

BEFORE THE NEVADA GAMING COMMISSION
AND THE NEVADA GAMING CONTROL BOARD

In the Matter of

LIGHT & WONDER, INC.
(FKA SCIENTIFIC GAMES CORPORATION)

(Registration)

EIGHTH REVISED ORDER OF REGISTRATION

THIS MATTER came on regularly for hearing before the Nevada Gaming Control Board ("Board") on September 7, 2022, and before the Nevada Gaming Commission ("Commission") on September 22, 2022, 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 NEVADA GAMING CONTROL BOARD:

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

a. The applications of Light & Wonder, Inc. for (i) approval to pledge the equity securities of SG Gaming, Inc. and the membership interest of NYX Digital Gaming (USA), LLC to JPMorgan Chase Bank, N.A., as collateral agent, in conjunction with a credit agreement, and (ii) an amendment to its Order of Registration.

2. THAT the Seventh Revised Order of Registration of Scientific Games Corporation dated July 22, 2021, is hereby amended and restated, in its entirety, by this Eighth Revised Order of Registration of Light & Wonder, Inc.

3. THAT Light & Wonder, Inc. is registered as a publicly traded corporation, is licensed as the sole member and manager of NYX Digital Gaming (USA), LLC and is found suitable as the sole shareholder of SG Gaming, Inc.

4. THAT SG Gaming, Inc. dba Scientific Games, is licensed as a manufacturer, a distributor, an operator of a slot machine route, an operator of an inter-casino linked system, an interactive gaming service provider, and an operator of an information service, and registered as a service provider (information technology service provider only), subject to such conditions or limitations as may be imposed by the Commission.

5. THAT NYX Digital Gaming (USA), LLC is licensed as a manufacturer, a distributor, and an operator of an information service, and registered as a service provider (information technology service provider only), subject to such conditions or limitations as may be imposed by the Commission.

6. THAT Light & Wonder, Inc. is granted approval, pursuant to NRS 463.510(1) and 463.5733 and NGC Regulations 8.030, to pledge the equity securities of SG Gaming, Inc. and the membership interest of NYX Digital Gaming (USA), LLC to JPMorgan Chase Bank, N.A., as Collateral Agent, in conjunction with a Credit Agreement dated April 14, 2022, and as amended or modified from time to time ("Credit Agreement"), provided that:

a. This approval is pursuant to the Guarantee and Collateral Agreement with JPMorgan Chase Bank, N.A., dated April 14, 2022 ("Guarantee and Collateral Agreement");

b. The prior approval of the Commission must be obtained before any foreclosure or transfer of any possessory security interest in such equity securities or membership interest (except back to Light & Wonder, Inc.) and before any other resort to the collateral or other enforcement of the security interest in such securities may occur; and

c. Pursuant to NGC Regulations 15.510.1-3, 15B.140 and 8.030(4)(a), the stock certificate of SG Gaming, Inc. and the membership certificate of NYX Digital Gaming (USA), LLC, if any, evidencing said pledge of the equity securities and membership interest,

must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

7. THAT the Guarantee and Collateral Agreement shall not be amended without the prior administrative approval of the Chair of the Board or his/her designee. Such administrative approval may not be granted regarding amendments to the Guarantee and Collateral Agreement that increase or change the stock or membership interest that is the subject of the pledge(s), or that change the identity of the Collateral Agent.

8. THAT Light & Wonder, Inc. shall maintain a gaming compliance program 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 compliance by Light & Wonder, Inc., its subsidiaries and any affiliated entities, with the Nevada Gaming Control Act (the "Act"), as amended, the Commission's Regulations (the "Regulations"), as amended, and the laws and regulations of any other jurisdictions in which Light & Wonder, Inc., its subsidiaries and any affiliated entities operate. The gaming compliance program, and any amendments thereto, shall be administratively reviewed and approved by the Chair of the Board or his/her designee, and the members of the compliance committee, one such member who shall be independent and knowledgeable of the Act and Regulations, shall be administratively acknowledged by the Chair of the Board or his/her designee. Light & Wonder, Inc., shall amend the gaming compliance program, or any element thereof, and perform such duties as may be assigned by the Chair of the Board or his/her designee, related to a review of activities relevant to the continuing qualification of Light & Wonder, Inc., under the provisions of the Act and Regulations.

9. THAT Light & Wonder, Inc. shall fund and maintain with the Board a revolving fund in the amount of \$75,000 for the purpose of funding investigative reviews by the Board for compliance with the terms of this Order of Registration and any amendments thereto. 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 Light & Wonder, Inc. its direct and indirect subsidiaries and any affiliated entities.

10. THAT, pursuant to NRS 463.625, Light & Wonder, Inc. is exempted from compliance with NRS 463.585 through 463.615, inclusive, and shall instead comply with NRS 463.635 through 463.645, inclusive.

11. THAT Light & Wonder, Inc. is exempted from NGC Regulation 15 and shall instead comply with the provisions of NGC Regulation 16.

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

ENTERED at Las Vegas, Nevada, this 22nd day of September 2022.