

## Banijay Gaming announces the successful pricing of Betclik Everest Group S.A.S.'s Senior Secured Notes and Term Loan Facilities

**Paris, January 21, 2026** : Betclik Everest Group S.A.S., a *société par actions simplifiée* organized under the laws of France (the “Issuer,” and together with its subsidiaries, “Betclik”), today announced that it has successfully priced its (i) upsized offering of €1,000.0 million in aggregate principal amount of 5.125% Senior Secured Notes due 2031 (the “Notes”) at an issue price of 100.0% and (ii) additional euro-denominated term loan facility due 2031 in an aggregate principal amount of €1,500.0 million, bearing interest at a rate of EURIBOR *plus* 3.000% per annum (subject to a 0.0% EURIBOR floor and a leverage based margin adjustment mechanism), and additional U.S. dollar-denominated term loan facility due 2031 in an aggregate principal amount of \$750.0 million, bearing interest at a rate of Term SOFR *plus* 2.750% per annum (subject to a 0.0% Term SOFR floor and a leverage based margin adjustment mechanism) (together, the “Term Loan B” and together with the Notes, the “Acquisition Financing”). The offering of the Notes is scheduled to close on or about February 3, 2026, subject to customary closing conditions. If completed, the proceeds from the Acquisition Financing will be used by Betclik, together with rollover equity, to (i) acquire 100% of the share capital of Tipico Group Limited (the “Acquisition”), (ii) refinance certain existing indebtedness of Tipico Group Limited, (iii) fund cash to balance sheet for general corporate purposes and (iv) pay certain costs, fees and expenses incurred, among others, in connection with the Acquisition.

*The Notes are being offered only to qualified institutional buyers in accordance with Rule 144A under the U.S. Securities Act of 1933, as amended (the “Securities Act”), and outside the United States to non-U.S. persons in accordance with Regulation S under the Securities Act and, if an investor is a resident of a member state of the European Economic Area (the “EEA”) or of the United Kingdom, not to a retail investor.*

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### **About Banijay Group**

Banijay Group is a global entertainment leader founded by Stéphane Courbit, a 30-year entrepreneur and entertainment industry pioneer. Our mission is to inspire passion by providing audiences with engaging and innovative entertainment experiences. The Group’s activities include content production & distribution (through Banijay Entertainment, the largest international independent producer distributor), live experiences (through Banijay Live, a leading player in live experiences) and online sports betting & gaming (through Banijay Gaming, Europe’s fastest-growing online sports betting platform). In 2024, Banijay Group recorded revenue and Adjusted EBITDA of €4,803m and €900m respectively.

Banijay Group is listed on Euronext Amsterdam (ISIN: NL0015000X07, Bloomberg: BNJ NA, Reuters: BNJ.AS).

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*This announcement has been prepared on the basis that any offer of Securities in any Member State (each, a “Member State”) of the European Economic Area (“EEA”) will be made pursuant to an exemption under Regulation (EU) 2017/1129 (as amended or superseded, the “Prospectus Regulation”), as implemented in that Member State, from the requirement to publish a prospectus for offers of securities. Accordingly any person making or intending to make any offer in that Member State of the Securities which are the subject of the placement contemplated in this announcement may only do so in circumstances in which no obligation arises for Betcllic or the initial purchasers of the Securities to publish a prospectus pursuant to Article 3 of the Prospectus Regulation or supplement a prospectus pursuant to Article 23 of the Prospectus Regulation, in each case, in relation to such offer. Neither Betcllic nor the initial purchasers of the Securities have authorized, nor do they authorize, the making of any offer of the Securities in circumstances in which an obligation arises for Betcllic or the initial purchasers of the Securities to publish or supplement a prospectus for such offer.*

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*within the meaning of Directive 2016/97/EU (as amended, the “Insurance Distribution Directive”), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II. Consequently, no key information document required by Regulation (EU) No 1286/2014, as amended (the “PRIIPs Regulation”), for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling such debt securities or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.*

*This announcement has been prepared on the basis that any offer of Securities in the United Kingdom will be made pursuant to an exemption under the Financial Services and Markets Act 2000 (the “FSMA”) and the Public Offers and Admissions to Trading Regulations 2024 (“POATRs”) from the requirement to produce a prospectus for offers of securities. Accordingly any person making or intending to make any offer in the United Kingdom of the Securities which are the subject of the placement contemplated in this announcement may only do so in circumstances in which no obligation arises for Betclac or the initial purchasers of the Securities to publish a prospectus pursuant to Article 3 of the POATRs or section 85 of the FSMA, in each case, in relation to such offer. Neither Betclac nor the initial purchasers of the Securities have authorized, nor do they authorize, the making of any offer of the Securities in circumstances in which an obligation arises for Betclac or the initial purchasers of the Securities to publish or supplement a prospectus for such offer.*

*If an investor is a resident of the United Kingdom, this document is addressed only to investors that are not retail investors and the Securities are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the United Kingdom. For these purposes, a retail investor means a person who is neither (i) a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (“EUWA”) nor (ii) a qualified investor as defined in paragraph 15 of Schedule 1 to the POATRs. Consequently no key information document required by Regulation (EU) No 1286/2014 as it forms part of domestic law by virtue of the EUWA (the “UK PRIIPs Regulation”) for offering or selling the Notes or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling such debt securities or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.*

*Promotion of the Notes in the United Kingdom is restricted by the FSMA, and accordingly the Notes are not being promoted to the general public in the United Kingdom. This announcement is for distribution only to, and is only directed at, persons who (i) have professional experience in matters relating to investments falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the “Financial Promotion Order”), (ii) are persons falling within Article 49(2)(a) to (d) (high net worth companies, unincorporated associations, etc.) of the Financial Promotion Order, (iii) are outside the United Kingdom, or (iv) are persons to whom an invitation or inducement to engage in investment activity (within the meaning of section 21 of the FSMA) in connection with the issue or sale of any securities may otherwise lawfully be communicated or caused to be communicated (all such persons together being referred to as “relevant persons”). This announcement is directed only at relevant persons and must not be acted on or relied on by anyone who is not a relevant person. Any investment or investment activity to which this document relates is available only to relevant persons and will be engaged in only with relevant persons.*

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*Neither the content of Betcltic's website nor any website accessible by hyperlinks on Betcltic's website is incorporated in, or forms part of, this announcement.*

No money, securities or other consideration is being solicited, and, if sent in response to the information contained herein, will not be accepte