



Statement regarding Playtech plc

Sydney, 8 November 2021

Aristocrat Leisure Limited ("Aristocrat") notes the announcement by Playtech plc ("Playtech") that it has received a preliminary approach from Gopher Investments ("Gopher") seeking access to certain due diligence information, which Playtech has provided in accordance with the UK Takeover Code. There is no certainty that Gopher's approach will result in an offer for Playtech, nor as to the terms on which any offer may be made.

On 17 October 2021 the Boards of Aristocrat and Playtech announced a recommended acquisition of Playtech by Aristocrat for 680 pence in cash for each Playtech share held.

The recommended acquisition follows extensive engagement between Aristocrat and Playtech since April 2021 and represents a firm offer for Playtech shareholders, subject to customary conditions.

Aristocrat's long-term engagement with regulators across key gaming jurisdictions, together with strong financial fundamentals, deep customer relationships and established presence in global gaming markets, positions Aristocrat to complete the transaction as planned in the second quarter of calendar year 2022. Aristocrat believes that this will provide certain value to Playtech shareholders, while the combined group will also provide greater opportunities to Playtech employees.

The recommended acquisition values the entire issued and to be issued share capital of Playtech at approximately £2.1 billion (AUD 3.9 billion) on a fully diluted basis and £2.7 billion (AUD 5.0 billion) on an enterprise value basis.

Since 17 October, Aristocrat and Playtech have been working to implement the recommended acquisition.

Playtech intends to publish the Scheme Document shortly, with notices convening the relevant shareholder meetings to approve the recommended acquisition. Aristocrat will continue to work with Playtech to progress the recommended acquisition and urges Playtech shareholders to vote in favour of the Aristocrat recommended acquisition at the shareholder meetings when the Scheme Document has been published.

In accordance with the UK Takeover Code, the UK Takeover Panel will announce the deadline by which Gopher must clarify its intentions in relation to Playtech. Aristocrat will provide this and any further updates as and when necessary.

Authorised for lodgment by Kristy Jo, Company Secretary

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Sources & Bases:

The enterprise value of Playtech implied by the value of the acquisition is £2,696 million, which is based on:

- the total Acquisition value of £2,124 million; and
- Playtech net debt, after deducting adjusted gross cash and excluding cash in assets held for sale, of €678 million as reported in Playtech's results for the six-month period ended 30 June 2021, prepared in accordance with IFRS.

Aristocrat Leisure Limited (ASX: ALL) is a leading global gaming content and technology company and top-tier mobile games publisher, with more than 7,000 employees in over 20 locations around the world. Aristocrat offers a diverse range of products and services including electronic gaming machines, casino management systems and free-to-play mobile games. The company's regulated gaming products are approved for use in more than 300 licensed jurisdictions and are available in more than 100 countries.