

**MISSOURI GAMING COMMISSION
RESOLUTION NO. 25-178
APPROVING OMNIBUS PETITION FOR
APPROVAL OF TRANSFER OF INTEREST AND CHANGE OF CONTROL**

December 3, 2025

WHEREAS, International Game Technology (“IGT”), a Nevada corporation, is the holder of a Supplier’s license in Missouri; and

WHEREAS, Everi Holdings, Inc. (“Everi”), a Delaware corporation, is the holder of a Supplier’s license in Missouri; and

WHEREAS, DeAgostini, SpA (“DeAgostini”) is duly incorporated under the laws of Italy and is the holder of a Supplier Key Business Entity license; and

WHEREAS, DeA Communications, SA (“DeA Comms”), a Luxembourg société anonyme, has applied for a Supplier Key Business Entity license in Missouri; and

WHEREAS, Voyager TopCo, L.P. (“TopCo”) is the holder of a Key Business Entity license in Missouri; and

WHEREAS, DeA Comms and DeAgostini (collectively “Petitioners”) petitioned the Missouri Gaming Commission (“Commission”) for approval of transfer of interest and change in control; and

WHEREAS, 11 CSR 45-10.040(12) requires approval from the Commission prior to any voluntary material change in the ownership or control of a gaming licensee; and

WHEREAS, 11 CSR 45-10.040(8)(A)(2) defines a “material change in ownership or control” as “any sale, transfer, or lease by a licensee of all or any portion of the real estate upon which a riverboat gaming operation is conducted or located;” and

WHEREAS, DeAgostini currently has one board member on the board of Voyager TopCo, GP, LLC, the general partner of TopCo. Petitioners request approval from the Commission for the transfer of interest of DeAgostini’s board position to DeA Comms; and

WHEREAS, the Commission has reviewed the “Omnibus Petition for Approval of Transfer of Interest and Change in Control” and other documents and information relating to said Petition; and

WHEREAS, the proposed merger provides for the transfer of interest in a board position from DeAgostini to DeA Comms, and

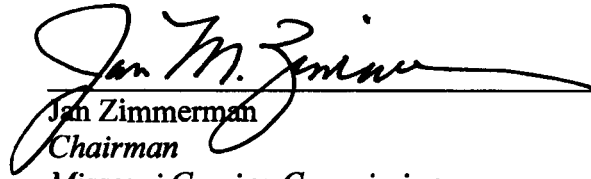
WHEREAS, in accordance with 11 CSR 45-10.040(12), the Commission finds that the Petitioners have proven by clear and convincing evidence that:

- (A) The transfer of ownership and change in control is in the best interest of the state of Missouri; and
- (B) The transfer of ownership and change in control is not injurious to the public health, safety, morals, good order, or general welfare of the people of the state of Missouri, and that it would not discredit or tend to discredit the gaming industry or the state of Missouri; and
- (C) It would have no material negative competitive impact; and
- (D) It would have no potential to affect the licensees' suitability to hold a gaming license; and
- (E) It would not potentially result in any significant negative changes in the financial condition of any of the licensees; and

NOW, THEREFORE, BE IT RESOLVED by the Missouri Gaming Commission that the Omnibus Petition for Approval of Change in Control jointly filed by DeAgostini, SpA and DeA Communications, SA, a copy of which is attached hereto and incorporated herein by reference, is hereby approved.

IT IS FURTHER ORDERED the conditions set forth in this Resolution shall be a valid order and ruling of the Commission pursuant to § 313.812.14(2), RSMO.

SO ADOPTED.


Jan Zimmerman
Chairman
Missouri Gaming Commission