

 **REQUEST FOR PRE-CLEARANCE**

**Instructions:**

* BRIGHTSTAR Board members, Executive Officers, Senior Vice Presidents and any other individuals who have been notified in writing by the Corporate Secretary team of their designation as an insider subject to pre-clearance must submit this form and receive approval in writing before transacting in BRIGHTSTAR securities.
* Please complete, execute, and submit this form to CorporateSecretary@brightstarlottery.com a minimum of 48 hours and a maximum of 7 calendar days prior to the date on which you wish to transact (subject to the trading window period).
* For market transactions, this form may only be submitted within an open trading window.
* Unless otherwise noted, you will have 7 calendar days from the date of pre-clearance approval to execute the transaction before additional pre-clearance will be required.
* *If you are unsure whether the pre-clearance requirement applies to you, or if you have questions on completing this form, please contact* *CorporateSecretary@brightstarlottery.com* *prior to submitting the Request for Pre-Clearance.*

**Type of BRIGHTSTAR Security (check one):**

|  |  |  |
| --- | --- | --- |
| ⬜ Ordinary Shares | ⬜ 2.375% Sr Sec’d Notes due 2028 | ⬜ 4.250% Sr Sec’d Notes due 2030 |
| ⬜ 6.250% Sr Sec’d Notes due 2027 | ⬜ 5.250% Sr Sec’d Notes due 2029 | ⬜ Other (please specify): |

**Type of Transaction (check all that apply):**

|  |  |
| --- | --- |
| ⬜ Sale or disposition | ⬜ Purchase or acquisition |
| ⬜ Exercise options (net settlement) and retain shares | ⬜ Exercise options (you pay taxes and fees in cash) and retain shares |
| ⬜ Exercise options (net settlement) and sell shares |  |
| ⬜ Transfer from Fidelity account to another securities account (please specify destination account):\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ |

If you checked “sale or disposition” please indicate the date you acquired the BRIGHSTAR securities subject to the transaction:

\_\_\_\_\_/\_\_\_\_\_/\_\_\_\_\_\_\_\_ (mm/dd/yyyy)

**Transaction Details:**

Desired number of BRIGHTSTAR securities subject to the transaction: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Desired date of transaction: \_\_\_\_\_/\_\_\_\_\_/\_\_\_\_\_\_\_\_ (mm/dd/yyyy)

**Form 144 Notice:**

Rule 144 under the Securities Act of 1933, as amended, requires directors, executive officers, large shareholders and others in a relationship of control with BRIGHTSTAR PLC to submit Form 144 – Notice of Proposed Sale of Securities Pursuant to Rule 144 Under the Securities Act of 1933 (“Form 144”) with the U.S. Securities and Exchange Commission (the “SEC”) when the amount to be sold by the individual during any three month period: (i) exceeds 5,000 shares or units; or (ii) has an aggregate sales price in excess of $50,000.

For purposes of the Form 144 filing, only transactions resulting in a change of beneficial ownership require reporting to the SEC, and the beneficial owner[[1]](#footnote-1) executing the transaction(s) must fulfill the reporting obligation even where the BRIGHTSTAR securities are held under different legal title, and you should contact CorporateSecretary@brightstarlottery.com if you have any questions regarding the contemplated transaction(s) and the filing implications.

Form 144 filings should be submitted to the SEC *prior* to executing any transaction(s) requiring such notification.

Does your transaction require you to submit Form 144 with the SEC? Yes 🞎 No 🞎

If **yes**, please submit a copy of your duly filed Form 144 soon after, and as a condition subsequent, to our approval.

**Certifications:**

|  |  |  |  |
| --- | --- | --- | --- |
|  | True | False | N/A |
| I have read and understand BRIGHSTAR’s Securities Trading Policy.[[2]](#footnote-2) | ⬜ | ⬜ |  |
| I am not currently aware of any material nonpublic information[[3]](#footnote-3) with respect to the BRIGHTSTAR securities subject to this transaction.[[4]](#footnote-4) | ⬜ | ⬜ | ⬜ |
| I am currently in compliance with any applicable share ownership guidelines and retention requirements.[[5]](#footnote-5) [[6]](#footnote-6) | ⬜ | ⬜ | ⬜ |
| After the proposed transaction I will be in compliance with any applicable share ownership guidelines and retention requirements.3 4 | ⬜ | ⬜ | ⬜ |

I hereby certify that I have fully disclosed that information requested in this form and to the best of my knowledge and belief the proposed transaction will not violate the BRIGHSTAR Securities Trading Policy.

|  |  |
| --- | --- |
| **Signature: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_****Print Name: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_** | **Date: \_\_\_\_\_/\_\_\_\_\_/\_\_\_\_\_\_\_\_ (mm/dd/yyyy)** |

1. Under the SEC definition, a “beneficial owner” of a security includes any person who, directly or indirectly, through any contract, arrangement, understanding, relationship or otherwise has or shares: (i) voting power, which includes the power to vote or to direct the voting of such security; and/or (ii) investment power, which includes the power to dispose or direct the disposition of such security. [↑](#footnote-ref-1)
2. The Securities Trading Policy is available for consultation at: <http://phx.corporate-ir.net/phoenix.zhtml?c=119000&p=irol-govHighlights>. [↑](#footnote-ref-2)
3. As set forth in the BRIGHTSTAR Securities Trading Policy, material non-public information is information that a reasonable investor would consider important in deciding whether to purchase, sell or hold a security, or information that is likely to significantly alter the total mix of publicly available information about BRIGHTSTAR. Any information that could reasonably be expected to affect the market price of a security is likely to be considered material. Material information can be positive or negative and can relate to any aspect of BRIGHTSTAR’s business or to any type of BRIGHTSTAR securities, whether debt, equity or a hybrid. [↑](#footnote-ref-3)
4. N/A responses should be solely limited to transfers from Fidelity accounts to another securities account. All other transactions require certification. [↑](#footnote-ref-4)
5. Share ownership guidelines apply to SVPs and above, and to Board members. If you are unsure if share ownership guidelines or retention requirements are applicable to you, or if you are unsure of your compliance therewith, please contact People & Transformation at compensation@brightstarlottery.com **ahead of submitting this form** for help. For Board members, please note that BRIGHTSTAR’s share ownership guidelines must be satisfied effective five years following their initial appointment as Board members. [↑](#footnote-ref-5)
6. If you or entities under your control currently hold BRIGHTSTAR ordinary shares in securities accounts outside of Fidelity (including in trust for the benefit of your family members), please kindly provide a screen shot or copy of such accounts’ current statements, which will help People & Transformation to confirm compliance with share ownership guidelines and retention requirements. [↑](#footnote-ref-6)