued and to be issued ordinary share capital of Gamesys (the "**Combination**"). The Combination is to be implemented by way of a scheme of arrangement under Part 26 of the Companies Act (the "**Scheme**") and is subject to the terms and conditions set out in the scheme document relating to the Combination (the "**Scheme Document**").

**Scheme Document**

Gamesys and Bally's are pleased to announce that the Scheme Document, together with the associated Forms of Proxy and Form of Election, are today being sent, or made available, to Gamesys Shareholders and, for information purposes only, to persons with information rights, participants in the Gamesys Share Plans and the SIP, and the Warrantholder. The Scheme Document contains, among other things, a letter from the Chair of Gamesys, the full terms and Conditions of the Scheme and the Combination, an explanatory statement pursuant to section 897 of the Companies Act, notices convening the Court Meeting and the Gamesys General Meeting, an expected timetable of principal events and details of the actions to be taken by Gamesys Shareholders.

Unless otherwise defined, all capitalised terms in this announcement have the meaning given to them in the Scheme Document.

**Prospectus and Bally's Proxy Statement**

Bally's has today published a prospectus that has been approved by the Financial Conduct Authority relating to the New Bally's Shares which will be issued to eligible Scheme Shareholders who validly elect to receive New Bally's Shares in lieu of part or all of the cash consideration which they would otherwise be entitled to receive under the Combination (pursuant to the terms and Conditions set out in the Scheme Document) (the "**Prospectus**").

In addition, Bally's has today filed the definitive proxy statement (the "**Bally's Proxy Statement**") with the SEC. The Bally's Proxy Statement contains a notice convening a special meeting of Bally's Shareholders to be held at 2:00 p.m. (US Eastern Standard Time) on 30 June 2021 in order to, among other things, approve the issuance of the New Bally's Shares in connection with the Combination.

Copies of the Scheme Document, Prospectus and Bally's Proxy Statement will be made available on Gamesys' website at <https://www.gamesysgroup.com/investors/offer-for-gamesys/> and on Bally's website at <https://www.ballys.com/gamesys-documentation/>. The Scheme Document and Prospectus will also be submitted to the National Storage Mechanism and be available for inspection at

[www.morningstar.co.uk/uk/NSM](http://www.morningstar.co.uk/uk/NSM). A copy of the Bally's Proxy Statement is also available to view on the SEC's website at [www.sec.gov](http://www.sec.gov).

### **Notices of the Court Meeting and Gamesys General Meeting**

As described in the Scheme Document, to become Effective the Scheme requires, among other things, the approval of a majority in number of the Scheme Shareholders present and voting (either in person, remotely via the Virtual Meeting Platform or by proxy) at the Court Meeting representing not less than 75 per cent. in value of the relevant Scheme Shares voted, the passing of the Special Resolution at the Gamesys General Meeting and the subsequent sanction of the Scheme by the Court. The Scheme is also subject to the satisfaction or waiver of the Conditions and further terms that are set out in the Scheme Document.

Notices of the Court Meeting and the Gamesys General Meeting, which will be held at 10 Piccadilly, London W1J 0DD and through the electronic facilities that are being made available via the Virtual Meeting Platform on 30 June 2021, are set out in the Scheme Document. The Court Meeting will commence at 2.00 p.m. and the Gamesys General Meeting at 2.15 p.m. (or, if later, as soon as the Court Meeting has been concluded or been adjourned).

Guidance on remotely accessing and participating in the Gamesys Shareholder Meetings via the Virtual Meeting Platform is available in the Scheme Document and on Gamesys' website at <https://www.gamesysgroup.com/investors/offer-for-gamesys/>. Gamesys Shareholders may also submit questions to be considered at the relevant Gamesys Shareholder Meeting at any time up to 48 hours before the relevant Gamesys Shareholder Meeting by emailing [GamesysGM2021@gamesysgroup.com](mailto:GamesysGM2021@gamesysgroup.com).

It is important that, for the Court Meeting, as many votes as possible are cast so that the Court may be satisfied that there is a fair representation of opinion of the Scheme Shareholders. You are therefore urged to complete and return your Forms of Proxy, make an electronic appointment of a proxy or submit a proxy vote via CREST as soon as possible.

**The Gamesys Directors, who have been so advised by Macquarie Capital as to the financial terms of the Cash Offer, unanimously consider the terms of the Cash Offer to be fair and reasonable. In providing its advice to the Gamesys Directors, Macquarie Capital has taken into account the commercial assessments of the Gamesys Directors. Macquarie Capital is providing independent financial advice to the Gamesys Directors for the purpose of Rule 3 of the Takeover Code.**

**The Gamesys Directors make no recommendation in relation to the Share Alternative. Gamesys Shareholders are advised to consider whether New Bally's Shares are a suitable investment in light of their own circumstances and investment objectives before deciding whether they wish to elect for the Share Alternative.**

**Accordingly, the Gamesys Directors unanimously recommend that Gamesys Shareholders vote, or procure the vote, in favour of the resolutions to be proposed at the Gamesys Shareholder Meetings, as the Gamesys Directors who hold Gamesys Shares have irrevocably undertaken to do in respect of their own beneficial holdings (and those of certain of their close relatives and related trusts).**

### **Timetable**

The Scheme Document contains an expected timetable of principal events relating to the Scheme, which is also set out in the Appendix to this announcement. Subject to obtaining the approval of Gamesys Shareholders at the Court Meeting and the Gamesys General Meeting, the sanction of the Court and the satisfaction or, where applicable, waiver of the other Conditions (as set out in Part A of Part 3 of the Scheme Document), the Scheme is expected to become Effective in the fourth quarter of 2021.

If the Scheme is approved as outlined above, it is expected that trading of Gamesys Shares on the London Stock Exchange's main market for listed securities will be suspended from 7:30 a.m. on the Effective Date. It is intended that, following the Scheme becoming Effective, the London Stock Exchange and the FCA will be requested respectively to cancel trading in Gamesys Shares on the London Stock Exchange's main market for listed securities and to remove the listing of the Gamesys Shares from the Official List, in each case on or shortly after the Effective Date.

The dates given are based on Gamesys' and Bally's current expectations and may be subject to change. If any of the key dates set out in the timetable change, Gamesys will give notice of this change by issuing an

announcement through a Regulatory Information Service. Such announcement will be made available on both Gamesys' website at <https://www.gamesysgroup.com/investors/offer-for-gamesys/> and on Bally's website at <https://www.ballys.com/gamesys-documentation/>. All Gamesys Shareholders have the right to attend the Court Hearing.

**Enquiries:**

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Clifford Chance LLP is acting as legal adviser to Gamesys. Jones Day is acting as legal adviser to Bally's and Premier Entertainment.

***Further information***

*This announcement is for information purposes only and is not intended to and does not constitute, or form part of, an offer, invitation or the solicitation of an offer to purchase, subscribe for, otherwise acquire, sell or otherwise dispose of any securities or the solicitation of any vote or approval in any jurisdiction pursuant to the Combination or otherwise, nor shall there be any sale, issuance or transfer of securities in any jurisdiction in contravention of applicable law. This announcement does not constitute a prospectus or a prospectus equivalent document.*

*The Combination is made solely pursuant to the terms of the Scheme Document, which, together with the Forms of Proxy and Form of Election, contains the full terms and Conditions of the Scheme, including*

details of how to vote in respect of the Combination. Gamesys urges Gamesys Shareholders to read the Scheme Document carefully because it contains important information in relation to the Combination. Any decision in respect of, or other response to, the Combination by Gamesys Shareholders should be made only on the basis of the information contained in the Scheme Document.

#### **Important notice**

Macquarie Capital (Europe) Limited ("**Macquarie Capital**"), which is authorised and regulated by the FCA in the United Kingdom, is acting exclusively for Gamesys and for no one else in connection with the Combination and/or any other matter referred to in this announcement and will not be responsible to anyone other than Gamesys for providing the protections afforded to its clients or for providing advice in relation to the Combination, the contents of this announcement, or any other matters referred to in this announcement. Macquarie Capital is not an authorised deposit-taking institution for the purposes of the Banking Act 1959 (Commonwealth of Australia), and its obligations do not represent deposits or other liabilities of Macquarie Bank Limited ABN 46 008 583 542. Macquarie Bank Limited does not guarantee or otherwise provide assurance in respect of the obligations of Macquarie Capital.

Numis Securities Limited ("**Numis**"), which is authorised and regulated by the FCA in the United Kingdom, is acting exclusively for Gamesys and no one else in connection with the matters set out in this announcement and will not regard any other person as its client in relation to the matters in this announcement and will not be responsible to anyone other than Gamesys for providing the protections afforded to clients of Numis, or for providing advice in relation to any matter referred to in this announcement. Neither Numis nor any of its affiliates owes or accepts any duty, liability or responsibility to any person who is not a client of Numis in connection with this announcement, any statement contained herein or otherwise.

Joh. Berenberg, Gossler & Co. KG, London Branch ("**Berenberg**"), which is authorised by the German Federal Financial Supervisory Authority and subject to limited regulation by the FCA in the United Kingdom, is acting exclusively for Gamesys and no one else in connection with the Combination and will not be responsible to anyone other than Gamesys for providing the protections afforded to clients of Berenberg nor for providing advice in relation to the Combination or any other matters referred to in this announcement. Neither Berenberg nor any of its affiliates owes or accepts any duty, liability or responsibility to any person who is not a client of Berenberg in connection with this announcement, any statement contained herein or otherwise.

Deutsche Bank Aktiengesellschaft ("**Deutsche Bank**") is authorised under German Banking Law (competent authority: European Central Bank) and, in the United Kingdom, by the Prudential Regulation Authority. It is subject to supervision by the European Central Bank and by BaFin, Germany's Federal Financial Supervisory Authority and is subject to limited regulation in the United Kingdom by the Prudential Regulation Authority and Financial Conduct Authority (the "FCA").

Neither Deutsche Bank nor any of its subsidiaries, branches or affiliates (including, without limitation, Deutsche Bank, acting through its London branch ("**DB London**"), and Deutsche Bank Securities Inc. ("**DBSI**")) will be responsible to any person other than Bally's and Premier Entertainment for providing any of the protections afforded to clients of Deutsche Bank (or, as the case may be, DB London or DBSI) nor for providing advice in relation to any matters referred to in this announcement.

Neither Deutsche Bank nor any of its subsidiaries, branches or affiliates (including, without limitation, DB London and DBSI) owes or accepts any duty, liability or responsibility whatsoever (whether direct or indirect, whether in contract, in tort, under statute or otherwise) to any person who is not a client of Deutsche Bank (or DB London or DBSI) in connection with this announcement, any statement contained herein or otherwise.

DB London and DBSI are acting as financial advisers to Bally's and Premier Entertainment and no other person in connection with the contents of this announcement.

#### **Overseas jurisdictions**

The release, publication or distribution of this announcement in jurisdictions other than the United Kingdom may be restricted by law and/or regulations. Persons who are not resident in the United Kingdom

*or who are subject to the laws and regulations of other jurisdictions should inform themselves of, and observe, any applicable requirements, as any failure to comply with such requirements may constitute a violation of the securities laws of any such jurisdiction. To the fullest extent permitted by applicable law, the companies and persons involved in the Combination disclaim any responsibility or liability for the violation of such restrictions by any person.*

*This announcement has been prepared for the purpose of complying with English law, the Takeover Code, the Market Abuse Regulation, the Disclosure Guidance and Transparency Rules and the Listing Rules and the information disclosed may not be the same as that which would have been disclosed if this announcement had been prepared in accordance with the laws of jurisdictions outside England.*

*Unless otherwise determined by Bally's or Premier Entertainment or required by the Takeover Code, and permitted by applicable law and regulation, the Combination will not be made available, directly or indirectly, in, into or from a Restricted Jurisdiction where to do so would violate the laws in that jurisdiction and no person may vote in favour of the Combination by any such use of the mails of or any other means, instrumentality (including, without limitation, facsimile, email or other electronic transmission, telex or telephone) of interstate or foreign commerce of, or any facility of a national, state or securities exchange of or from within a Restricted Jurisdiction or any other jurisdiction if to do so would constitute a violation of the laws of that jurisdiction. Accordingly, copies of this announcement and all documents relating to the Combination are not being, and must not be, directly or indirectly, mailed or otherwise forwarded, distributed or sent in, into or from a Restricted Jurisdiction where to do so would violate the laws in that jurisdiction, and persons receiving this announcement and all documents relating to the Combination (including custodians, nominees and trustees) must not mail or otherwise forward, distribute or send them in, into or from such jurisdictions where to do so would violate the laws in those jurisdictions. If the Combination is implemented by way of a Takeover Offer (unless otherwise permitted by applicable law and regulation), such Takeover Offer may not be made available directly or indirectly, into or from a Restricted Jurisdiction where to do so would violate the laws in that jurisdiction.*

*The availability of the Cash Offer and the Share Alternative to Gamesys Shareholders who are not resident in the United Kingdom (and, in particular, their ability to vote their Scheme Shares with respect to the Scheme at the Court Meeting, or to appoint another person as proxy to vote at the Court Meeting on their behalf) may be affected by the laws of the relevant jurisdictions in which they are resident.*

*The Combination will be subject to the applicable requirements of the Takeover Code, the Panel, the London Stock Exchange and the FCA. Further details in relation to Overseas Shareholders are contained in the Scheme Document.*

*This announcement does not constitute a prospectus or prospectus exempted document.*

#### ***Additional information for US investors in Gamesys***

*The Combination relates to shares of an English company and is proposed to be effected by means of a scheme of arrangement under the laws of England and Wales. A transaction effected by means of a scheme of arrangement is not subject to the tender offer or proxy solicitation rules under the US Exchange Act of 1934 (the "US Exchange Act") and other requirements of US law.*

*Instead, the Combination is subject to the disclosure and procedural requirements applicable in the United Kingdom to schemes of arrangement which differ from the disclosure requirements of United States tender offer and proxy solicitation rules. Neither the US Securities and Exchange Commission (the "SEC"), nor any securities commission of other jurisdictions, has approved or disapproved of the Combination, passed upon the fairness of the Combination or passed upon the adequacy or accuracy of this announcement. Any representation to the contrary is unlawful.*

*The New Bally's Shares have not been registered under the US Securities Act of 1933 (the "US Securities Act") and will be issued pursuant to the exemption from registration provided by Section 3(a)(10) under the US Securities Act. If, in the future, Bally's or Premier Entertainment exercises its right to implement the Combination by way of a Takeover Offer or otherwise in a manner that is not exempt from the registration requirements of the US Securities Act, it will file a registration statement with the SEC that will contain a prospectus with respect to the issuance of New Bally's Shares under the US Securities Act. In this event, Gamesys Shareholders are urged to read these documents and any other relevant documents*

*filed with the SEC, as well as any amendments or supplements to those documents, because they would contain important information, and such documents will be available free of charge at the SEC's website at [www.sec.gov](http://www.sec.gov) or by directing a request to Bally's contact for enquiries identified above.*

*New Bally's Shares issued to persons other than "affiliates" of Bally's (defined as certain control persons, within the meaning of Rule 144 under the US Securities Act) will be freely transferable under US law after the Combination. Persons (whether or not US persons) who are or will be "affiliates" of Bally's within 90 days prior to, or of the Combined Group after, the Effective Date will be subject to certain transfer restrictions relating to the New Bally's Shares under US law.*

*In addition, if Bally's exercises its right to implement the Combination by way of a Takeover Offer, which is to be made into the US, such Takeover Offer will be made in compliance with the applicable US laws and regulations, including Section 14(e) and Regulation 14E under the US Exchange Act.*

*If the Combination is implemented by way of Takeover Offer, in accordance with, and to the extent permitted by, the Takeover Code and normal UK market practice, Deutsche Bank and their respective affiliates may continue to act as exempt principal traders or exempt market makers in Gamesys Shares on the London Stock Exchange and will engage in certain other purchasing activities consistent with their respective normal and usual practice and applicable law, as permitted by Rule 14e-5(b)(9) under the US Exchange Act. In addition, in accordance with normal United Kingdom practice, Bally's, Premier Entertainment or their nominees or their brokers (acting as agents), may from time to time make certain purchases of, or arrangements to purchase, shares or other securities of Gamesys outside of the US, other than pursuant to the Combination, until the date on which the Combination and/or Scheme becomes effective, lapses or is otherwise withdrawn. If such purchases or arrangements to purchase were to be made they would occur either in the open market at prevailing prices or in private transactions at negotiated prices and would comply with applicable law, including United Kingdom laws and the US Exchange Act. Any information about such purchases or arrangements to purchase will be disclosed as required in the UK, will be reported to a Regulatory Information Service and will be available on the London Stock Exchange website at [www.londonstockexchange.com](http://www.londonstockexchange.com). To the extent that such information is required to be publicly disclosed in the United Kingdom in accordance with applicable regulatory requirements, this information will, as applicable, also be publicly disclosed in the United States.*

*The receipt of cash consideration by a Gamesys Shareholder for the transfer of its Gamesys Shares pursuant to the Scheme will be a taxable transaction for United States federal income tax purposes and under applicable US state and local, as well as overseas and other, tax laws. The receipt of New Bally's Shares may also be taxable for such purposes. In certain circumstances, Gamesys Shareholders that are not US persons and that receive cash consideration pursuant to the Scheme may be subject to US withholding tax. Each Gamesys Shareholder is urged to consult an independent professional adviser regarding the applicable tax consequences of the Combination, including under applicable United States, state and local, as well as overseas and other, tax laws.*

*Financial information relating to Gamesys included in this announcement and the Scheme Document has been prepared in accordance with accounting standards applicable in the United Kingdom and may not be comparable to financial information of US companies or companies whose financial statements are prepared in accordance with generally accepted accounting principles in the United States ("US GAAP"). US GAAP differs in certain significant respects from accounting standards applicable in the United Kingdom.*

*Gamesys is incorporated under the laws of England and Wales. In addition, some of its officers and directors reside outside the United States. Some or all of its assets are or may be located in jurisdictions outside the United States. Therefore, It may be difficult for US holders of Gamesys Shares to enforce their rights and any claim arising out of the US federal securities laws in connection with the Combination, since investors may have difficulty effecting service of process within the United States upon those persons or recovering against Gamesys or its officers or directors on judgments of United States courts, including judgments based upon the civil liability provisions of the United States federal securities laws. It may not be possible to sue Gamesys or its officers or directors in a non-US court for violations of the US securities laws.*

### **Additional information about Bally's**

*This announcement may be deemed to be solicitation material in respect of the Combination, including the issuance of the New Bally's Shares. To the extent Bally's effects the Combination as a Scheme under English law, the issuance of New Bally's Shares would not be expected to require registration under the US Securities Act pursuant to an exemption provided by Section 3(a)(10) of the US Securities Act. If Bally's or Premier Entertainment elects (with the consent of the Panel, if required, and subject to the terms of the Cooperation Agreement) to implement the Combination by way of a Takeover Offer or otherwise in a manner that is not exempt from the registration requirements of the US Securities Act, it will file a registration statement with the SEC containing a prospectus with respect to the New Bally's Shares and include appropriate additions and amendments to the Conditions to reflect any additional related requirements. IN SUCH EVENT, BALLY'S INVESTORS AND SECURITY HOLDERS ARE URGED TO READ THESE MATERIALS (INCLUDING ANY AMENDMENTS OR SUPPLEMENTS THERETO) AND ANY OTHER RELEVANT DOCUMENTS IN CONNECTION WITH THE COMBINATION THAT BALLY'S WILL FILE WITH THE SEC WHEN THEY BECOME AVAILABLE BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION ABOUT BALLY'S, THE PROPOSED ISSUANCE OF THE NEW BALLY'S SHARES, AND THE COMBINATION. A proxy statement filed on Schedule 14A, the registration statement/prospectus filed on Form S-4, in each case as applicable and other relevant materials in connection with the proposed issuance of New Bally's Shares and the Combination (when they become available), and any other documents filed by Bally's with the SEC, may be obtained free of charge at the SEC's website at [www.sec.gov](http://www.sec.gov). In addition, investors and security holders may obtain free copies of the documents filed with the SEC at Bally's website, [www.ballys.com](http://www.ballys.com), or by contacting our Investor Relations department in writing at Investor Relations, 100 Westminster Street, Providence, Rhode Island 02903.*

*Bally's, the Bally's Directors and Bally's executive officers may be deemed to be participants in the solicitation of proxies from Bally's Shareholders with respect to the Combination, including the proposed issuance of New Bally's Shares. Information about the Bally's Directors and Bally's executive officers and their ownership of Bally's Shares is set forth in Bally's Annual Report on Form 10-K for the fiscal year ended 31 December 2020, which was filed with the SEC on 10 March 2021 and Bally's proxy statement for its 2021 Annual Meeting of Shareholders, which was filed with the SEC on 8 April 2021. Information regarding the identity of the potential participants, and their direct or indirect interests in the solicitation, by security holdings or otherwise, will be set forth in the proxy statement and/or prospectus and other materials to be filed with the SEC in connection with the Combination and issuance of New Bally's Shares.*

### **Forward-looking statements**

*This announcement (including information incorporated by reference in the announcement), oral statements made regarding the Combination, and other information published by Bally's, Premier Entertainment and Gamesys contains certain forward-looking statements, beliefs or opinions with respect to the financial condition, results of operations and business of Bally's, Premier Entertainment and Gamesys. These forward-looking statements can be identified by the fact that they do not relate only to historical or current facts.*

*Forward-looking statements may often, but not always, be identified by the use of forward-looking terms such as "may," "will," "expects," "believes," "hopes," "anticipates," "aims," "plans," "estimates," "projects," "targets," "intends," "forecasts," "outlook," "impact," "potential," "confidence," "improve," "continue," "optimistic," "deliver," "comfortable," "trend," "seeks," or variations of such words or statements that certain actions, events or results "could," "should," "would" or "might" be taken, occur or be achieved or the negative of such terms or other variations on such terms or comparable terminology.*

*Such statements are qualified in their entirety by the inherent risks and uncertainties surrounding future expectations. These statements are based on assumptions and assessments made by Gamesys, Bally's and Premier Entertainment, as the case may be, in light of their experience and their perception of historical trends, current conditions, future developments and other factors that they believe appropriate. By their nature, forward-looking statements involve risk and uncertainty, because they relate to events and depend on circumstances that will occur in the future and the factors that could cause actual results and developments to differ materially from those expressed in or implied by such forward-looking statements are unknown.*

*Although it is believed that the expectations reflected in such forward-looking statements were reasonable at the time the statements were made, no assurance is given by Gamesys, Bally's and Premier Entertainment that such expectations or the assumptions and assessments underlying them will prove to have been correct and the circumstances may change. You are therefore cautioned not to place undue reliance on these forward-looking statements. None of Gamesys, Bally's and Premier Entertainment assumes any obligation, and Gamesys, Bally's and Premier Entertainment disclaim any intention or obligation, to update or correct the information contained in this announcement (whether as a result of new information, future events or otherwise), except as required by applicable law or regulation (including under the Disclosure Guidance and Transparency Rules of the FCA).*

*Except as expressly provided in this announcement, the forward-looking statements have not been reviewed by the auditors of Gamesys, Bally's or Premier Entertainment or their respective financial advisers. Such forward-looking statements involve known and unknown risks and uncertainties that could significantly affect expected results and are based on certain key assumptions. There are many factors which could cause actual results to differ materially from those expressed or implied in forward-looking statements. Such forward looking statements should therefore be construed in the light of such factors. None of Bally's, Premier Entertainment and Gamesys, nor any of their respective associates or directors, officers or advisers, provides any representation, assurance or guarantee that the occurrence of the events expressed or implied in any forward-looking statements in this announcement will actually occur.*

#### **Electronic communications**

*Please be aware that addresses, electronic addresses and certain other information provided by Gamesys Shareholders, persons with information rights, participants in the Gamesys Share Plans and SIP and other relevant persons for the receipt of communications from Gamesys may be provided to Bally's and Premier Entertainment during the offer period as required under Section 4 of Appendix 4 of the Takeover Code to comply with Rule 2.11(c) of the Takeover Code.*

#### **Publication on website**

*A copy of this announcement will be made available (subject to certain restrictions relating to persons resident in Restricted Jurisdictions) free of charge on Gamesys' website at <https://www.gamesysgroup.com/investors/possible-offer-for-gamesys/> and on Bally's website at <https://ballys.com/gamesys-documentation/> by no later than 12 noon (London time) on the first Business Day following the date of this announcement. For the avoidance of doubt, the contents of these websites are not incorporated into and do not form part of this announcement.*

#### **Requesting hard copy documents**

*In accordance with Rule 30.3 of the Takeover Code, Gamesys Shareholders and persons with information rights, may request a hard copy of this announcement by contacting Computershare Investor Services PLC between 8:30 a.m. and 5:30 p.m. (London time) Monday to Friday (excluding public holidays in England and Wales) on 0370 889 4098 (or +44 (0370) 889 4098 if calling from outside of the UK). Calls to this number are charged at national rates or, in the case of calls from outside the UK, at the applicable international rate. Calls from a mobile device may incur network extras. You may also request that all future documents, announcements and information to be sent to you in relation to the Combination should be in hard copy form. If you have received this announcement in electronic form, copies of this announcement and any document or information incorporated by reference into this announcement will not be provided unless such a request is made.*

#### **General**

*If you are in any doubt about the contents of this announcement or the action you should take, you should seek your own independent financial advice immediately from your stockbroker, bank manager, solicitor accountant or independent financial adviser duly authorised under the Financial Services and Markets Act 2000 if you are a resident in the United Kingdom or, if not, from another appropriately authorised independent financial adviser.*



## APPENDIX

### EXPECTED TIMETABLE OF PRINCIPAL EVENTS<sup>(1)</sup>

<i>Event</i>	<i>Time/date</i>
Payment of Gamesys Final Dividend	16 June 2021 <sup>(2)</sup>
<b>Latest time for lodging Forms of Proxy for the:</b>	
<b>Court Meeting (BLUE Form of Proxy)</b>	2:00 p.m. on 28 June 2021 <sup>(3)</sup>
<b>Gamesys General Meeting (WHITE Form of Proxy)</b>	2:15 p.m. on 28 June 2021 <sup>(4)</sup>
<b>Scheme Voting Record Time</b>	6:30 p.m. on 28 June 2021 <sup>(5)</sup>
Bally's Shareholder Meeting	2:00 p.m. (US Eastern Standard Time) on 30 June 2021
Court Meeting	2:00 p.m. on 30 June 2021
Gamesys General Meeting	2:15 p.m. on 30 June 2021 <sup>(6)</sup>
<i>Certain of the following dates are subject to change (please see Note (1) below):</i>	
Election Return Time (being the latest time for return of Forms of Election/settlement of TTE Elections from CREST holders in respect of the Share Alternative)	1:00 p.m. on 8 October 2021 <sup>(1)(7)</sup>
Election Withdrawal Deadline	1:00 p.m. on 8 October 2021 <sup>(1)(8)</sup>
Court Hearing to sanction the Scheme	A date expected to be in the fourth quarter of 2021 subject to regulatory clearances ("D") <sup>(1)</sup>
Last day of dealings in, and for registration of transfers of, and disablement in CREST of, Gamesys Shares	D <sup>(1)</sup>
Scheme Record Time	6:00 p.m. on D <sup>(1)</sup>
Suspension of listing of, and dealings in, Gamesys Shares	7:30 a.m. on D+1 Business Day <sup>(1)</sup>
Effective Date	D+1 Business Day <sup>(1)</sup>
De-listing of Gamesys Shares	By 8:00 a.m. on D+2 Business Days <sup>(1)</sup>
New Bally's Shares listed and commencement of dealings in the New Bally's Shares on the New York Stock Exchange	By 9:30 a.m. (Eastern Standard Time) on D+2 Business Days <sup>(1)</sup>
New Bally's Shares registered through DRS	D+2 Business Days <sup>(1)</sup>
Latest date for despatch of statements of entitlement relating to New Bally's Shares held through DRS	Within 14 days of the Effective Date <sup>(1)</sup>
Latest date for despatch of cheques in respect of cash consideration and for settlement of cash consideration through CREST or other form of payment	Within 14 days of the Effective Date <sup>(1)</sup>
Long Stop Date	13 April 2022 <sup>(9)</sup>

**The Court Meeting and the Gamesys General Meeting will each be held at 10 Piccadilly, London W1J 0DD.**

- (1) These times and dates are indicative only and will depend, among other things, on the date upon which the Court sanctions the Scheme and the date on which the Conditions are satisfied or, if capable of waiver, waived. The timetable is also dependent on whether the Court Order sanctioning the Scheme is delivered to the Registrar of Companies. Gamesys will give notice of any change(s) by issuing an announcement through a Regulatory Information Service and, if required by the Panel, post notice of the change(s) to Gamesys Shareholders and persons with information rights.
- (2) Payment of the Gamesys Final Dividend is subject to approval by Gamesys Shareholders at the Gamesys AGM.
- (3) It is requested that blue Forms of Proxy for the Court Meeting be lodged before 2:00 p.m. on 28 June 2021 or, if the Court Meeting is adjourned, not later than 48 hours (excluding any part of a day that is not a working day) before the time appointed for the holding of the adjourned meeting. However, blue Forms of Proxy not so lodged may be emailed to #UKCSBRS.ExternalProxyQueries@computershare.co.uk any time prior to the commencement of the Court Meeting. Please note that any Forms of Proxy sent to this email address before 2:00 p.m. on 28 June 2021 may be discounted as invalid.
- (4) White Forms of Proxy for the Gamesys General Meeting must be lodged before 2:15 p.m. on 28 June 2021 in order for them to be valid or, if the Gamesys General Meeting is adjourned, not later than 48 hours (excluding any part of a day that is not a working day) before the time appointed for the holding of the adjourned meeting. White Forms of Proxy not so lodged cannot be emailed to Computershare prior to the commencement of the Gamesys General Meeting.
- (5) If either of the Gamesys Shareholder Meetings are adjourned, the Scheme Voting Record Time for the relevant adjourned meeting will be 6:30 p.m. on the date two calendar days before the date set for the adjourned meeting.
- (6) Or as soon thereafter as the Court Meeting has been concluded or adjourned.
- (7) The Form of Election must be lodged and/or any TTE Election must be settled by 1:00 p.m. on the Election Return Time in order for it to be valid. If the Regulatory Conditions have not been satisfied by 11:59 p.m. on 1 October 2021, Bally's or Gamesys will announce through a Regulatory Information Service an extension to the Election Return Time, which will be the earlier of 1:00 p.m. on the date which is (i) one week after the date on which the Regulatory Conditions are satisfied and (ii) the Business Day immediately before the date of the Court Hearing, or such other date as Bally's and Gamesys may agree. If Gamesys announces through a Regulatory Information Service that the Court Hearing has been scheduled for a date prior to 8 October 2021, the Election Return Time will be the earlier of 1:00 p.m. on the date which is (x) one week before the date of the Court Hearing and (y) the Business Day immediately before the date of the Court Hearing, or such other date as Bally's and Gamesys may agree.
- (8) The Election Withdrawal Deadline will be the later of (i) the Election Return Time; (ii) 1:00 p.m. on the date that is one week before the Court Hearing; or (iii) such other time and date as Bally's and Gamesys may agree.
- (9) This date may be extended to such date as Gamesys and Bally's may, with the consent of the Panel, agree and the Court (if required) may allow.

All references in this announcement to times are to times in London (unless otherwise stated).