

**THIS LETTER IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt as to the action you should take, you are recommended to seek your own personal financial advice immediately from your stockbroker, bank manager, accountant or other independent financial adviser authorised under the Financial Services and Markets Act 2000, if you are in the United Kingdom, or from another appropriately authorised independent financial adviser if you are taking advice in a territory outside the United Kingdom.**

**Unless the context otherwise requires, the definitions contained in the accompanying Scheme Document also apply to this Letter.**

To participants in the Stride Gaming plc Long Term Incentive Plan (the "**Plan**")

[REDACTED]

Dear Participant

**Recommended cash acquisition of Stride Gaming plc ("Stride") by Rank Digital Holdings Limited ("BidCo"), a company wholly owned by The Rank Group Plc.**

The purpose of this letter ("**Letter**") is to explain the effect of the recommended offer by BidCo as described below on forfeitable shares awards granted under the Plan ("**Awards**").

## 1. **BACKGROUND**

On 31 May 2019, the Stride Directors and the Rank Directors announced that they had reached agreement on the terms of a recommended all cash offer by Bidco for the entire issued ordinary share capital of Stride (the "**Acquisition**").

The Acquisition will be implemented by way of a Court-sanctioned scheme of arrangement between Stride and Scheme Shareholders under Article 125 of the Companies Law ("**Scheme**"). Under the terms of the Scheme, Scheme Shareholders will receive

### **151 pence in cash for each Stride Share ("Offer Price")**

Under the Companies Law, the Scheme requires the sanction of the Court. The Court Hearing will be held at the Royal Court of Jersey, Royal Court Building, Royal Square, St Helier, Jersey JE1 1BA, Channel Islands. Stride currently anticipates that the Court Hearing will be held on or around 2 October 2019 (and has reserved Court time on this date) but this date will depend, among other things, on the date upon which the Conditions are satisfied or (if capable of waiver) waived and accordingly this date may change to another date prior to the Long Stop Date. Stride will issue an update through a Regulatory Information Service as to the final date and time of the Court Hearing. If the Court sanctions the Scheme, it is expected to become effective two Business Days later (the "**Effective Date**"). The Scheme is described in more detail in the circular dated 28 June 2019 which has been sent to Stride Shareholders ("**Scheme Document**"), and a copy of which is enclosed with this Letter for information only.

This Letter contains a summary of the key terms of the Scheme as it affects your Awards, and must be read in conjunction with the Scheme Document containing full details of the Scheme. A copy of this Letter and a copy of the Scheme Document are available on the investor relations section of Stride's website (<https://www.stridegaming.com>).

## 2. **EFFECT ON YOUR AWARDS**

The Awards granted on 26 May 2017 (in relation to the vesting period from 2015/2016) vested in May 2019 ("**Existing Vested Shares**"). The Awards granted on 26 May 2017 (in relation to the vesting period from 2016/2017) which have yet to vest will vest in full, subject to the Court sanctioning the Scheme (the "**Court Sanction**"), on the date of the Court Sanction ("**Newly Vested Shares**").

The Existing Vested Shares and the Newly Vested Shares will be "Scheme Shares" for the purposes of the Scheme. Therefore, on the Effective Date, the Existing Vested Shares and the Newly Vested Shares will be acquired by BidCo from Capita Trustees Limited, as your nominee in respect of the Existing Vested Shares and the Newly Vested Shares

("Capita") and you will receive the Offer Price in respect of those Shares, less deductions for the income tax and employee National Insurance contributions arising in connection with the vesting of the Existing Vested Shares and the Newly Vested Shares ("**Tax Liability**"), in accordance with the rules of the Plan.

The Offer Price will be paid within 14 days following the date on which the Scheme becomes effective. It is intended that payment of your Offer Price will be made at the same time and will be paid to Capita via the receiving agent, Link Market Services Limited, whose trading name is Link Asset Services ("**Receiving Agent**") by cheque. Capita will pay the amounts deducted in respect of the Tax Liability directly to Stride.

In addition, Stride will pay a cash amount equal to the dividend equivalents which have accrued in respect of your Awards in accordance with the rules of the Plan. This payment will be subject to income tax and employee National Insurance contributions.

**Further information**

If you have any queries in relation to this Letter please contact Ronen Kannor on 020 7284 6098. Please note that neither Ronen Kannor nor Stride will be able to provide you with any legal, financial, tax planning or investment advice.

Yours faithfully

**Nigel Payne**  
**Chairman**  
**Stride Gaming plc**

**John O'Reilly**  
**Chief Executive Officer**  
**Rank Digital Holdings Limited**