

CIRSA HAS BEEN ADVISED THAT LHMC FINCO S.À R.L., A SPECIAL PURPOSE VEHICLE ESTABLISHED TO RAISE DEBT FINANCING TO ACQUIRE CIRSA GAMING CORPORATION, S.A., HAS SUCCESSFULLY PRICED ITS OFFERING OF SENIOR SECURED NOTES DUE 2023



BARCELONA, SPAIN — Friday June 22, 2018.

Cirsa Gaming Corporation, S.A., (together with its subsidiaries, “Cirsa”) has been advised by LHMC Bidco, S.L.U. (“Bidco”) that its subsidiary, LHMC Finco S.à r.l. (the “Issuer”), a special purpose vehicle indirectly controlled by funds managed or advised by The Blackstone Group L.P. (“Blackstone”), today announced that it has successfully priced its offering of €663,000,000 aggregate principal amount of 6.250% senior secured notes due 2023 issued at 97.749% of their nominal value, €425,000,000 aggregate principal amount of floating rate senior secured notes due 2023 with an initial interest rate of EURIBOR plus 5.75% and issued at 97.698% of their nominal value, and \$550,000,000 aggregate principal amount of 7.875% senior secured notes due 2023 issued at 95.747% of their nominal value (collectively, the “Notes”). The offering of the Notes is subject to customary closing conditions, and settlement is expected to occur on or around July 2, 2018. The proceeds from the offering, if completed, are expected to be used, together with certain equity contributions from Blackstone and the existing management of Cirsa, to (i) finance the acquisition of Cirsa by Bidco, a special purpose vehicle established to acquire Cirsa, including the repayment of certain indebtedness of Cirsa; and (ii) pay costs, expenses and fees in connection with the acquisition and the offering.

### **About Cirsa**

Cirsa is a leading gaming company in Spain, Italy and a number of countries in Latin America, engaged in the operation of slot machines, casinos and bingo halls, and the manufacture of slot machines and gaming kits for the Spanish market.

### **Cautionary Statement**

The Notes will be offered only to qualified institutional buyers pursuant to Rule 144A and to non- U.S. persons outside the United States pursuant to Regulation S under the U.S. Securities Act of 1933, as amended (the “Securities Act”), subject to prevailing market and other conditions. There is no assurance that the offering will be completed or, if completed, as to the terms on which it is completed. This press release is not an offer to sell the Notes in the United States. The Notes to be offered have not been and will not be registered under the Securities Act or the securities laws of any other jurisdiction and may not be offered or sold, directly or indirectly, in the United States or to or for the account or

benefit of U.S. persons, as such term is defined in Regulation S of the Securities Act, absent registration or unless pursuant to an applicable exemption from the registration requirements of the Securities Act and any other applicable securities laws. If any public offering of the Notes is made in the United States, it will be by means of a prospectus that may be obtained from the Issuer that will contain detailed information about the Issuer, Bidco, Cirsa, its subsidiaries and management, as well as financial statements. No public offering of the Notes will be made in the United States in connection with the above-mentioned transaction.

The Notes 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 European Economic Area (“EEA”). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, “MiFID II”); or (ii) a customer within the meaning of Directive 2002/92/EC (as amended, the “Insurance Mediation Directive”), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as defined in Directive 2003/71/EC (as amended, the “Prospectus Directive”). 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 the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation. This announcement does not constitute and shall not, in any circumstances, constitute an offering to retail investors. The offer and sale of the Notes in any member state of the EEA will be made pursuant to an exemption under the Prospectus Directive from the requirement to publish a prospectus for offers of notes. The preliminary offering memorandum produced for the offering of the Notes is not a prospectus for the purposes of the Prospectus Directive.

This communication does not constitute an offer of securities to the public in the United Kingdom. No prospectus has been or will be approved in the United Kingdom in respect of the Notes. Consequently, this communication is directed only at persons who are “qualified investors” (as defined in the Prospectus Directive (as defined herein)) who are (i) persons having professional experience in matters relating to investments falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the “Order”) or (ii) high net worth entities falling within Article 49(2)(a) to (d) of the Order, or (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 Financial Services and Markets Act 2000 (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”). The preliminary offering memorandum produced for the offering of the Notes is being distributed only to and directed only at Relevant Persons. The Notes are only available to, and any invitation, offer or agreement to subscribe, purchase or otherwise acquire such Notes will be engaged in only with, Relevant Persons. The preliminary offering memorandum produced for the offering of the Notes and its contents are confidential and should not be distributed, published or reproduced (in whole or in part) or disclosed by

any recipients to any other person in the United Kingdom. Any person in the United Kingdom that is not a Relevant Person should not act or rely on the preliminary offering memorandum produced for the offering of the Notes or its contents.

MiFID II professionals/ECPs-only/ No PRIIPs KID – Manufacturer target market (MIFID II product governance) is eligible counterparties and professional clients only (all distribution channels). No PRIIPs key information document (KID) has been prepared as not available to retail in EEA.

### **Forward-Looking Statements**

This press release may include forward-looking statements. These forward-looking statements can be identified by the use of forward-looking terminology, including the terms “believes,” “estimates,” “anticipates,” “expects,” “intends,” “may,” “will” or “should” or, in each case, their negative, or other variations or comparable terminology. These forward-looking statements include all matters that are not historical facts and include statements regarding Bidco’s or its affiliates’ intentions, beliefs or current expectations concerning, among other things, Bidco’s or its affiliates’ results of operations, financial condition, liquidity, prospects, growth, strategies and the industries in which they operate. By their nature, forward-looking statements involve risks and uncertainties because they relate to events and depend on circumstances that may or may not occur in the future. Readers are cautioned that forward-looking statements are not guarantees of future performance and that Bidco’s or its affiliates’ actual results of operations, financial condition and liquidity, and the development of the industries in which they operate may differ materially from those made in or suggested by the forward-looking statements contained in this press release. In addition, even if Bidco’s or its affiliates’ results of operations, financial condition and liquidity, and the development of the industries in which they operate are consistent with the forward-looking statements contained in this press release, those results or developments may not be indicative of results or developments in subsequent periods.