

# Media and Games Invest plc

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Malta Business Registry  
AM Business Centre  
Triq il-Labour  
Zejtun ZTN 2401  
Malta

Dear Sir/Madam,

## RE: Media and Games Invest plc - C 52332 (the 'Company')

We, the undersigned, Remco Westermann bearer of Dutch passport number [REDACTED], Tobias Weitzel bearer of German Identity Card number [REDACTED] and Elizabeth Para bearer of British passport number [REDACTED], being the Board of Directors of Media and Games Invest plc, hereby declare that we are making this conversion due to the following reasons:

- i. An SE offers flexibility to hold a registered office in any European jurisdiction. Given that the entity is listed on the Frankfurt Stock Exchange, the ability to choose a European registered office would be extremely beneficial from a legal point of view;
- ii. Investors are more willing to invest in an SE than a p.l.c. due to them being more familiar with the setup.

The conversion will not affect the rights of the Company's shareholders who will become shareholders of Media and Games Invest SE without any action or formality required from them.

Therefore, the Company's shareholders will keep the same number of shares in the share capital of Media and Games Invest SE as well as the same proportion in the total number of voting rights attached to the shares of the Company.

Furthermore, the financial commitment of each shareholder will remain limited to the same extent as prior to the conversion. In addition, neither the shareholders' right to receive a dividend, whenever a dividend is distributed to the Company, nor the number of issued shares will be affected by the conversion.

Declared today this 15<sup>th</sup> day of February of the year 2021



Remco Westermann

Director

Dutch Passport No. [REDACTED]



Tobias Weitzel

Director

German ID Card No. [REDACTED]



Elizabeth Para

Director

British Passport No. [REDACTED]