INFORMATION REGARDING FORWARD-LOOKING STATEMENTS

Certain statements contained herein are not historical facts and are "forward-looking" within the meaning of Section 27A of the U.S. Securities Act of 1933, as amended and Section 21E of the U.S. Securities Exchange Act of 1934, as amended. The information presented herein contains certain forward-looking statements about our intentions, beliefs or current expectations regarding our future financial results, plans, liquidity, prospects, growth, strategy and profitability, as well as the general economic conditions of the industry and country in which we operate. We may from time to time make written or oral forward-looking statements in other communications. Forward-looking statements include statements concerning our plans, objectives, goals, strategies, future events, future sales or performance, capital expenditures, financing needs, plans or intentions relating to acquisitions, our competitive strengths and weaknesses, our business strategy and the trends we anticipate in the industries and the economic, political and legal environment in which we operate and other information that is not historical information.

Words such as "believe", "anticipate", "estimate", "expect", "suggest", "target", "intend", "predict", "project", "should", "would", "could", "may", "will", "forecast", "plan" and similar expressions or, in each case, their negative or other variations or comparable terminology, are intended to identify forward-looking statements but are not the exclusive means of identifying such statements.

By their very nature, forward-looking statements involve inherent risks and uncertainties, both general and specific, and risks exist that the predictions, forecasts, projections and other forward-looking statements will not be achieved. You should be aware that a number of important factors could cause actual results to differ materially from the plans, objectives, expectations, estimates and intentions expressed in such forward-looking statements. These factors include:

- the existing regulatory framework, and potential changes to that framework or the introduction of more stringent laws and regulations;
- the competitive environment in which we operate, including from online offerings, illegal gaming and a changing regulatory environment that may permit more participants;
- the limited duration of the concessions required to operate our business, and the significant upfront cash payments and performance bonds typically required to acquire or renew gaming concessions or convenience payment services agreements;
- the substantial penalties we face if we fail to perform under our concessions;
- the obligation to transfer certain assets to regulatory authorities upon the expiration of certain concessions;
- the potential exposure to an unfavorable outcome with respect to pending litigation, which could result in substantial monetary damages;
- pending tax proceedings, as well as potential changes in taxation or the interpretation or application of tax laws;
- economic weakness and political uncertainty, particularly in Italy;
- negative perceptions and publicity surrounding the gaming industry;
- our reliance on partners and retailers, as well as third party suppliers;
- the need to maintain the value of our brands and address changes in consumer preferences and technological developments;
- our potential exposure to significant losses on fixed-odds betting products from time to time;
- our exposure to credit risk and related exposure to losses;
- our reliance on key persons and employees and satisfactory labor relations;
- the challenges associated with making acquisitions;
- the impact of sports scheduling and other seasonal factors affecting our business;
- our reliance on credit card payment service providers and other financial institutions;
- the ability of our internal processes and systems to detect money laundering and fraud, and comply with data privacy laws and other applicable laws;

- our ability to maintain the security of our information technology systems and to protect our intellectual property;
- risks associated with the potential impairment of goodwill;
- risks associated with our structure and the interests of our principal shareholders;
- our high leverage and debt service obligations and restrictive debt covenants; and
- limitations imposed under Italian insolvency and other laws.

The risks listed above are not exhaustive. New risks emerge from time to time and it is not possible for us to predict all such risks; nor can we assess the impact of all such risks on our business or the extent to which any factor, or combination of factors, may cause actual results to differ materially from those contained in any forward-looking statements. Given these risks and uncertainties, you should not place undue reliance on forward-looking statements as a prediction of actual results.

In light of these risks, uncertainties and assumptions, the forward-looking events described herein may not be accurate or occur at all. Accordingly, prospective investors should not place undue reliance on these forward-looking statements, which speak only as of the date on which the statements were made.

We undertake no obligation, and do not intend, to update or revise any forward-looking statement, whether as a result of new information, future events or developments or otherwise. All subsequent written and oral forward-looking statements attributable to us or to persons acting on our behalf are expressly qualified in their entirety by the cautionary statements referred to above and contained elsewhere herein.

Overview

We are one of the leading operators in the Italian gaming and betting ("**Gaming**") market and have been so for the past 70 years. We offer a broad portfolio of products through physical (or "retail channel") and online channels. Following a diversification strategy, started in 2002, we have continued to strengthen our position as one of the leaders in the Italian payments and services ("**Payments and Services**") market by taking advantage of our widespread presence in local markets, direct access to customers and distribution and technological synergies with our Gaming business.

Through our Gaming business, we offer a broad portfolio of products, including gaming machines ("**Gaming Machines**") (such as slot machines and video lottery terminals ("**VLTs**")), betting and lottery games and online games, such as poker, casino and bingo. Our products are offered through both retail channels and online through the portal "Sisal.it" and mobile applications. As of December 31, 2015, we operated through 4,669 branded points of sale, characterized by various formats identifiable with our brands ("**Branded Channel**"), and a network of 40,068 affiliated points of sale, connected electronically with our information system and located throughout Italy ("**Affiliated Channel**"). Our retail network includes points of sale whose primary business does not involve Gaming, such as newsstands, bars, and tobacconists, as well as points of sale exclusively dedicated to Gaming Machines, betting and lottery games.

We have a proven track record of successfully operating our business in a highly regulated environment. In Italy, gaming companies must have a concession from the national regulator. The regulator establishes tender criteria for gaming concessions, for example by requiring bidders to show an extensive territorial presence in Italy and expertise in the information technology processes necessary for the operation of a gaming network. Our gaming concessions have maturities up to six years, and we have a history of successfully renewing each of our concessions. The payment and financial services segment of the Payments and Services industry is regulated by the Bank of Italy, from whom we hold a license to operate as a payment institution.

As part of our Payments and Services business, we provide the following services: payment of invoices, household bills, fines, taxes and subscriptions; top up of prepaid debit cards and money transfer; top up of phone cards, international phone cards and pay-per-view TV cards; and the sale of certain small off-the-shelf products. Due to the low penetration of online and direct debit payment options, as well as for cultural reasons, Italian consumers frequently seek to make cash payments through "local" channels such as bars and newsagents rather than through traditional channels such as post offices and bank branches. We offer consumers the ability to pay over 500 types of bills, fines and certain taxes such as TV licenses, as well as top-up prepaid mobile phones and debit cards, through partnerships with 96 utilities, prepaid services providers and municipal governments. Our points of sale are open more days, have longer opening hours and generally shorter queues than post offices and bank branches, saving our customers time.

In 2013, we redefined our strategy for managing our activities. Until then, we operated under three operating segments: (i) Entertainment, (ii) Lottery, and (iii) Digital Games and Services. In December 2013, we separated Digital Games and Services into two distinct operating segments, (i) Online Gaming and (ii) Payments and

Services, thereby creating a total of four business segments. The further division of our operating segments was prompted by the significant growth of the distinct products and services offered in our previous Digital Games and Services operating segment, which created the need for separate strategic models for each segment. As part of these changes, the Entertainment operating segment was renamed Retail Gaming, as it manages a part of our retail distribution network, known as the Branded Channel.

Operating segments

Our operating segments include:

Retail Gaming: dedicated to the operation of (i) Gaming Machines (slot machines and VLTs) and (ii) fixed-odd betting, totalizer betting on sport events and bingo. For the year ended December 31, 2015, our Gaming Machines and fixed-odd betting revenues were €367.7 million and €89.6 million, respectively. Our Retail Gaming operating segment also manages the Branded Channel and a portion of the points of sale in the Affiliated Channel.

Lottery: responsible for operating the exclusive concession for national totalizator number games ("**NTNG**"), which includes the following popular products, among others, the new SuperEnalotto (re-launched in February 2016), VinciCasa, Win For Life, SiVinceTutto and Eurojackpot. NTNGs are collected through the Branded Channel and the Affiliated Channel, as well as our two online portals and the 17 online portals managed by third-parties and connected to our NTNG information platform. The Lottery operating segment also manages the points of sale in the Affiliated Channel that are not managed by the Retail Gaming operating segment.

Online Gaming: responsible for managing the activities of our online Gaming business, through our website Sisal.it and mobile phone channel. The Group's online offering is among the most extensive in the market and includes the entire portfolio of products available in accordance with governing regulations, including online betting and virtual races, online poker and skill games, casino and slots, quick games, lottery and bingo games.

Payments and Services: responsible for managing the following activities: (i) payment of invoices, household bills, fines, taxes and subscriptions; (ii) the "top up" of prepaid debit cards and money transfers; (iii) the "top up" of phone cards and pay-per-view TV cards; and (iv) the sale of certain products, such as small electronics and toys. This operating segment distributes its services and products through both the Branded and Affiliated Channels, the latter including 6,605 "service only" points of sale as of December 31, 2015, as well as through the online portal Sisalpay.it.

The following table sets out the total revenues and income for each of our operating segments for the three months ended March 31, 2016 and 2015, the years ended December 31, 2015, 2014 and 2013 and the twelve months ended March 31, 2016.

Operating segment (in millions of Euro)	**Year ended December 31,,**			**Three months ended March 31,**		**Twelve months ended March 31,**
	2013	**2014**	**2015**	**2015**	**2016**	**2016**
				(Unaudited)		**(Unaudited)**
Retail Gaming	491.7	530.2	487.9	116.5	111.0	482.4
Lottery	98.4	84.6	74.5	19.1	21.0	76.4
Online Gaming	39.8	44.9	47.8	12.4	14.7	50.1
Payments and Services	141.2	158.2	174.7	43.1	45.6	177.2
Other revenues	1.2	3.1	2.2	0.1	0.1	2.2
Total	**772.3**	**821.0**	**787.1**	**191.2**	**192.4**	**788.3**

The following table sets out the EBITDA for each of our operating segments for the three months ended March 31, 2016 and 2015, the years ended December 31, 2015, 2014 and 2013 and the twelve months ended March 31, 2016.

Operating segment (in millions of Euro)[1]	Year ended December 31,,			Three months ended March 31,		Twelve months ended March 31,
	2013	2014	2015	2015	2016	2016
				(Unaudited)		(Unaudited)
Retail Gaming	80.8	90.5	75.4	18.0	21.3	78.7
Lottery	36.7	27.8	27.8	7.5	7.3	27.6
Online Gaming	13.8	18.8	21.8	5.8	7.2	23.2
Payments and Services	45.9	53.4	59.0	15.3	17.5	61.2
Total EBITDA operating segment	**177.2**	**190.5**	**184.0**	**46.6**	**53.3**	**190.7**
Items with a different classification	(1.7)	(1.7)	(1.7)	(0.1)	(0.1)	(1.7)
Non-recurring items	(82.1)	(5.1)	—	—	—	—
EBITDA	**93.4**	**183.7**	**182.3**	**46.5**	**53.2**	**189.0**

Competitive Strengths

A leading operator in the attractive and resilient Italian Gaming and Payments and Services markets.

We are one of the leading operators in the Italian Gaming market as well as the Italian Payments and Services market. As a result of a series of deregulation initiatives undertaken by the Italian government from 2006, the Italian Gaming market doubled in size between 2007 and 2012 and has since then remained relatively stable, reaching a turnover of €88.0 billion in 2015. The Italian Gaming market is now one of the largest in Europe, second only to the United Kingdom. The Italian Payments and Services market achieved turnover of an estimated €150.0 billion in 2015, of which approximately €85.4 billion was processed through the cash and payment card segment that we address (the "**Addressable Payments Market**"). This segment operates through bank branches and post offices (the "**Traditional Channel**") and non-specialized points of sale such as bars, tobacconists and newsstands (the "**Convenience Channel**"). We operate exclusively through the Convenience Channel, which, since its introduction at the beginning of 2000, has grown significantly, reflecting a shift of consumers' preferences from the Traditional Channel to the Convenience Channel. The convenience payment market grew from approximately €16 billion in 2012 to approximately €18 billion in 2015, representing a CAGR of 4.4% over the period. Alongside this trend, we have been able to increase our market share in the Addressable Payments Market, based on turnover, from 6.6% in 2012 to 9.5% in 2015. The Gaming and Payments Services markets have been resilient even in years of declining GDP growth in Italy.

The markets in which we operate are highly regulated, and the relationship of industry participants with regulatory authorities and their ability to operate within the existing regulatory framework are critical factors for success. The ADM establishes criteria in tenders for gaming concessions, for example requiring bidders to show an extensive territorial presence in Italy and expertise in the information technology processes necessary for the operation of a gaming network, which constitutes a significant barrier to entry for new, smaller and unsophisticated operators. We are also licensed by the Bank of Italy to operate as a payment institution to provide payment and financial services. We believe our long-standing and leading position in the market, our trusted brand, as well as our experience operating within the Italian regulatory framework, have contributed to our generally positive and open relationship with the regulatory authorities, with whom we are in regular dialogue regarding the development of the industry.

Diversified product portfolio with multiple distribution channels across Italy.

Historically, we have derived the majority of our profits from lotteries and betting. Over the years, we have progressively diversified our business profile, adding innovative games, such as Virtual Races, entering adjacent segments, such as Payments and Services, and implementing multiple distribution channels, from retail to online and mobile devices. We now offer a broad range of games, such as slot machines, VLTs, betting, traditional pool and prediction games, through multiple concessions with staggered maturities. Moreover, we have the exclusive concession, and therefore are the only operator in Italy, to operate NTNG lotteries, such as SuperEnalotto. For the twelve months ended March 31, 2016, our Retail Gaming and Lottery segments accounted for 41.3% and 14.5% of our EBITDA, respectively. In recent years, taking advantage of our capillary retail network of over 44,700 points of sales strategically located throughout the country, we have further diversified our business by expanding into payment services. Moreover, our well-recognized brand has allowed us to successfully launch and expand our online game offering. For the twelve months ended March 31, 2016, our Payments and Services and Online Gaming segments accounted for 32.1% and 12.1% of our EBITDA, respectively. The high level of diversification of our business has allowed us to maintain a stable level of profitability even in periods of economic downturns and mitigate the effects of increased gaming taxation.

For instance, our Payments and Services segment has not been affected by the changes recently introduced by the Italian 2016 Stability Law and has continued to display growth and a high level of profitability and cash flow generation, both in 2015 and in the three months ended March 31, 2016. For the three months ended March 31, 2016, the total estimated negative impact of the Italian 2016 Stability Law on gaming machines revenues and Retail Gaming EBITDA was €14.1 million and €4.8 million, respectively. Our diversified product portfolio has allowed us to offset this impact as we have witnessed strong performance from other business divisions, particularly due to a 5.8% increase in revenues and income in our Payments and Services business and a 9.9% increase in revenues and income in our Lottery business following the re-launch of SuperEnalotto, for the three months ended March 31, 2016.

High-quality and branded distribution network.

We have the largest branded Gaming distribution network in Italy and, including our affiliated points of sale, we have the second largest Gaming distribution network in Italy. As of December 31, 2015, our network consisted of 4,669 branded points of sale and 40,068 affiliated points of sale, for a total of 44,737 points of sale, which represents a 125% increase since December 31, 2006. Nearly all our points of sale offer Payments and Services. In 2015, post offices and bank branches, our main competitors in the Addressable Payments Market, comprised approximately 13,000 and approximately 32,000 locations, respectively, which demonstrates our prominent position in the market. Over the last few years, we have significantly expanded our Branded Channel network, which now includes WinCity gaming halls, Matchpoint shops and corners and SmartPoint points of sale. In the three years ended December 31, 2015, our Branded Channel network grew from 4,014 points of sale at the end of 2013 to 4,669 at the end of 2015. Our Affiliated Channel is primarily made up of bars, tobacconists and newsstands, strategically located throughout Italy.

Through extensive analysis and geomarketing tools, we carefully select points of sale to optimize our presence throughout Italy. We use information about consumer habits and socio-demographic characteristics gained from experience in the industry, along with customer contact at our directly-managed points of sales, in order to strategically tailor product offerings at each point of sale, maximizing earnings at each location. In addition, when a point of sale is not directly managed by us, we evaluate the retailer’s proven ability in managing the business before partnering with the retailer. We continuously review the performance of our retail operations, and our marketing and sales teams monitor the performance of retailers, including via annual contract reviews. In connection with this review process, we seek to maximize our profitability, focusing on opening new points of sale in areas which we think have good earnings potential and closing points of sale with lower earnings potential. We have a long-standing relationship with a number of retailers, and we seek ways to reinforce such strong relationships, including through ongoing dialogue and sales and training initiatives.

Our Branded Channel points of sale have the highest performance across our distribution network in terms of Gaming and Payment and Services volumes, and allow us to capture a higher portion of the value chain, achieve higher margins and more quickly implement our strategic initiatives. Accordingly, the expansion of the Branded Channel network has contributed to increased stability of our profitability margins as well as our brand awareness. In 2013, we were the first company to introduce a new type of terminal dedicated solely to the Payments and Services market in new categories of points of sale (such as newsstands). As a result, our “service only” points of sale have increased from 1,542 at the end of 2013 to 6,605 at the end of 2015.

Leadership in product, service and customer experience innovation.

We have been a leading product innovator in the Italian Gaming market, from the invention of Totocalcio and Totip in the 1940s to the introduction of SuperEnalotto in 1997, Superstar in 2006, SiVinceTutto in 2011 and Eurojackpot in 2012. In developing new products, we leverage our 70-year operating history, in-depth knowledge of consumer behavior and ability to interpret changing preferences and habits. For example, during the recent economic downturn, we recognized the concerns of consumers about having a stable income to and through retirement. We used this understanding, along with rigorous product analysis and testing, to develop our popular Win For Life product, which allows players to win a monthly cash income over a period of up to 20 years—the first such product offering in Italy. Additionally, building on the success of the original SuperEnalotto game of chance, we re-launched the new and improved SuperEnalotto in February 2016. Consumers now have more incentive to play SuperEnalotto, including increased payouts and winning odds, richer jackpots and higher frequency and instant wins. Due to our extensive retail network, online portal and SuperEnalotto mobile application, consumers now also have several ways to play. In 2013, we also launched virtual betting (or “Virtual Races”) on both our Branded Channel and online platform. Since then, Virtual Races have become one of the main drivers of our betting performance.

We strive to improve the customer experience. We have significantly expanded our online channel, which is now among the most extensive in the market, has the leading market share in terms of customer base and has grown in Italy from 12.9% in 2013 to 14.4% in 2015. Furthermore, we have developed mobile device apps to improve our customers' gaming experience and facilitate their access to our Payments and Services offering. In 2015, 33% of our total online gaming revenues were derived from mobile revenues. At the end of 2015, our online gaming offer included a portfolio of more than 350 different games, an increase from 264 at the end of 2013. In 2013, we introduced a new online platform for payments and services, with the aim of making our services available 24 hours a day and offering our consumers value-added tools for controlling, planning and archiving their payments. We also recently completed the roll-out of technologically advanced cashless payment devices in our distribution network to improve service quality and customer experience. Additionally, in 2013, we introduced our "service only" points of sale in bars, tobacconists, newsstands and supermarkets, where only Payments and Services are offered by the Group on an exclusive basis. Our service only network, consisting of 6,605 points of sale as of December 31, 2015, provides us with new channels for growth for our Payments and Services segment.

Well known and trusted brands built on a strong heritage.

We believe that our strong brand heritage and national recognition helped us to reach our current state of development and positions us well to capitalize on future opportunities. We were the first Italian company to operate in the gaming sector as a government concessionaire and we have been operating in Italy for 70 years. Our product portfolio includes a number of well-known brands, including Sisal, SuperEnalotto, Eurojackpot, SiVinceTutto, Matchpoint, SisalPay, Win For Life, WinCity, Sisal.it. We continuously look for ways to create new interest in existing branded products and we have been able to leverage on our widely recognized brands to develop new successful ones. For example, in line with our expansion strategy in the Payments and Services market, we launched the SisalPay brand in 2012, the first specific brand in the Convenience Channel, throughout our distribution network as well as, starting from June 2013, on the dedicated Sisalpay.it online platform and mobile applications. We believe the SisalPay brand has led to increased visibility of our Payments and Services offering in the market and has significantly contributed to the increase in our turnover, from €5.9 billion in 2012 to €8.1 billion in 2015. Over the years, we believe that we have one of most recognizable brands in the market and have developed a positive reputation among consumers as a trusted provider of safe and responsible gaming, which is integral to success in the Italian gaming market. We believe this positive reputation has also supported our expansion into convenience payment services, where a reputation for trust and reliability is critical. We support our reputation with a commitment towards corporate social responsibility, player protection and we participate in a variety of community initiatives in the arts, sports and youth outreach.

Successful history of renewing all Gaming concessions supported by our extensive retail network.

We have renewed each of our concessions to date, including our NTNG concession, and we believe we are well positioned to approach upcoming renewals. The concession legal framework in the Italian Gaming market includes two types of concessions: exclusive and multi-providing. Most gaming products, such as betting, gaming machines and online games, are operated by various concessionaires under multi-providing concessions, awarded to them subject to compliance with certain requirements and following the payment of an upfront concession fee. We have been able to renew all our multi-providing concessions over time. Lottery concessions, on the other hand, have historically been awarded to single operators under exclusive concessions. There are currently three lottery concessions, Instant Lotteries and Lotto, both operated by IGT, and NTNGs, operated by us. We have been the first and only ever concessionaire of SuperEnalotto since its introduction in 1997 and, in 2009, we were able to renew our NTNG concession, under which we operate SuperEnalotto, on an exclusive basis for additional nine years, until 2018. In the future, we will seek to continue to secure exclusive renewals of our concessions, similar to the recent renewal of the Lotto concession in April 2016 by an IGT-led consortium for an additional nine years and on an exclusive basis. The award of new concessions, or the renewal of existing ones, is subject to several requirements which vary depending on the type of concession and may include the existence of an extensive retail network. We believe our widespread distribution network, with over 44,700 points of sale, represents a key strength in any concession renewal process and a significant barrier to entry for smaller operators. In addition, concessionaires require complex and effective IT infrastructures in order to manage the high volumes of gaming transactions generated under their concessions. For this reason, we have invested significant resources in recent years to develop an extensive integrated information and communication technology (ICT) network that, for the year ended December 31, 2015, managed transactions amounting to approximately €15.1 billion. In addition, as a result of our years of experience in the Italian Gaming market, we believe we have developed a collaborative relationship with ADM, including in connection with the improvement of gaming products. Recently, after cooperating with ADM for almost two years, we have been able to re-launch SuperEnalotto, offering players new appealing features, such as increased payouts (of up to 60% of amounts paid) and winning odds, richer jackpot and higher frequency wins, with the introduction of instant prizes of up to €25.

Highly experienced management team.

The members of our senior and middle management teams have significant experience in the gaming, convenience payment services and retail consumer goods markets. We have managers with a long track record of gaming experience at Sisal and others who have worked in senior positions at multinational companies in the retail and consumer sector or at financial institutions before joining us. Additionally, we have successfully attracted and retained young talent to management positions where we believe new perspectives can add value to our business. Our experienced team has already demonstrated its ability to grow our business, for example, through expanding our distribution network, diversifying our revenue sources, introducing innovative products and successfully executing accretive acquisitions.

Business Strategy

Further promote "multi-channel" gaming by leveraging our extensive presence in both offline and online channels.

Multi-channel development is a strategic priority for us in order to improve customer loyalty and game cross-fertilization. We operate a broad product portfolio and have a prominent presence across relevant channels, including retail, mobile and online. We believe that our extensive retail network presence is a key factor in building a trustworthy relationship with our customers and gives us the ability to advertise and attract our customers who wish to use our online and mobile channels and vice-versa. Furthermore, we believe our strong brand awareness and retail distribution network lead to increased customer traffic to our website, as some customers prefer using website platforms owned by players with physical retail networks as they believe these are more available and more reliable than those with only an online presence.

We have a multi-channel strategy to encourage retail customers to try online gaming as a complementary channel and not as a substitute to our retail channel. We will continue to adapt our channels (retail, mobile, online) according to our customers' preferences as they may change from time to time.

We have further developed our multi-channel strategy by leveraging synergies between our Retail Gaming and Online Gaming segments, including:

- *Brand positioning:* consistent brand positioning and advertising strategy, particularly for betting and lotteries.
- *Cross-selling activities:* on-line account opening through our extensive retail distribution network with specific promotions for retail and online consumers.
- *Customer care:* integration of online and retail loyalty programs. We offer online accounts top-up and winning collection as well as online consumer assistance in our retail points of sale.
- *Consumer interface:* mobile applications offering integrated value-added services to both retail and online customers (e.g. betting and lotteries applications can be used to place bets both via our online and retail channels).

As part of our multi-channel strategy, we have developed the following initiatives: (i) the creation of a database consisting of cross-referenced customer data from all our customer engagement points; (ii) holding SisalPay prize contests offering synergies and advantages to customers of both our Online Gaming and Payments & Services segments; and (iii) hosting online business events in our retail stores (e.g. WinCity) and opening retail business units events to our online business customers.

Through our referral scheme, approximately 4,000 and 11,000 retail customers were successfully referred to our online products for the three months ended March 31, 2016 and for the year ended December 31, 2015, respectively. We believe there are additional opportunities for us to continue to strengthen our multi-channel approach, including (i) the further roll-out of points of sale activating Online Gaming accounts (currently only 14% of our retail distribution network promotes our Online Gaming segment); (ii) the extension of information and activities managed with our customer profiling database; and (iii) the creation of a cross-business unit custom gaming platform, offering engagement opportunities combining multi-channel activity (e.g. integrated missions and awards given to customers who complete certain activities across our different channels).

Continue to expand and optimize our retail network, develop and launch innovative products, specifically in

the online and mobile channels, and leverage on recently launched products.

We intend to capitalize on our knowledge of consumer behavior, as well as our network of gaming offerings and our online platform, by continuing to invest in innovative product offerings to reach an even broader customer base. We have increased the number of our online games from 10 in 2007 to 376 as of December 31, 2015. In December 2013, we launched Virtual Races on our Branded Channel and online platform and, since then, Virtual Races have become one of the main drivers of our betting performance, available on two different technological platforms. We intend to further invest in this product by launching a new and improved version of "football", our highest performing sport in Virtual Races. In addition, we have recently refreshed our NTNG range, introducing an updated version of our most renowned NTNG product, SuperEnalotto, in February 2016, offering players increased payouts and winning odds, richer jackpot and higher frequency and instant wins. We plan to further expand our portfolio of offerings through the launch of new products such as new VLT games and new online games, acting as a "first mover" where possible. Moreover, in compliance with the requirements of the Stability Law 2016, we will replace the current generation of our AWPs with new remote models by the end of 2019. We expect these remote AWPs to reduce the time to market for new games, thereby, enhancing consumers' experience. Through point of sale marketing and other efforts, we also aim to build consumer awareness of the ability to play our games on the Internet or on mobile phones in order to further grow our online customer base. Furthermore, we intend to continue our multi-channel approach, for both online gaming and VLTs, by adding more platforms to our systems in order to diversify, integrate and expand our gaming offering for consumers.

Additionally, we intend to continue to expand and optimize our existing retail network, which has grown by 125%, from 19,855 to 44,737 points of sale between December 31, 2006 and December 31, 2015. We expect to achieve this through organic growth and strategic acquisitions. We operate in a highly fragmented market, characterized by a large number of small independent participants. We believe this fragmentation presents an opportunity for us to acquire targets who hold products, technology or concessions, or are located in areas, that complement our existing platforms and offerings, in each case, at attractive valuations. We believe we have significant experience in identifying targets and executing accretive acquisitions, following a careful diligence process and we are continually looking for new businesses and opportunities to expand in categories and strategic locations throughout Italy where we believe we have critical mass and can develop a competitive advantage. Moreover, we continuously assess our retail network and strategically manage the balance between our Branded Channel and Affiliated Channel. We believe that the expansion and optimization of our retail network will enable us to achieve greater brand recognition and benefit from economies of scale, provide consumers with a better customer experience and help increase revenues and income by allowing us to capture a larger share of the gaming and Payment and Services value chain.

Further expand our Payments and Services business and increase marketing efforts to promote our "one stop shop" offerings.

We currently offer the ability to make over 500 types of payments and transfers through collaboration with over 90 partners, such as utility providers, prepaid credit card service providers, money transfer providers and mobile phone companies, generating Payment and Services turnover of €8.1 billion in 2015. Due to the low penetration of online and direct debit payment options as well as for cultural reasons, Italian consumers frequently seek to make cash payments through "local" channels such as bars and newsagents rather than through traditional channels such as post offices and bank branches, and we believe that the Addressable Payments Market, and particularly the Convenience Channel, will continue to grow. In addition to maximizing cross-selling opportunities with terminals that offer both Lottery and Payments and Services, we seek to further develop our service only distribution network in high-traffic areas with a low risk of saturation and where the existence of additional terminals will reduce or eliminate queue times. We have recently completed the roll out of contactless payment devices throughout our network, and we plan to incrementally expand our current offering of Payments and Services, including through new commercial partnerships, in order to appeal to even more consumers. We intend to continue to promote our points of sale as "one stop shops" that allow consumers to utilize our terminals to play games as well as pay bills and make other payments. In addition to the potential increase in revenues and income from Payments and Services, we believe the "one stop shop" model provides an opportunity to develop more direct relationships with consumers and increase their loyalty and brand awareness.

Maintain our focus on profitability and cash flow.

We have consistently delivered strong financial performance, evidenced by high levels of growth, profitability and cash flow generation which has allowed for significant deleverage. Since 2008, we have de-levered from net leverage of 6.6x as of December 31, 2008 to 5.0x as of March 31, 2016, while adjusted EBITDA has grown by 34.8%, from €140.2 million to €189.0 million over the same period.

Despite challenging macroeconomic conditions (in 2012 Italian real GDP dropped by 2.9%) and despite the regulatory and fiscal headwinds that the Italian gaming market has faced, in particular following the Italian 2015 Stability Law, our free cash flow, excluding acquisitions and extraordinary items, almost doubled in the three year period from 2012 to 2015, driven by EBITDA generation and declining capital expenditure following cyclical patterns, technological renewal and refurbishment of our points of sale.

Furthermore, between 2012 and 2015, we have achieved approximately €21 million in cost savings related to, among others, (i) the renegotiation of telephone rates with telecommunications operators, (ii) the outsourcing of our call center, (iii) the renegotiation of rent fees for many of our points of sales, and (iv) the renegotiation of our hardware and software maintenance contracts.

Our ability to generate cash is further supported by our structurally negative working capital due to collection of cash from the network on a regular and frequent basis (weekly or bi-weekly) while we pay our suppliers on standards credit terms, on average between 90 and 120 days.

For the twelve months ended March 31, 2016, we had operating cash conversion, representing the ratio of EBITDA less capital expenditures divided by EBITDA, of 82%. Going forward we will continue to carefully assess the potential for earnings, cash-flow stability and growth when we evaluate the performance of our operations and new investment opportunities. For example, before we participate in a tender for a concession, we extensively analyze the terms, including potential payback, taxes and any required upfront payments, as well as the ability to build on our existing brands and distribution network. We participate in tenders only on terms that we believe are attractive. In 2009, for example, we agreed to pay €15,000 per machine for the right to operate approximately 5,000 VLTs. In contrast, in 2010 we did not seek to outbid a competitor for the concession to operate the scratch and win game, which, we understand from public statements, involved an upfront payment of approximately €800 million by a consortium led by Lottomatica. We use a similar disciplined approach when it comes to acquiring businesses and assets, and we consider the impact on profitability when setting payout rates and odds in relation to legal minimums on gaming products. Furthermore, we will continue to seek to reduce costs in our business through contract renegotiations, optimization of work shifts and other cost saving initiatives, including in connection with our marketing activities and distribution network. We also aim to generate cash and reduce our leverage by focusing on profitable and sustainable growth, including through a product mix shift towards our higher margin products and services and the expansion of our Branded Channel network.

Recent Developments

The following information relating to our revenues, operating costs and EBITDA is based in part on estimates. These estimates are based on our internal management accounts for the two months ended May 31, 2016, which have not been prepared in accordance with IFRS. These estimates have been prepared by and are the responsibility of management and have not been audited, reviewed or verified by our independent auditors and you should not place undue reliance on them. While we believe these estimates are reasonable, our actual results for the two months ended May 31, 2016, may differ from those presented below.

For the two months ended May 31, 2016, our total revenues and income increased to €86.2 million from €84.2 million for the two months ended May 31, 2015. The increase was primarily due to positive performance in the Lottery, Online Gaming and Payments and Services segments, which was partially offset by lower revenues and income in our Retail Gaming segment. Our operating costs remained relatively stable at €56.4 million for the two months ended May 31, 2016 compared to €56.2 million for the two months ended May 31, 2015. EBITDA increased slightly for the two months ended May 31, 2016 over the same period in 2015, in line with trends in the first quarter of 2016. Our actual results for the two months ended May 31, 2016 may differ from these preliminary estimates and expectations and remain subject to change.

The Acquisition

On May 27, 2016, Schumann Holdings S.à r.l., an entity indirectly owned by the CVC Funds, entered into an agreement relating to the sale and purchase of Sisal Group S.p.A. to acquire, directly or indirectly, all of the issued and outstanding shares of Sisal Group S.p.A. from the seller, Gaming Invest S.à r.l. (the "**Acquisition Agreement**"). On June 13, 2016, Schumann Holdings S.à r.l. assigned the Acquisition Agreement and assigned all its rights and delegated all its obligations under the Acquisition Agreement to the Issuer.

The consummation of the Acquisition is subject to satisfaction of the following conditions precedent: (i) the regulatory approval of the Acquisition by the European Union Commission or, in case of referral under Article 9 of the Council Regulation (EC) 139/2004, the Italian Antitrust Authority; (ii) the regulatory approval of the Acquisition by the Bank of Italy, and (iii) the regulatory approval of the Acquisition by the *Agenzia delle Dogane e dei Monopoli*. We have submitted our draft notification to the European Commission and expect to submit our official notification by the end of July 2016. We submitted our applications to the ADM and the Bank of Italy on

June 16 and June 27, 2016, respectively. If the regulatory approvals by the relevant authorities are not received by November 23, 2016, unless the parties mutually agree to extend the deadline, the Acquisition Agreement will terminate.

The Acquisition Agreement contains customary warranties and indemnities, including one related to certain tax liabilities, given by Gaming Invest S.à r.l. (the “**Seller**”) as to capacity, title and certain disclosure matters as well as customary covenants given by the Seller regarding, among other things, the conduct of the business and the affairs of the Target Group pending closing of the Acquisition. The Sellers’ liability for any breach of a warranty is subject to certain thresholds and limitations. The purchase price includes a feature whereby we are required to pay additional consideration for every month that elapses between signing of the Acquisition Agreement and the Completion Date, to compensate for additional cash generation in the business. As a result, the ultimate purchase price will be dependent on the timing of the date on which the acquisition is completed.

The Issuer is a wholly owned subsidiary of Schumann Investments S.A., which is a wholly owned subsidiary of Schumann Holdings S.à r.l. The Issuer, Schumann Investments S.A. and Schumann Holdings S.à r.l. were formed to undertake the transactions.

Summary Consolidated Financial Information

The following summary consolidated financial information as of and for the years ended December 31, 2015, 2014 and 2013 has been derived from the Consolidated Financial Statements. Summary consolidated financial information as of March 31, 2016 and for the three months ended March 31, 2016 and 2015 has been derived from the Unaudited Condensed Consolidated Interim Financial Statements. The Consolidated Financial Statements were prepared in accordance with IFRS and were audited by PricewaterhouseCoopers S.p.A. Interim results are not necessarily indicative of the results that may be expected for any other interim period nor are they indicative of results for a full year. The unaudited consolidated statement of comprehensive income information and the other financial information presented for the twelve months ended March 31, 2016 have been prepared for illustrative purposes only and are not necessarily representative of our results of operations for any future period or our financial condition at any future date. This data has been prepared solely for the purpose of this document, is not prepared in the ordinary course of our financial reporting and has not been audited or reviewed.

The unaudited consolidated statement of comprehensive income information and the other financial information presented for the twelve months ended March 31, 2016 have been derived by subtracting from the financial information of the 2015 audited consolidated financial statements the comparative financial information of the unaudited interim consolidated financial statements for the three months ended March 31, 2015, and adding the financial information of the unaudited interim consolidated financial statements for the three months ended March 31, 2016.

Summary Consolidated Statement of Comprehensive Income Information

	Year ended December 31,,			Three months ended March 31,		Twelve months ended March 31,
	2013	2014	2015	2015	2016	2016
				(Unaudited)		(Unaudited)
			(In millions of Euro)			
Revenues	677.1	715.3	693.8	167.9	164.2	690.1
Fixed odds betting income	86.4	99.7	89.6	22.9	28.0	94.7
Other revenues and income	8.8	6.0	3.7	0.4	0.2	3.5
Total revenues and income	**772.3**	**821.0**	**787.1**	**191.2**	**192.4**	**788.3**
Purchases of materials, consumables and merchandise	10.7	11.6	10.4	2.1	2.8	11.1
Costs for services	453.5	470.8	445.5	104.6	100.8	441.7
Lease and rent expenses	20.7	25.3	24.2	6.2	5.6	23.6
Personnel costs	81.3	92.5	90.5	23.4	21.2	88.3
Other operating costs	107.9	35.8	34.9	8.2	8.7	35.4
Amortization, depreciation, provisions and impairment losses and reversals	110.3	114.7	129.5	25.4	26.0	130.1
Net operating profit (loss) (EBIT)	**(12.1)**	**70.3**	**52.1**	**21.3**	**27.3**	**58.1**
Finance income and similar	2.2	1.2	0.5	0.1	0.1	0.5
Finance expenses and similar	86.7	91.0	84.9	20.9	21.4	85.4
Share of profit/(loss) of companies accounted for using the equity method	n.s.	(0.2)	n.s.	—	—	n.s.

	Year ended December 31,, 2013	2014	2015	Three months ended March 31, 2015	2016	Twelve months ended March 31, 2016
				(Unaudited)		(Unaudited)
			(In millions of Euro)			
Profit (loss) before income taxes	**(96.6)**	**(19.7)**	**(32.3)**	**0.5**	**6.0**	**(26.8)**
Income taxes	2.2	(18.7)	7.4	1.7	3.9	9.6
Total profit (loss) for the period/year	**(98.8)**	**(1.0)**	**(39.7)**	**(1.2)**	**2.1**	**(36.4)**
Attributable to non-controlling interest	0.3	0.3	0.1	n.s.	n.s.	0.1
Attributable to owner of the parent	**(99.1)**	**(1.3)**	**(39.8)**	**(1.2)**	**2.1**	**(36.5)**
Other comprehensive income:						
Actuarial gains (losses) on employees' defined benefit plans	n.s.	(1.8)	0.5	—	—	0.5
Tax effect	n.s.	0.5	(0.2)	—	—	(0.2)
Total comprehensive profit (loss) for the period/year	**(98.8)**	**(2.3)**	**(39.4)**	**(1.2)**	**2.1**	**(36.1)**

Summary Consolidated Statement of Financial Position Information

	As of March 31, 2014	2015	2016	As of December 31, 2016
				(Unaudited)
		(In millions of Euro)		
Property, plant and equipment	131.6	120.6	103.8	97.1
Goodwill	880.0	880.0	860.9	860.9
Intangible assets	228.9	185.6	141.4	130.1
Investments accounted for using the equity method	0.1	0.1	—	—
Deferred tax assets	11.8	31.9	25.2	22.1
Other non-current assets	29.1	24.7	23.1	22.3
Total non-current assets	**1,281.5**	**1,242.9**	**1,154.4**	**1,132.5**
Inventories	9.0	9.0	11.3	8.0
Trade receivables	122.7	135.3	144.4	145.3
Current financial assets	n.s.	—	—	—
Tax receivable	4.7	3.7	1.4	0.7
Restricted bank deposits	76.7	90.3	101.9	162.0
Cash and cash equivalents	104.3	113.7	139.7	161.2
Other current assets	42.4	48.4	41.1	47.6
Total current assets	**359.8**	**400.4**	**439.8**	**524.8**
TOTAL ASSETS	**1,641.3**	**1,643.3**	**1,594.2**	**1,657.3**
EQUITY				
Share capital	102.5	102.5	102.5	102.5
Legal reserve	0.2	0.2	0.2	0.2
Share premium reserve	94.5	94.5	94.5	94.5
Other reserves	(1.6)	87.9	88.4	88.5
Accumulated deficit	(253.2)	(255.8)	(294.5)	(292.5)
Total equity attributable to owners of the Parent	**(57.6)**	**29.3**	**(8.9)**	**(6.8)**
Equity attributable to non-controlling interests	1.2	1.5	0.3	0.4
Total equity	**(56.4)**	**30.8**	**(8.6)**	**(6.4)**
Long-term debt	1,107.9	1,037.7	1,051.5	1,058.4
Provision for employee severance indemnities	9.7	11.3	10.0	9.6
Deferred tax liabilities	19.8	15.9	12.9	11.7
Provisions for risks and charges	13.2	14.1	12.5	12.1

Other non-current liabilities	15.8	7.1	3.3	2.5
Total non-current liabilities	**1,166.4**	**1,086.1**	**1,090.2**	**1,094.3**
Trade and other payables	268.4	267.8	254.7	243.7
Short-term debt	34.3	34.3	34.4	34.3
Current portion of long-term debt	27.5	20.1	19.8	14.6
Tax payable	2.6	4.5	0.8	2.0
Other current liabilities	198.5	199.7	202.9	274.8
Total current liabilities	**531.3**	**526.4**	**512.6**	**569.4**
TOTAL LIABILITIES AND EQUITY	**1,641.3**	**1,643.3**	**1,594.2**	**1,657.3**

Summary Consolidated Statement of Cash Flows Information

	Year ended December 31,			Three months ended March 31,		Twelve months ended March 31,
	2013	**2014**	**2015**	**2015**	**2016**	**2016**
				(Unaudited)		(Unaudited)
				(In millions of Euro)		
Cash flows generated from operating activities	88.5	150.1	138.7	25.0	45.8	159.5
Cash flows used in investing activities	(81.3)	(62.5)	(42.3)	(9.0)	(4.8)	(38.1)
Cash flows used in financing activities	(55.8)	(78.2)	(70.3)	(19.4)	(19.5)	(70.4)
Net increase (decrease) in cash and cash equivalents	**(48.6)**	**9.4**	**26.1**	**(3.4)**	**21.5**	**51.0**

Other Financial Information

	As of and for the year ended December 31,			As of and for the three months ended March 31,		As of and for the twelve months ended March 31,
	2013	**2014**	**2015**	**2015**	**2016**	**2016**
				(Unaudited)		(Unaudited)
				(In millions of Euro)		
EBITDA(1)	93.4	183.7	182.3	46.5	53.2	189.0
Adjusted EBITDA(2)	175.5	188.8	182.3	46.5	53.2	189.0
EBITDA Margin(3)	12.09%	22.38%	23.16%	24.32%	27.65%	23.98%
Adjusted EBITDA Margin(3)	22.72%	23.00%	23.16%	24.32%	27.65%	23.98%
Changes in trade working capital(4)	4.4	(25.6)	(36.5)	(14.9)	(12.0)	(33.6)
Capital expenditures(5)	84.1	47.1	38.5	8.6	4.4	34.3
Unrestricted cash(6)	104.3	113.7	139.7	n.a.	161.2	161.2
Net Financial Debt(7)	1,065.4	978.4	965.9	n.a	946.2	946.2
Net Leverage(8)	6.1	5.2	5.3	n.a.	n.a.	5.0

(1) We define EBITDA as profit (or loss) for the period adjusted for: (i) amortization of intangible assets; (ii) depreciation of property, plant and equipment; (iii) impairment of fixed assets and receivables; (iv) finance income and similar; (v) finance expenses and similar; (vi) share of profit/(loss) of companies accounted for using the equity method; and (vii) income taxes. EBITDA is a non-IFRS measure. The following is a calculation of EBITDA:

	Year ended Decmeber 31,			Three months ended March 31,		Twelve Months ended March 31,
	2013	2014	2015	2015	2016	2016
				(Unaudited)		(Unaudited)
	(In millions of Euro)					
Profit (loss) for the period	(98.8)	(1.0)	(39.7)	(1.2)	2.1	(36.4)
Income taxes	2.2	(18.7)	7.4	1.7	3.9	9.6
Share of profit/(loss) of companies accounted for using the equity method	n.s.	0.2	n.s.	—	—	n.s.
Finance expenses and similar	86.7	91.0	84.9	20.9	21.4	85.4
Finance income and similar	(2.2)	(1.2)	(0.5)	(0.1)	(0.1)	(0.5)
Amortization, depreciation, impairment losses and reversal	105.5	113.4	130.2	25.2	25.9	130.9
EBITDA	**93.4**	**183.7**	**182.3**	**46.5**	**53.2**	**189.0**

(2) We define Adjusted EBITDA as EBITDA adjusted for the effect of non-recurring items. Adjusted EBITDA is a non-IFRS measure. The following is a calculation of Adjusted EBITDA:

	Year ended December 31,			Three months ended March 31,		Twelve Months ended March 31,
	2013	2014	2015	2015	2016	2016
				(Unaudited)		(Unaudited)
	(In millions of Euro)					
EBITDA	**93.4**	**183.7**	**182.3**	**46.5**	**53.2**	**189.0**
Cost for IPO process	—	6.3	—	—	—	—
Settlement of gaming machine dispute	73.5	—	—	—	—	—
Provision for claims with regulator	4.2	—	(2.4)	—	—	—
Other	4.4	(1.2)	2.4	—	—	n.s.
Non-recurring items	**82.1**	**5.1**	**n.s.**	**—**	**—**	**n.s.**
Adjusted EBITDA	**175.5**	**188.8**	**182.3**	**46.5**	**53.2**	**189.0**

(3) We define EBITDA Margin and Adjusted EBITDA Margin as EBITDA and Adjusted EBITDA, respectively, divided by total revenues and income.

(4) The following is a calculation of changes in trade working capital as extracted from our consolidated statement of cash flows.

	Year ended December 31,			Three months ended March 31,		Twelve Months ended March 31,
	2013	2014	2015	2015	2016	2016
				(Unaudited)		(Unaudited)
	(In millions of Euro)					
Movements in trade receivables	19.4	(25.0)	(21.1)	(3.4)	(4.4)	(22.1)
Movements in inventories	0.9	n.s.	(2.3)	1.2	3.4	(0.1)
Movements in trade payables	(15.9)	(0.6)	(13.1)	(12.7)	(11.0)	(11.4)
Changes in trade working capital	**4.4**	**(25.6)**	**(36.5)**	**(14.9)**	**(12.0)**	**(33.6)**

(5) Capital expenditures consist of investments for the period in property, plant and equipment and intangible assets as extracted from our consolidated statement of cash flows.

	Year ended December 31,			Three months ended March 31,		Twelve Months ended March 31,
	2013	2014	2015	2015	2016	2016
				(Unaudited)		(Unaudited)
	(In millions of Euro)					
Property, plant and equipment	50.4	33.5	25.2	5.7	2.6	22.1
Intangible assets	33.7	13.6	13.3	2.9	1.8	12.2
Total	**84.1**	**47.1**	**38.5**	**8.6**	**4.4**	**34.3**

(6) Unrestricted cash represents cash and cash equivalents from our statement of financial position less restricted cash relating to bank accounts which are managed by us but for which the cash is restricted to the payment of prize winnings and, to a lesser extent, deposits made by players for our online games.

(7) The table below sets forth our Net Financial Debt as of the dates indicated.

	As of December 31, 2013	2014	2015	As of March 31, 2016 (Unaudited)
	(In millions of Euro)			
Existing Senior Secured Credit Facilities Agreement	439.5	425.4	414.8	415.4
Senior Secured Notes	272.7	274.3	276.2	271.7
Shareholder Loans	450.1	387.0	410.9	417.1
Other	7.4	5.4	3.7	3.2
Total debt	**1,169.7**	**1,092.1**	**1,105.6**	**1,107.4**
Sisal Group unrestricted cash[a]	(104.3)	(113.7)	(139.7)	(161.2)
Net Financial Debt	**1,065.4**	**978.4**	**965.9**	**946.2**

(a) We calculated Net Financial Debt as the sum of long-term debt, short-term debt and current portion of long-term debt, less unrestricted cash. The information presented is derived from the consolidated statement of financial position and, in accordance with IFRS, is net of unamortized debt issuance costs.

(8) We define Net Leverage as the result of Net Financial Debt divided by Adjusted EBITDA. The following table sets forth Net Leverage for the periods indicated.

	Twelve months ended March 31, 2013	2014 (Unaudited)	2015	As of and for the year ended December 31, 2016 (Unaudited)
Net Leverage	6.1	5.2	5.3	5.0

Segment Information

The following table sets forth an analysis of our revenues and income and EBITDA by operating segments for the periods indicated.

	Revenue and Income: Year ended December 31, 2013	2014	2015	Three months ended March 31, 2015 (Unaudited)	2016 (Unaudited)	Twelve months ended March 31, 2016 (Unaudited)	EBITDA: Year ended December 31, 2013 (Unaudited)	2014 (Unaudited)	2015 (Unaudited)	Three months ended March 31, 2015 (Unaudited)	2016 (Unaudited)	Twelve months ended March 31, 2016
	(In millions of Euro)											
Retail Gaming	491.7	530.2	487.9	116.5	111.0	482.4	80.8	90.5	75.4	18.0	21.3	78.7
Lottery	98.4	84.6	74.5	19.1	21.0	76.4	36.7	27.8	27.8	7.5	7.3	27.6
Online Gaming	39.8	44.9	47.8	12.4	14.7	50.1	13.8	18.8	21.8	5.8	7.2	23.2
Payments and Services	141.2	158.2	174.7	43.1	45.6	177.2	45.9	53.4	59.0	15.3	17.5	61.2
Total	**771.1**	**817.9**	**784.9**	**191.1**	**192.3**	**786.1**	**177.2**	**190.5**	**184.0**	**46.6**	**53.3**	**190.7**
Other revenues	1.2	3.1	2.2	0.1	0.1	2.2	—	—	—	—	—	—
Total operating segment	**772.3**	**821.0**	**787.1**	**191.2**	**192.4**	**788.3**	**177.2**	**190.5**	**184.0**	**46.6**	**53.3**	**190.7**
Non-recurring items	—	—	—	—	—	—	(82.1)	(5.1)	—	—	—	
— Items with a different classification	—	—	—	—	—	—	(1.7)	(1.7)	(1.7)	(0.1)	(0.1)	(1.7)
Total	**772.3**	**821.0**	**787.1**	**191.2**	**192.4**	**788.3**	**93.4**	**183.7**	**182.3**	**46.5**	**53.2**	**189.0**

Certain Historical Financial Data of the Group

The table below indicates Turnover, Revenues and Income, Adjusted EBITDA, Adjusted EBITDA Margin and Net Financial Debt, as of and for the years ended December 31, 2008, 2009, 2010, 2011 and 2012.

	As of and for the year ended December 31,				
	2008	**2009**	**2010**	**2011**	**2012**
	(In millions of Euro except percentage and as otherwise indicated)				
Turnover (In billions of Euro)	6.6	9.4	11.3	13.3	13.8
Change (In billions of Euro)	0.7	2.8	1.9	2.0	0.5
% Change	11.9%	42.4%	20.2%	17.7%	3.8%
Total revenues and income	536.9	648.0	736.0	869.8	823.4
Adjusted EBITDA(1)	140.2	152.7	166.6	183.8	170.4
Adjusted EBITDA *Margin*	26.11%	23.56%	22.64%	21.13%	20.69%
Net Financial Debt(2)	930.4	956.6	992.8	983.0	985.8

(1) For the years ended December 31, 2008, 2009, 2010, 2011 and 2012, we defined (i) EBITDA as profit (or loss) for the year plus net finance expenses and similar, income taxes and amortization, depreciation, impairments and impairment of receivables and (ii) Adjusted EBITDA as EBITDA adjusted for the effect of extraordinary items. Adjusted EBITDA in 2012 includes an adjustment of €16.5 million relating to fines imposed by the ADM for failure to meet minimum required volumes under our lottery concession. Adjusted EBITDA in
2008 includes €13.2 million related to costs of settlement agreements signed during 2008 for the termination of contracts with certain senior managers and directors. There were no extraordinary items in the years ended December 31, 2009, 2010 and 2011. Adjusted EBITDA is a non-IFRS measure. The following is a calculation of Adjusted EBITDA for the periods indicated.

	For the year ended December 31,				
	2008	**2009**	**2010**	**2011**	**2012**
	(In millions of Euro)				
Profit (loss) for the year	9.7	(13.1)	(12.9)	(29.3)	(39.8)
Income taxes	5.3	6.3	5.3	16.6	2.7
Net finance expenses and similar	96.3	81.4	78.0	69.1	69.0
Amortization, depreciation and impairments	8.1	68.8	84.9	115.1	106.3
Impairment of receivables(a)	7.6	9.3	11.3	12.3	15.7
EBITDA	127.0	152.7	166.6	183.8	153.9
Extraordinary items	13.2	—	—	—	16.5
Adjusted EBITDA	**140.2**	**152.7**	**166.6**	**183.8**	**170.4**

(a) Impairment of receivables relates to accruals for receivables where recoverability is considered to be doubtful; the movement in our impairment of receivables is primarily related to the growth of the turnover of the business.

(2) The following table sets forth a reconciliation of Net Financial Debt as of the dates indicated.

	As of December 31				
	2008	**2009**	**2010**	**2011**	**2012**
	(In millions of Euro)				
Existing Senior Secured Credit Facilities Agreement	724.5	721.8	721.7	723.7	708.7
Shareholder Loans	284.1	355.4	374.5	395.5	420.0
Other	7.1	10.4	14.6	26.0	10.0
Total debt	**1,015.70**	**1,087.6**	**1,110.8**	**1,145.2**	**1,138.7**
Sisal Group unrestricted cash	(85.3)	(131.0)	(118.0)	(162.2)	(152.9)
Net Financial Debt	**930.4**	**956.6**	**992.8**	**983.0**	**985.8**