13 November 2026

Playtech plc

Statement regarding 2026 Annual General Meeting voting results

Playtech plc (LSE: PTEC) ("Playtech" or the "Company"), the leading platform, content and services provider in the online gambling industry, today issues an update on the actions taken following the voting outcomes at its Annual General Meeting ("AGM") held on 20 May 2026, in accordance with Provision 4 of the UK Corporate Governance Code (the "Code").

While the majority of resolutions presented to shareholders passed, the Board notes that of the resolutions passed, over 20% of shares voted did not support the following resolutions:

Resolution 2. Remuneration report – 77.83% votes in favour

Resolution 8. Re-Elect Samy Reeb – 78.26% votes in favour

Playtech has been engaging with shareholders to further understand the context for the voting patterns in respect of the resolutions put to the Company's AGM. Through this engagement, the Board understands that the voting outcomes reflected concerns among certain shareholders regarding the Directors' Remuneration Policy and associated incentive plans which were approved by shareholders at the December 2024 General Meeting, as well as gender diversity at Board level.

Remuneration

Playtech has engaged extensively with shareholders on matters of remuneration in recent years, both prior to and since the December 2024 General Meeting. The Board, and the current Chair of the Remuneration Committee, Samy Reeb, are committed to maintaining an open and constructive dialogue with shareholders and welcome the increasing number of votes in favour of our remuneration plans over the last two years.

Playtech's remuneration plans for its senior leadership were approved by shareholders in December 2024, as part of the transformation of the business following the sale Snaitech and its renewed focus as a B2B business. Importantly, these remuneration plans were developed in response to proposals put forward by the Company's largest shareholders, who wanted to ensure stronger alignment between the interests of senior management and shareholders. The plans were designed to incentivise exceptional long-term performance and deliver exceptional returns for shareholders, an ambition that is being demonstrated by the Company's performance since their introduction.

- As announced at the interim results on 10 September 2026 and, subsequently, in the Company's ad hoc trading update on 10 November 2026, Playtech expects to exceed its ambitious medium-term profit and free cash flow targets less than 2 years after they were set. This would be a significant accomplishment, broadly doubling Adjusted EBITDA to over €300 million and achieving a step change in free cash flow (over €100 million generated in H1 2026 alone) from close to nil in FY 2024.
- Further, since completing the disposal of Snaitech in April 2025, Playtech has returned over €1.925 billion to its shareholders through special dividends and share buybacks, an amount exceeding the Company's current market capitalisation.
- Since August 2024, when the disposal of Snaitech was announced, Playtech has delivered Total Shareholder Return of 73%, ranking it first among its industry peer group[1].

Our engagement with shareholders has made it clear a significant majority continue to support the Company's remuneration plans. This is reflected in the percentage of shareholders that voted in favour of Resolution 2 and Resolution 8.

Samy Reeb assumed his role as Chair of the Remuneration Committee after the current remuneration arrangements were proposed by shareholders and subsequently approved at the 2024 General Meeting.

Sensitivity: Internal

Since becoming Chair of the Committee on 1 March 2025, he has provided strong and constructive challenge on remuneration matters. This includes a focus on strong governance, appropriate calibration of outcomes under the shareholder-approved framework, enhanced visibility and control of reward spend across the Company – including significant additional challenge on salaries and bonuses, and ultimately ensuring that the Committee's decisions in implementing the approved Directors' Remuneration Policy are aligned with the long-term interests of shareholders.

Samy has remained committed to ongoing consultation and transparent disclosure as remuneration arrangements continue to evolve. Shareholder engagement on remuneration has been positive, noting the exceptional performance in 2026 as an outcome supported by the approach on remuneration.

Board composition & diversity

Playtech is committed to promoting diversity and inclusion at all levels of the business, an approach which has been recognised through multiple external awards.

Playtech employs people across five continents, with women representing 39% of its workforce. Female representation in senior leadership positions has increased from 23% in 2021 to 32% in 2026, while women now account for 45% of the Group's executive management team.

The Board is equally committed to promoting diversity in its own composition, while ensuring that all appointments are made on merit and against objective criteria. The Board recognises that its current gender composition falls below the level recommended under the UK Listing Rules and is committed to addressing this. The Nominations Committee is currently in advanced talks to appoint an Independent Non-Executive Director to join the Board in due course.

Authority to allot shares & disapplication of pre-emption rights

In addition to the above, the requisite majority of shareholders did not support the following resolutions at the AGM:

Resolution 12. Directors' authority to allot shares – 44.75% votes in favour

Resolution 13. Disapplication of pre-emption rights – 45.09% votes in favour

Whilst these are standard authorities for UK listed companies to seek, discussions with shareholders who voted against these resolutions have made it clear they would prefer Playtech does not have customary pre-approved authority to allot shares or to disapply pre-emption rights. Instead, they would prefer to decide whether to approve these authorities as and when they are needed and in the knowledge of what they are specifically required for.

As a result, Playtech does not intend to put resolutions forward in relation to the allotment of shares or the disapplication of pre-emption rights at the next AGM in 2027.

Ongoing shareholder engagement

Playtech is committed to maintaining an open and constructive dialogue with all of the Company's shareholders and their advisory bodies, and welcomes their ongoing feedback.

In accordance with Provision 4 of the Code, a final update on this matter will be included in the Company's 2026 Annual Report.

Notes:

[1] Industry peer group includes: Aristocrat, Rank Group, Entain, Betsson (B shares), Evolution AB, Light & Wonder, DraftKings and Flutter Entertainment.

Total Shareholder Return calculated as at market close on 12 November 2026.

Sensitivity: Internal