

BEFORE THE NEVADA GAMING COMMISSION  
AND THE STATE GAMING CONTROL BOARD

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In the Matter of

GEORGIA WORLDWIDE PLC  
(fka GTECH S.p.A.)  
(Registration)\_\_\_\_\_

SEVENTH REVISED ORDER OF REGISTRATION

THIS MATTER came on specially for hearing before the State Gaming Control Board (“Board”) on February 26, 2015, at Las Vegas, Nevada, and regularly for hearing before the Nevada Gaming Commission (“Commission”) on February 26, 2015, at Las Vegas, Nevada; and

THE BOARD AND COMMISSION having considered all information pertinent hereto;

IT IS HEREBY ORDERED BY THE NEVADA GAMING COMMISSION UPON THE RECOMMENDATION OF THE STATE GAMING CONTROL BOARD:

1. THAT the following applications, as amended and supplemented, have been filed:

a. The applications of GTECH S.p.A. for (i) an amendment to its Order of Registration to reflect the merger of GTECH S.p.A. into Georgia Worldwide plc with Georgia Worldwide plc as the surviving entity, (ii) an acquisition of control of International Game Technology, and (iii) a finding of suitability as the sole shareholder of International Game Technology,

b. The applications of International Game Technology for (i) a finding of suitability as the sole shareholder of Invest Games S.A., (ii) a finding of suitability as the sole shareholder of GTECH Holdings Corporation, and (iii) approval to merge Invest-Games S.A. into GTECH Holdings Corporation with GTECH Holdings Corporation as the surviving entity, and

c. The application of Georgia Worldwide plc for approval to transfer its equity interest in Invest-Games S.A. to International Game Technology.

2. THAT the Sixth Revised Order of Registration of GTECH S.p.A., dated June 19, 2014, is hereby amended and restated, in its entirety by this Seventh Revised Order of Registration of Georgia Worldwide plc.

3. THAT Georgia Worldwide plc (formerly known as GTECH S.p.A.) is registered as a publicly traded corporation, is approved, pursuant to NGC Regulation 16.200, to acquire control of International Game Technology, is found suitable as the sole shareholder of International Game Technology, GTECH Canada ULC and GTECH German Holdings Corporation, GmbH and is found suitable as the sole member of GTECH USA, LLC.

4. THAT International Game Technology is registered as an intermediary company and is found suitable as the sole shareholder of GTECH Holdings Corporation and IGT.

5. THAT GTECH Holdings Corporation is registered as an intermediary company and is found suitable as the sole shareholder of GTECH Corporation.

6. THAT GTECH Corporation is registered as an intermediary company and is found suitable as the sole shareholder of GTECH Global Services Corporation Limited.

7. THAT GTECH Global Services Corporation Limited is registered as an intermediary company, is licensed as the sole shareholder of GTECH Sweden Interactive AB and is found suitable as the sole shareholder of GTECH (Gibraltar) Holdings Limited.

8. THAT GTECH Sweden Interactive AB is licensed as an interactive gaming service provider, a manufacturer of an interactive gaming system and a distributor (interactive

gaming system only), subject to such conditions or limitations as may be imposed by the Commission.

9. THAT GTECH (Gibraltar) Holdings Limited is registered as an intermediary company and is licensed as the sole shareholder of GTECH (Gibraltar) Limited.

10. THAT GTECH (Gibraltar) Limited is licensed as an interactive gaming service provider, a manufacturer of an interactive gaming system and a distributor (interactive gaming system only), subject to such conditions or limitations as may be imposed by the Commission.

11. THAT GTECH USA, LLC is licensed as a manufacturer, a distributor, an operator of a slot machine route, an interactive gaming service provider and a manufacturer of an interactive gaming system, subject to such conditions or limitations as may be imposed by the Commission.

12. THAT GTECH German Holdings Corporation, GmbH is registered as an intermediary company and is found suitable as the sole member and manager of GTECH Germany GmbH.

13. THAT GTECH Germany GmbH is registered as an intermediary company, is licensed as the sole member and manager of GTECH Austria GmbH and is licensed as a manufacturer, subject to such conditions or limitations as may be imposed by the Commission.

14. THAT GTECH Austria GmbH is licensed as a manufacturer, an interactive gaming service provider, a manufacturer of an interactive gaming system and a distributor (interactive gaming system only), subject to such conditions or limitations as may be imposed by the Commission.

15. THAT GTECH Canada ULC is licensed as a manufacturer, a distributor, an interactive gaming service provider and a manufacturer of an interactive gaming system, subject to such conditions or limitations as may be imposed by the Commission.

16. THAT IGT is licensed as a manufacturer, a distributor, an operator of a slot machine route, an operator of a mobile gaming system, manufacturer of an interactive gaming

system and an interactive gaming service provider, subject to such conditions or limitations as may be imposed by the Commission, is found suitable as a beneficial owner of Las Vegas Gaming, Inc., and IGT, dbat Reno Cannon International Airport, is licensed to conduct nonrestricted gaming operations (slot machines only) at 2000 East Plumb Lane, Reno, subject to such conditions or limitations as may be imposed by the Commission.

17. THAT Marco Drago is found suitable, pursuant to NRS 463.643(5) and NGC Regulation 16.400, as a beneficial owner and controlling beneficial owner of Georgia Worldwide plc, and Pietro Boroli and Renzo Pellicoli are each found suitable, pursuant to NRS 463.643(5) as a beneficial owner of Georgia Worldwide plc, provided that no other shareholder, officer, director or employee of B & D Holding di Marco Drago e.C.S.a.P.A., or De Agostini S.p.A. shall have any influence or involvement with Georgia Worldwide plc as it relates to the operations of GTECH USA, LLC, GTECH Germany GmbH or GTECH Austria GmbH. The Commission may require, upon the recommendation of the Board, any shareholder, officer, director or employee of B & D Holding di Marco Drago e.C.S.a.P.A., or De Agostini S.p.A. to file an application for licensure or a finding of suitability. The failure of such member or partner to file an application may be grounds for a finding of unsuitability and subject the member or partner to mandatory divestiture of the relevant interest.

18. THAT any and all documents (which includes, but is not limited to, securities filings, company reports, letters, memoranda, correspondence and the like) filed with the Board or the Commission by Georgia Worldwide plc, or any of its subsidiaries, shall be in the English language. If original documents required to be filed with the Board are in the Italian language, such documents shall also include translation into the English language with each such document accompanied by a certification by a nationally recognized independent public accounting firm that the English translation is true and correct.

19. THAT Georgia Worldwide plc shall maintain its gaming compliance program plan ("Plan") for the purpose of, at a minimum, performing due diligence, determining the suitability of

relationships with other entities and individuals, and to review and ensure the compliance of Georgia Worldwide plc, its subsidiaries and any affiliated entities, with the Act as amended, and the Regulations as amended, and the laws and regulations of any other jurisdiction in which Georgia Worldwide plc, its subsidiaries and any affiliated entities operate. The Plan, any amendments thereto, and the members of the compliance committee, one such member who shall be independent and knowledgeable in the Act and Regulations, and one such member who shall be knowledgeable in the conduct of lottery operations and the regulatory requirements associated therewith, shall be administratively reviewed and approved by the Chairman of the Board, or his designee. Furthermore, upon request of the Chairman of the Board, or his designee, Georgia Worldwide plc shall amend the Plan, or any element thereof, and perform such duties as may be assigned by the Chairman of the Board or his designee related to a review of activities relevant to the continuing qualification of Georgia Worldwide plc under the provisions of the Act and Regulations.

20. THAT Georgia Worldwide plc shall fund and maintain with the Board a revolving fund in the amount of \$100,000 for the purpose of funding investigative reviews by the Board for compliance with the terms of this Order of Registration. Without limiting the foregoing, the Board shall have the right, without notice, to draw upon the funds of said account for the payment of costs and expenses incurred by the Board and its staff in the surveillance, monitoring and investigative review of all activities of Georgia Worldwide plc, its subsidiaries and any affiliated entities.

21. THAT, pursuant to NRS 463.625, Georgia Worldwide plc is exempted from compliance with NRS 463.585 through 463.615, inclusive, and shall instead comply with NRS 463.635 through NRS 463.645, inclusive.

22. THAT Georgia Worldwide plc is exempted from NGC Regulation 15 and shall instead comply with the provisions of NGC Regulation 16.

23. THAT the lottery operations conducted by Georgia Worldwide plc and any of its subsidiaries and/or affiliates shall be deemed to be the conduct of foreign gaming, and that NRS 463.680 through NRS 463.720 shall therefore apply to and govern said operations.

24. THAT the Commission finds that the activities of Georgia Worldwide plc are regulated in a manner which protects the investors and the State of Nevada.

25. THAT the Commission hereby expressly finds that the exemptions herein granted are consistent with the State policy set forth in NRS 463.0129 and NRS 463.489.

26. THAT this Seventh Revised Order of Registration shall not become effective until the execution copies of all financing and merger documents have been received, reviewed and administratively approved by the Chairman of the Board or his designee. If the execution copies of all such are not provided to the Board within sixty (60) days of the date of this Seventh Revised Order of Registration, unless such time period is administratively extended by the Chairman of the Board, then this Seventh Revised Order of Registration of Georgia Worldwide plc shall be rendered null and void, and the Sixth Revised Order of Registration of GTECH S.p.A. shall remain effective.

27. THAT any of the approvals herein granted may be rescinded without prior notice upon the issuance of an interlocutory stop order by the Chairman of the Board. Said interlocutory stop order, if issued, shall remain in effect until the interlocutory stop order is lifted by the Commission upon such terms as are satisfactory to the Commission.

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28. THE Commission hereby delegates to the Chairman of the Board the authority to issue interlocutory stop orders for any cause deemed reasonable, which shall remain in effect until lifted by the Commission as provided in Paragraph twenty-seven (27) above.

ENTERED at Las Vegas, Nevada, this 26<sup>th</sup> day of February 2015.

FOR THE COMMISSION: