



## 2023 Licence Amendment – Clauses 19.2, 19.8, 19.9

### Licence to Operate the National Lottery

#### Background

La Française des Jeux (“FDJ”) purchased the shares of Premier Lotteries Ireland (“PLI”), operator of the National Lottery, from Ontario Teachers’ Pension Plan (“OTPP”), An Post and An Post Pension Fund.

The Regulator’s approval for this change in control was sought by PLI, as required by the Licence, and was given on 2 October 2023.

PLI continues to hold the licence to operate the National Lottery until 2034.

In order to give effect to the approval and provide for any similar future change in control or sale of PLI shares, certain references in the Licence to OTPP needed to be amended to appropriately refer to FDJ.

#### Amendment

The following amendment to the Licence was agreed by the Regulator and the Licensee and came into effect on 3 November 2023. Commercially sensitive details have been redacted in accordance with Section 28(3) of the National Lottery Act 2013.

*Clause 19.2 is amended as follows:*

[Redacted text]

*Clause 19.8 is amended as follows:*

“The Licensee shall not change Control of the Licensee without the written consent of the Regulator. Any change of Control of the Licensee without the consent of the Regulator shall constitute a material contravention of this Licence and/or the Act.

“For the purposes of this Clause 19.8, a change of Control means a change of ownership such that FDJ and/or any other company, all or substantially all the economic equity interests of which are owned (directly or indirectly) by FDJ, taken together or individually, fail to own beneficially at least 50% of the direct or indirect economic equity interests in the Licensee.”

*Clause 19.9 is amended as follows:*

“As soon as practicable thereafter the Licensee shall notify the Regulator in writing together with details thereof in the event of a change of ownership having taken place as contemplated by Clause 19.8.”