

Intralot Finance Luxembourg S.A. offers to purchase any and all of its outstanding 9.750% senior notes due in 2018

September 14, 2016 – Intralot Finance Luxembourg S.A. (the “Company”) announced today, that it is offering to purchase for cash (the “Tender Offer”) any and all of its outstanding €276,682,000 9.750% senior notes due 2018 (the “Notes”) from holders of the Notes (the “Holders”) on the terms set out below. The Tender Offer will expire at 5:00 p.m., New York City time, on September 20, 2016, unless extended or earlier terminated by the Company (the “Expiration Deadline”).

The Tender Offer is being made on the terms and subject to the conditions set out in the offer to purchase dated September 14, 2016 (the “Offer to Purchase”) and the related Notice of Guaranteed Delivery prepared in connection with the Tender Offer, and is subject to the offer and distribution restrictions set out below. The Company reserves the right, in its sole discretion, to waive any and all conditions.

Capitalised terms used in this announcement but not otherwise defined have the meanings given to them in the Offer to Purchase.

The following table sets forth certain information relating to the Notes.

Description of the Notes	Common code/ISIN for Regulation S Notes	Common code/ISIN for Rule 144A Notes	Outstanding Principal Amount*	Purchase Price
€325,000,000 9.750% Senior Notes due 2018	094717663 / XS0947176631	094717736 / XS0947177365	€276,682,000	€1,051.55 per €1,000 in principal amount

Purpose and Background of the Tender Offer

The Tender Offer is being made as part of the Group's liquidity management and is aimed at optimizing its liquidity position and its cost of debt. Concurrently with the Tender Offer, the Offeror is offering senior notes due 2021 (the “New Notes”) unconditionally and irrevocably guaranteed by the Intralot S.A. and certain of its subsidiaries, on terms and conditions reasonably satisfactory to the Offeror. The proceeds of the New Notes will be used, among other things, to purchase the Notes pursuant to the Tender Offer.

Details of the tender Offer

The consummation of the Tender Offer is subject to satisfaction of certain conditions, including the Financing Condition, the Loan Commitment Condition and the General Conditions. These conditions are described in more detail in the Offer to Purchase under “Conditions of the Tender Offer.” There can be no assurance that such conditions will be met or waived.

For Notes validly tendered and not validly withdrawn prior to the Expiration Deadline and accepted for purchase, the purchase price per €1,000 principal amount of the Notes will be €1,051.55 (the Purchase Price). In addition, Holders whose Notes are purchased pursuant to the Tender Offer will also receive a cash payment representing the accrued and unpaid interest on their purchased Notes from the last applicable interest payment date for such Notes to, but excluding the Settlement Date (as defined below).

As soon as practicable on or after the Expiration Deadline, the Company will announce whether the Financing Condition has been satisfied and the results of the Tender Offer. Upon the terms and subject to the conditions of the Tender Offer, the settlement of the Tender Offer will occur promptly after the Expiration Deadline (such settlement is expected to be September 23, 2016) (the “Settlement Date”). All

payments will be made on the Settlement Date, unless the Company extends or earlier terminates the Tender Offer or redeems the Notes under the mandatory redemption provisions of the related indenture.

Notes purchased by the Company pursuant to the Tender Offer will be cancelled and will not be re-issued or re-sold.

Additionally, the Company has also issued a notice of conditional redemption and any Notes that remain outstanding following the settlement of the Tender Offer will be redeemed by the Company at the end of the redemption notice period, expected to be October 14, 2016, pursuant to the notice of conditional redemption.

None of the Company, the Dealer Managers, the Tender Agent, the Notes trustee or any of their respective affiliates makes any recommendation, or has expressed an opinion, as to whether or not Holders should tender their Notes, or refrain from doing so, held by them pursuant to the Tender Offer. Each holder should make its own decision as to whether to tender its Notes and if so, the principal amount of the Notes to tender.

Any questions or requests for assistance or additional copies of the Offer to Purchase may be directed to the Tender Agent at the telephone number or the address listed below. Holders may also contact the Dealer Managers at their respective addresses or telephone numbers set forth below or such holder's broker, dealer, commercial bank, trust company or other nominee for assistance concerning the Tender Offer.

The Dealer Managers are: **J.P. Morgan Securities plc**, 25 Bank Street, Canary Wharf, London E14 5JP, United Kingdom, Attention: Liability Management, Fax: +44 20 3493 1453, E-mail: emea_lm@jpmorgan.com; and **Société Générale**, 10 Bishops Square, London E1 6EG, United Kingdom, Attention: Liability Management, Fax: +44 20 7256 9471, E-mail: liability.management@sgcib.com.

The Tender Agent is: **Lucid Issuer Services Limited**, Leroy House, 436 Essex Road, London N1 3QP, Telephone: +44 20 20 7704 0880, Email: intraLot@lucid-is.com, Attn: Thomas Choquet/Arind Bytyqi

Copies of the Offer to Purchase are available at the following web address: <http://library.lucid-is.com/intraLot>

Disclaimer

This announcement is not an offer to purchase, a solicitation of an offer to purchase or a solicitation of consents with respect to any securities. This announcement does not describe all the material terms of the Tender Offer and no decision should be made by any holder on the basis of this announcement. The complete terms and conditions of the Tender Offer are described in the Offer to Purchase. This announcement must be read in conjunction with the Offer to Purchase. The Offer to Purchase contains important information which should be read carefully before any decision is made with respect to the Tender Offer. If any holder is in any doubt as to the contents of this announcement, or the Offer to Purchase, or the action it should take, it is recommended to seek its own financial and legal advice, including in respect of any tax consequences, immediately from its stockbroker, bank manager, solicitor, accountant or other independent financial, tax or legal adviser. Any individual or company whose Notes are held on its behalf by a broker, dealer, bank, custodian, trust company or other nominee must contact such entity if it wishes to tender such Notes pursuant to the Tender Offer.

Offer and Distribution Restrictions

This Offer to Purchase does not constitute an invitation to participate in the Tender Offer in any jurisdiction in which, or to any person to or from whom, it is unlawful to make such invitation or for there to be such participation under applicable securities laws. The distribution of this Offer to Purchase in certain jurisdictions may be restricted by law. Persons into whose possession this Offer to Purchase comes are

required by each of the Company, the Dealer Managers and the Tender Agent to inform themselves about, and to observe, any such restrictions.

Italy

None of the Tender Offer, this Offer to Purchase or any other documents or materials relating to the Tender Offer has been submitted to the clearance procedures of the *Commissione Nazionale per le Società e la Borsa* (CONSOB) pursuant to Italian laws and regulations. The Tender Offer is being carried out in Italy as an exempted offer pursuant to article 101-bis, paragraph 3-bis of the Legislative Decree No. 58 of February 24, 1998, as amended (the “Financial Services Act”) and article 35-bis, paragraph 4 of CONSOB Regulation No. 11971 of 14 May 1999, as amended. Holders or beneficial owners of the Notes that are located in Italy can tender Notes for purchase in the Tender Offer through authorised persons (such as investment firms, banks or financial intermediaries permitted to conduct such activities in Italy in accordance with the Financial Services Act, CONSOB Regulation No. 16190 of October 29, 2007, as amended from time to time, and Legislative Decree No. 385 of September 1, 1993, as amended) and in compliance with applicable laws and regulations or with requirements imposed by CONSOB or any other Italian authority.

Each intermediary must comply with the applicable laws and regulations concerning information duties vis-à-vis its clients in connection with the Notes or the Tender Offer.

United Kingdom

The communication of this Offer to Purchase and any other documents or materials relating to the Tender Offer is not being made and such documents and/or materials have not been approved by an authorised person for the purposes of section 21 of the Financial Services and Markets Act 2000. Accordingly, such documents and/or materials are not being distributed to, and must not be passed on to, the general public in the United Kingdom. The communication of such documents and/or materials as a financial promotion is only being made to those persons in the United Kingdom falling within the definition of investment professionals (as defined in Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the “Financial Promotion Order”)) or persons who are within Article 43(2) of the Financial Promotion Order or any other persons to whom it may otherwise lawfully be made under the Financial Promotion Order.

France

The Tender Offer is not being made, directly or indirectly, to the public in France. Neither this Offer to Purchase nor any other document or material relating to the Tender Offer has been or shall be distributed to the public in France and only (i) providers of investment services relating to portfolio management for the account of third parties (*personnes fournissant le service d'investissement de gestion de portefeuille pour compte de tiers*) and/or (ii) qualified investors (*investisseurs qualifiés*), other than individuals, acting for their own account, all as defined in, and in accordance with, Articles L.411-1, L.411-2 and D.411-1 of the French *Code monétaire et financier*, are eligible to participate in the Tender Offer. This Offer to Purchase has not been and will not be submitted for clearance to nor approved by the *Autorité des Marchés Financiers*.

Greece

In relation to the Tender Offer:

(i) no public offer, as defined in L. 3401/2005, art. 10 of L. 876/1979, article 8a of Codified L. 2190/1920 and L. 3461/2006 (all, as amended and in force), shall take place; and

(ii) no advertisement, notice, statement or other action has been or shall be reviewed, approved or authorized by the Hellenic Capital Markets Commission under L. 3401/2005, art. 10 of L. 876/1979, article 8a of Codified L. 2190/1920 and L. 3461/2006 (all, as amended and in force),

in, from or otherwise involving the Hellenic Republic.

The Offer to Purchase has not been approved by the Hellenic Capital Markets Commission.

Luxembourg

Under no circumstance shall the Tender Offer constitute an offer to buy or subscribe for securities in Luxembourg. This document has not been reviewed or approved by the Luxembourg Financial Sector Regulator (the Commission de Surveillance du Secteur Financier).