



22 September 2021

To Entain plc Employees

Dear Employees,

**STATEMENT IN RESPONSE TO MEDIA SPECULATION**

On 21 September 2021, Entain plc (the **Company**) announced that it had received a proposal from DraftKings Inc. (**DraftKings**) to acquire the Company (the **Offer**). There can be no certainty that any offer will be made for the Company, nor as to the terms on which any such offer might be made.

In accordance with our obligations under The City Code on Takeovers and Mergers (the **Code**), we hereby notify you that a copy of the announcement has been published on the Company's website at [www.entaingroup.com/investor-relations/draftkings-inc-offer/](http://www.entaingroup.com/investor-relations/draftkings-inc-offer/).

In the event that DraftKings announces a firm intention to make the Offer, under Rule 25.2 of the Code, the board of the Company must set out its opinion on the Offer in a circular which it sends to shareholders and others. The Company's employee representatives have a right, under Rule 25.9 of the Code, to have a separate opinion on the effects of the Offer on employment appended to the circular if the opinion is received in good time. Where any such opinion is received but not in good time before publication of the Company's circular to shareholders, we will promptly publish the opinion on a website and announce via a Regulatory Information Service that it has been so published, provided that it is received no later than 14 days after the date on which the Offer becomes or is declared wholly unconditional. The Company will pay the costs of the publication of any opinion received from you and will be responsible for the costs reasonably incurred by the employee representatives in obtaining advice required for the verification of the information contained in that opinion.

Yours faithfully,

J M Barry Gibson  
**Chairman**  
**Entain plc**

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Registered Office: 32 Athol Street, Douglas, Isle of Man, IM1 1JB | +44 (0)20 7184 1722  
Registered number 4685V | Incorporated and Registered in Isle of Man | VAT Number 125504834  
Shares Traded on London Stock Exchange [entaingroup.com](http://entaingroup.com)



This notification is not a summary of the announcement to which it relates and should not be regarded as a substitute for reading the announcement in full.

The Directors of the Company accept responsibility for the information (including any expressions of opinion) contained in this letter. To the best of the knowledge and belief of the Directors (who have taken all reasonable care to ensure that such is the case), the information contained in this letter is in accordance with the facts and does not omit anything likely to affect the import of such information.

### **Hard copy documents**

You may request a copy of the announcement referred to above and any information incorporated into it by reference to another source in hard copy form by writing to the Company's registrar, Link Asset Services, by email at [enquiries@linkgroup.co.uk](mailto:enquiries@linkgroup.co.uk) or by calling them on 0871 664 0300 from within the UK or on +44 (0)371 664 0300 if calling from outside the UK. If you have received this document in electronic form, this document will not be provided in hard copy form unless such a request is made.

You may also request through the contacts above that all future documents, announcements and information sent to you in relation to the possible offer for the Company by DraftKings should be sent to you in hard copy form.

### **Disclosure requirements of the Code**

Under Rule 8.3(a) of the Code, any person who is interested in 1% or more of any class of relevant securities of an offeree company or of any securities exchange offeror (being any offeror other than an offeror in respect of which it has been announced that its offer is, or is likely to be, solely in cash) must make an Opening Position Disclosure following the commencement of the offer period and, if later, following the announcement in which any securities exchange offeror is first identified. An Opening Position Disclosure must contain details of the person's interests and short positions in, and rights to subscribe for, any relevant securities of each of (i) the offeree company and (ii) any securities exchange offeror(s). An Opening Position Disclosure by a person to whom Rule 8.3(a) applies must be made by no later than 3.30 pm (London time) on the 10th business day following the commencement of the offer period and, if appropriate, by no later than 3.30 pm (London time) on the 10th business day following the announcement in which any securities exchange offeror is first identified. Relevant persons who deal in the relevant securities of the offeree company or of a securities exchange offeror prior to the deadline for making an Opening Position Disclosure must instead make a Dealing Disclosure.

Under Rule 8.3(b) of the Code, any person who is, or becomes, interested in 1% or more of any class of relevant securities of the offeree company or of any securities exchange offeror must make a Dealing Disclosure if the person deals in any relevant securities of the offeree company or of any securities exchange offeror. A Dealing Disclosure must contain details of the dealing concerned and of the person's interests and short positions in, and rights to subscribe for, any relevant securities of each of (i) the offeree company and (ii) any securities exchange offeror(s), save to the extent that these details have previously been disclosed under Rule 8. A Dealing Disclosure by a person to whom Rule 8.3(b) applies must be made by no later than 3.30 pm (London time) on the business day following the date of the relevant dealing.

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If two or more persons act together pursuant to an agreement or understanding, whether formal or informal, to acquire or control an interest in relevant securities of an offeree company or a securities exchange offeror, they will be deemed to be a single person for the purpose of Rule 8.3.

Opening Position Disclosures must also be made by the offeree company and by any offeror and Dealing Disclosures must also be made by the offeree company, by any offeror and by any persons acting in concert with any of them (see Rules 8.1, 8.2 and 8.4).

Details of the offeree and offeror companies in respect of whose relevant securities Opening Position Disclosures and Dealing Disclosures must be made can be found in the Disclosure Table on the Takeover Panel's website at [www.thetakeoverpanel.org.uk](http://www.thetakeoverpanel.org.uk), including details of the number of relevant securities in issue, when the offer period commenced and when any offeror was first identified. You should contact the Panel's Market Surveillance Unit on +44 (0)20 7638 0129 if you are in any doubt as to whether you are required to make an Opening Position Disclosure or a Dealing Disclosure.

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